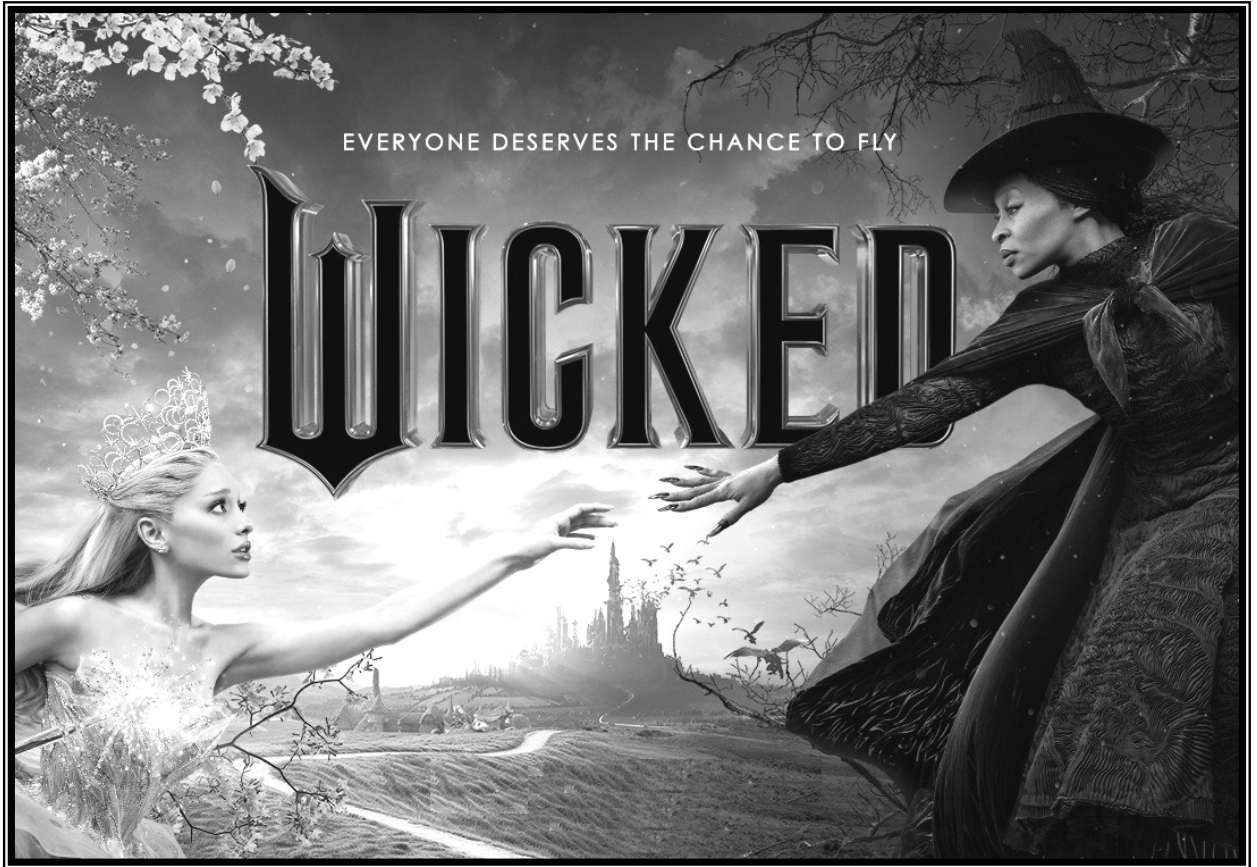


WICKED



**Screenplay by
Winnie Holzman &
Dana Fox**

**Based on the Musical Stage Play
With Music and Lyrics by
Stephen Schwartz
And Book by
Winnie Holzman**

**From the Novel by
Gregory Maguire**

SHOOTING SCRIPT

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FADE IN:

1

INT. KIAMO KO CASTLE - PARAPET - PRE-DAWN

1

A SHIMMERING, MYSTERIOUS ORB comes into view. As we look closer, it reveals itself to be-- *a drop of water.*

More drops appear, they-- *float up*, and that's when we realize: we've been looking at this *upside down...*

We follow these drops, right side up now, to A STREAM OF WATER, flowing from the next room. We follow this stream THROUGH the open doorway, where:

...it's eerily silent. We pass clues: a bucket on its side, a slowly spreading puddle of water, some blue feathers, a soaked black cloak and... A POINTED BLACK HAT.

Suddenly, something bursts from the shadows, into the sky--

IT'S A SWARM OF WINGED MONKEYS.

The orchestral opening of "No One Mourns The Wicked" begins.

2

EXT. KIAMO KO CASTLE - PRE-DAWN

2

WE FOLLOW THE FLYING MONKEYS as they soar over

FOUR FIGURES, below, crossing a drawbridge out of the castle. One of them is waving something... *a broomstick?*

The first rays of the sun hit a waterfall, creating a rainbow. We move over it, and travel along the ground, as...

A HORSE, ridden by a cloaked figure, gallops past--

SMASH CUT TO:

3

EXT. MUNCHKINLAND - TULIP FIELDS - MORNING

3

And CHILDREN charge, excitedly, through a nearby field--

LITTLE OZIAN BOY
Good news! She's dead!

LITTLE OZIAN GIRL
It's the Witch Hunters!

LITTLE OZIAN BOY
They got her Broomstick!

EXT. MUNCHKINLAND - TOWN CENTER - MORNING

AN OZIAN FAMILY scrambles out of their front door, to find their NEIGHBORS, who turn to them, over-the-moon--

NEIGHBORS

GOOD NEWS! SHE'S DEAD!

All around, MORE OZIANs emerge from their homes-- they hug, CLANG POTS AND PANS, SPREAD THE GOOD NEWS:

OZIANs

THE WITCH OF THE WEST IS DEAD!

PEOPLE pour out into the streets, emotional; exultant--

OZIANs (CONT'D)

THE WICKEDEST WITCH THERE EVER WAS
THE ENEMY OF ALL OF US HERE IN OZ
IS DEAD!
GOOD NEWS!
GOOD NEWS!

One LITTLE GIRL's eyes widen: there's a LARGE BUBBLE, floating in front of her-- she pops it! And then we see:

MORE BUBBLES, floating down from above--

MAN IN THE CROWD

Look! It's Glinda!

The crowd looks to where he's pointing...

And rising in the North, we see: glowing, backlit against an impossibly beautiful, rainbow-colored sky...

GLINDA, the good witch, the best witch of all, floating high above the crowd, in her very own flying Bubble--

VARIOUS OZIANs

It's her!/It's Glinda!/The Witch of
the North!/It's Glinda the Good!

FROM THE CROWD'S POV: Glinda looks down at them adoringly.

The Bubble "lands". Inside, Glinda raises her wand, as if to work some magic... and then PLINK! She taps the Bubble with her wand and pops it.

The crowd CHEERS! As Glinda steps forward, radiating goodness, she smiles her irresistible smile--

GLINDA

It's good to see me, isn't it?
 (the thrilled crowd is
 speechless)
 No need to respond-- that was
 rhetorical. Fellow Ozians...
 (singing)

LET US BE GLAD
 LET US BE GRATEFUL
 LET US REJOICIFY THAT GOODNESS COULD SUBDUE
 THE WICKED WORKINGS OF YOU-KNOW-WHO
 ISN'T IT NICE TO KNOW
 THAT GOOD WILL CONQUER EVIL?
 THE TRUTH WE ALL BELIEVE'LL BY AND BY
 OUTLIVE A LIE
 FOR YOU AND...

SOMEONE IN CROWD

Glinda! Exactly how dead is she?

GLINDA

Because there has been so much
 rumor and speculation... innuendo,
 outuendo... let me set the record
 straight.

ANGLE ON: A Messenger taps Glinda's proclamation into an
 Ozian-style telegraph machine as--

GLINDA (CONT'D)

The liquidation occurred at the
 thirteenth hour, the direct result
 of a bucket of water thrown by a
 female child. Yes, the Wicked Witch
 of the West... is dead.

The crowd EXPLODES: embracing, dancing, CELEBRATING...!

MAN IN THE CROWD

NO ONE MOURNS THE WICKED

WOMAN IN THE CROWD

NO ONE CRIES: "THEY WON'T RETURN!"

ALL

NO ONE LAYS A LILY ON THEIR GRAVE

5

EXT. MUNCHKINLAND - FIELD

5

The news travels beyond the town to PEOPLE at work in the
 fields--

MAN

THE GOOD MAN SCORNS THE WICKED!

THREE WOMEN
THROUGH THEIR LIVES, OUR CHILDREN LEARN:

ALL
WHAT WE MISS
WHEN WE MISBEHAVE

6

EXT. MUNCHKINLAND - TOWN CENTER

6

GLINDA
AND GOODNESS KNOWS
THE WICKED'S LIVES ARE LONELY
GOODNESS KNOWS
THE WICKED DIE ALONE
IT JUST SHOWS WHEN YOU'RE WICKED
YOU'RE LEFT ONLY
ON YOUR OWN...

The townspeople gather around Glinda.

TOWNSPEOPLE
YES, GOODNESS KNOWS
THE WICKED'S LIVES ARE LONELY
GOODNESS KNOWS
THE WICKED CRY ALONE
NOTHING GROWS FOR THE WICKED
THEY REAP ONLY
WHAT THEY'VE SOWN...

A GIRL IN THE CROWD calls out to Glinda--

GIRL IN THE CROWD
But Miss Glinda, *why* does
Wickedness happen?

GLINDA
That's a good question. One that
many people find confusifying: Are
people born Wicked? Or do they have
Wickedness thrust upon them? After
all, she had a childhood. She had a
father, who, by the way, had been
appointed the Governor of
Munchkinland...

7-10

OMITTED

7-10

11

INT. GOVERNOR'S MANSION - HALLWAY - NIGHT [FLASHBACK]

11

GOVERNOR THROPP, a somber looking man in a suit, calls out--

GOVERNOR THROPP
I'm off to the Assembly, dear!

His voice ECHOES in the large, ornate house.

GLINDA (V.O.)
And she had a mother. As so many
do...

A hauntingly beautiful woman appears beside Governor Thropp.
This is his wife-- MRS. THROPP.

GOVERNOR THROPP
HOW I HATE TO GO AND LEAVE YOU LONELY

MRS. THROPP
THAT'S ALRIGHT -- IT'S ONLY JUST ONE NIGHT

GOVERNOR THROPP
BUT KNOW THAT YOU'RE HERE IN MY HEART
WHILE I'M OUT OF YOUR SIGHT...

GLINDA (V.O.)
Like every family... they had their
secrets.

Governor Thropp kisses his wife goodbye. She shuts the front
door behind him. Her expression changes. She turns, we FOLLOW
HER through the house... Down the hall...

To the back door, where she pulls HER LOVER inside.

The Lover (who we only see from behind or in shadows) takes a
swig from a small green bottle, then offers it to her--

THE LOVER
HAVE ANOTHER DRINK, MY DARK-EYED BEAUTY
I'VE GOT ONE MORE NIGHT LEFT, HERE IN TOWN
SO HAVE ANOTHER DRINK OF GREEN ELIXIR
AND WE'LL HAVE OURSELVES A LITTLE MIXER
HAVE ANOTHER LITTLE SWALLOW, LITTLE LADY,
AND FOLLOW ME DOWN...

They kiss-- the bottle slips from her hand. As she pulls him
up the stairs, WE LINGER ON THE GREEN BOTTLE, lying there...

GLINDA (V.O.)
And one thing led to another... as
it so often does.

12-14 **OMITTED**

12-14

15 **INT. GOVERNOR'S MANSION - HALLWAY & BEDROOM - DAY**

15

CLOSE ON: Mrs. Thropp grabbing the bedsheets...

GLINDA (V.O.)
 But from the moment the witch was
 born she was... well, *different*.

CLOSE ON: ENORMOUS BEAR PAWS, RUNNING. *Is someone being
 attacked?* But then, the bear paws run... up a staircase.

DULCIBEAR (PRE-LAP)
 IT'S COMING...

16

INT. GOVERNOR'S MANSION - BEDROOM - DAY [9 MONTHS LATER] 16

The bear opens the door, carrying a cauldron and wearing a
 nursemaid's uniform. This is DULCIBEAR.

GOVERNOR THROPP
 NOW?

We hear a SCREAM and REVEAL Mrs. Thropp is in labor.

DULCIBEAR
 THE BABY'S COMING...

GOVERNOR THROPP
 AND HOW!

Governor Thropp dabs his wife's brow lovingly as Dulcibear
 pours boiling water over some towels and hands one to--

A FEMALE WOLF DOCTOR. The Wolf Doctor holds an Ozian
 stethoscope to Mrs. Thropp's pregnant belly.

WOLF DOCTOR
 I SEE A NOSE...

GOVERNOR THROPP
 I SEE A CURL...

DULCIBEAR/GOVERNOR THROPP
 IT'S A HEALTHY PERFECT LOVELY LITTLE...

DULCIBEAR
 Ohhhhh!

GOVERNOR THROPP
 Sweet Oz!

MRS. THROPP
 What is it, what's wrong?

Governor Thropp stares at the baby in shocked disbelief.

DULCIBEAR
 HOW CAN IT BE?

GOVERNOR THROPP
WHAT DOES IT MEAN?

DULCIBEAR
IT'S UNCANNY!

GOVERNOR THROPP
(devastated)
IT'S OBSCENE!

GOVERNOR THROPP/WOLF DOCTOR
LIKE A FROGGY, FERNY CABBAGE
THE BABY IS UNNATURALLY...

Governor Thropp looks from the baby to his wife, hurt and betrayed.

GOVERNOR THROPP
(a hushed accusation)
GREEN.

As Mrs. Thropp sees her BABY, we REVEAL: the baby is green.

Dulcibear picks up the baby and swaddles it lovingly. She goes to hand the baby to Mrs. Thropp when--

GOVERNOR THROPP (CONT'D)
Take it away.

Dulcibear hesitates. Suddenly the green baby lets out a WAIL, and-- BAM! All the objects in the room fly into the air and stick to the ceiling and walls, as if gravity has pulled them in all directions.

Everyone looks around, stunned. Governor Thropp stares at the green baby, clearly the source of this perversion of physics.

GOVERNOR THROPP (CONT'D)
Take it away--!

Dulcibear hurries out with the baby, cradling it protectively in her arms. The baby calms. As they exit, we glimpse: the objects in the room behind them tumble back to earth.

TRANSITION: CLOSE ON a pop-up book, held by a pair of small green hands.

17

EXT. GOVERNOR'S MANSION - FRONT LAWN - DAY [FLASHBACK]

17

FIND LITTLE ELPHABA (7) reading her book on the lawn.

Next to her, Dulcibear plays peekaboo with TODDLER NESSAROSE, "NESSA", (Elphaba's 4 year old sister, with eyes that could melt your heart. She's in an Ozian-style wheelchair).

GOVERNOR THROPP (O.S.)
Dulcibear!

Across the lawn, DIGNITARIES arrive, greeting the Governor.

DULCIBEAR
Coming, Governor!
(to Elphaba)
Little One--

Little Elphaba looks up from her book--

DULCIBEAR (CONT'D)
Watch baby Nessa just a clock tick--

As Dulcibear lumbers off to assist the Governor, we hear:

TAUNTING KIDS (O.S.)
Yeah, watch your sister, El-pha-ba!

Little Elphaba looks over to the gate to the lawn, where some MEAN KIDS have gathered--

MEAN KID
Just don't let her see how ugly you
are!

The Kids LAUGH. Elphaba yells back, like it's a great burn--

LITTLE ELPHABA
She already knows!

Confident she got the last word, Little Elphaba turns to her baby sister... whose big eyes now look frightened--

LITTLE ELPHABA (CONT'D)
Oh, Nessarose, don't you worry--
(whispers)
I'm right here. I always will be.

Elphaba takes Nessa's tiny hand into her own green hand, looks into her eyes, smiles. Comforted, Nessa smiles back.

LITTLE ELPHABA (CONT'D)
Now. You want to see something
wonderful...?
(opening her pop-up book)
This is all about *the Wizard*. Do
you know how he got here?

Toddler Nessa shakes her head no, eyes wide--

LITTLE ELPHABA (CONT'D)
From the sky! In a *balloon*! See?

We see a pop-up balloon, as Little Elphaba continues...

LITTLE ELPHABA (CONT'D)

Then he built a city made of
emeralds, 'cause he loves emeralds.
Even though they're green. And
Nessa, if you get to meet him?
(whispers)
He grants *your heart's desire!*

PING! A single pebble hits the pop up book-- when Elphaba turns to where it came from, WE HEAR the Kids, chanting--

KIDS

*Elphaba Thropp, green on top.
Someone run and tell her
That everyone can smell her...*

The kids throw more pebbles. Toddler Nessa BURSTS INTO TEARS. Little Elphaba leaps to her feet, glaring at the Kids, and suddenly-- the pebbles and dirt swirl up from the ground and pummel the shocked kids. They SCREAM and run away.

GOVERNOR THROPP (O.S.)

What have you done this time?!

Elphaba turns to see her father rush over with Dulcibear.

GOVERNOR THROPP (CONT'D)

(to Elphaba)

Now you've made your sister cry!

He scoops up Toddler Nessa, and carries her off.

Elphaba looks down at her pop-up book in the dirt. Dulcibear picks it up and dusts it off, giving it back to her tenderly. Elphaba opens it and a pop-up Wizard comes out of his palace, smiling, his little pop-up hand reaching out... to her.

GLINDA (PRE-LAP)

So you see... it couldn't have been
easy.

18

EXT. MUNCHKINLAND - TOWN CENTER - MORNING

18

The crowd parts, making way for a HUGE EFFIGY OF ELPHABA. It's wheeled towards Glinda, bearing down on her...

CROWD

NO ONE MOURNS THE WICKED
NOW AT LAST, SHE'S DEAD AND GONE

An OZIAN ZEALOT lights a stick and hands it to Glinda to do the honors.

Glinda's smile tightens for a split second, but then... she lights the EFFIGY, which ignites in a WHOOSH of flames!

<p>GLINDA (concerned) GOODNESS KNOWS... AHH SHE DIED ALONE... GOOD NEWS! GOOD NEWS!</p>	<p>CROWD (CONT'D) NOW AT LAST THERE'S JOY THROUGHOUT THE LAND AND GOODNESS KNOWS... WE KNOW WHAT GOODNESS IS GOODNESS KNOWS... THE WICKED DIE ALONE... WOE TO THOSE (WOE TO THOSE) WHO SPURN WHAT GOODNESSES THEY ARE SHOWN... NO ONE MOURNS THE WICKED! NO ONE MOURNS THE WICKED! NO ONE MOURNS THE...</p>
--	---

ALL
WICKED!
WICKED!
WICKED!

A beat. Glinda turns away from the burning effigy.

GLINDA
Well. As you can imagine, I have
much to attend to, what with the
Wizard's unexpected departure, so--

Glinda steps back onto the Bubble's platform, and now we see that it is a bubble-powered *machine*: mechanical, not magical.

GLINDA (CONT'D)
If there are no further questions--

The Bubble "rebubbles" itself over her with a quick swoop. Glinda is about to float away when suddenly A VOICE IN THE CROWD yells out--

VOICE IN THE CROWD
Glinda! Is it true you were her
friend?

Glinda freezes, thrown.

From inside her Bubble, Glinda stares at the burning effigy. For a moment, the flames take her to a memory... a feeling...

-- QUICK FLASH TO: A younger Glinda sits, arm in arm, with someone dressed in black, with black hair, whose face we can't see.

There's no sound but the CRACKLE and POP of a fire in a fireplace. Glinda laughs until she cries, then-- leans closer to this person, and whispers something.

BACK TO SCENE: Glinda stares into the burning effigy then turns back to the crowd--

GLINDA

Friend? I mean... I knew her.

RIPPLES OF SHOCK move through the Crowd below...

GLINDA (CONT'D)

That is, our paths did cross. At school... But you must understand, it was... a long time ago...

OFF Glinda, remembering... and suddenly, we're on a boat, with her, traveling down a RIVER, towards:

18A **EXT. SHIZ UNIVERSITY - RIVER ARCH**

18A

The breathtaking arched gateway to Shiz University. We hear the OPENING CHORDS the Shiz University Oz-ma Mater.

SONG: "DEAR OLD SHIZ" - INSTRUMENTAL INTRO

19 **EXT. SHIZ UNIVERSITY - ENTRANCE COURTYARD - DAY**

19

Pink suitcases of every size and shape hit the ground, as

Glinda (or as she was known back then, "GALINDA") strides through the impressive gates, clad in a Shiz University blazer, that she has styled in her own fashion forward, *Galinda* way. She's flanked by her ADORING PARENTS.

As Galinda strides by, VARIOUS STUDENTS and PARENTS, notice her, thinking they know her-- or just wanting to. They smile as she passes, and Galinda (being Galinda) smiles back, waving, used to this...

Galinda stops and turns to her parents, flinging open her arms and pulling them into a hug. After a long beat, she gently extricates herself. As her tearful parents reluctantly start to go, she calls out--

GALINDA

Remember, it's not goodbye, it's
farewell.

Her Parents immediately rush back, clinging to her again. This time she's getting squished, and over it...

GALINDA (CONT'D)
Now it's goodbye.

Her parents nod, and with one last kiss, they back away--

GALINDA'S PARENTS
Goodbye, precious!/We love you!

Glinda notices: a handkerchief, floating beside her? She turns, puzzled, and sees...

AN EARNEST YOUNG MUNCHKIN STUDENT, (BOQ) offering it to her. She takes it, dabs her eyes...

GALINDA
(to Boq, genuine)
They're going to miss me so much.

BOQ
(overcomes his shyness)
I'm Boq. From Munchkinland. And I know we don't know each other, but--

GALINDA
You know what I believe, Bick?

BOQ
Boq. I mean-- what.

GALINDA
That strangers... are just people I've never met.

He takes this in, slightly stumped, but she's looking into his eyes, and he's blown away, about to say more, when--

PFANNEE/SHENSHEN (O.S.)
GALINDA!!

Two excited students, PFANNEE and SHENSHEN, rush up to Galinda.

PFANNEE
It's Pfannee!

SHENSHEN
And ShenShen!

PFANNEE
From Miss Cringeable's Twirling Academy!

SHENSHEN
Do you remember us?

Galinda clearly *doesn't*, but--

GALINDA
Of course!

Boq watches, smitten, as Galinda chats with them, then moves toward the STUDENT CHOIR, conducted by the Head Shizstress, MISS CODDLE. Pfannee and ShenShen follow Galinda...

STUDENT CHOIR
O HALLOWED HALLS AND VINE-DRAPED WALLS...

Just then, a BOAT pulls up, unnoticed by them. It briefly obscures our view of Galinda--

STUDENT CHOIR (CONT'D)
THE PROUDLIEST SIGHT THERE IS

A BLACK BOOT steps out and plants itself on the ground. Then another beside it.

STUDENT CHOIR (CONT'D)
WHEN GREY AND SERE OUR HAIR HATH TURNED

We don't see who the boots belong to yet. We're behind this figure. A thick braid obscures her neck. Her hands are shoved in her pockets. A jacket (*not* a Shiz blazer) and tights cover her arms and legs.

STUDENT CHOIR (CONT'D)
WE SHALL STILL REVERE THE LESSONS LEARNED

Still behind the figure, we move toward the choir with Galinda and her new friends...

The figure reaches a green hand up and slowly pulls her braid aside, revealing her green neck. A FEW STUDENTS notice and gawk. One drops his suitcase.

STUDENT CHOIR (CONT'D)
IN OUR DAYS AT DEAR OLD SHIZ

Galinda moves closer to the choir, assuming the whispers and pointing are a response to her *Galinda-ness*.

STUDENT CHOIR (CONT'D)
(noticing the mysterious figure)
OUR DAYS AT DEAR OLD SHIZZZZ...

The Choir trails off. Galinda eagerly fills in for them--

GALINDA
OH-OH-OH-OH-OLD...

Mid-VOCALIZING, we watch it dawn on Galinda that everyone around her is staring, slack-jawed, *just past her*. She spins around and--

GALINDA (CONT'D)

AHHH!!!

Galinda YELPS as she sees the figure in all her green glory. And so do we. This is ELPHABA (20s, badass. Her razor sharp mind and tongue serve as armor, to protect her tender soul from moments like these).

Galinda stares at her. Elphaba stares back defiantly.

ELPHABA

What? What are you staring at? Oh--
do I have something in my teeth?

Galinda is silent, flummoxed by this confrontation.

GALINDA

But... you're... green.

ELPHABA

I *am*?

Elphaba looks around, as if to confirm this.

ELPHABA (CONT'D)

Fine. Let's get this over with--
(addressing them all)
No, I'm not seasick; yes, I've
always been green; no, I didn't eat
grass as a child.

Galinda feels everyone watching, musters up her best self--

GALINDA

Well, I for one am so sorry that
you're forced to live with--
(gestures)
This--

ELPHABA

Is that so?

GALINDA

Yes, and it's my intention to major
in sorcery, so-- if at some future
time you wanted to-- address the
problem? Perhaps I could-- help.

ELPHABA

Offering to help someone you don't
know with a skill you don't have.
I'm sure everyone's duly impressed.

Galinda, proudly virtuous, makes sure all can hear--

GALINDA

I could care less what other people
think.

ELPHABA

Couldn't.

GALINDA

What?

ELPHABA

You "couldn't" care less what other
people think.
(looks her up and down)
Though I doubt that's true.

A ripple of tension courses through the crowd, when--

GOVERNOR THROPP (O.S.)

Elphaba--!

Governor Thropp appears, with NESSA. Now also in her 20's;
Nessa is beautiful, seemingly shy compared to Elphaba, but
with her own brand of inner fierceness.

ELPHABA

Oh, and this is my younger sister,
Nessarose-- as you can see, she's a
perfectly acceptable color--

As Nessa, embarrassed, tries to disappear, Thropp yanks
Elphaba aside, hisses in her ear--

GOVERNOR THROPP (O.S.)

Stop making a spectacle of
yourself!

Governor Thropp presents a gift-wrapped bundle to Nessa--

GOVERNOR THROPP (CONT'D)

My precious little girl-- a parting
gift.

NESSA

Father--!

With a self-conscious glance at Elphaba, Nessa opens the gift, revealing...

NESSA (CONT'D)
Jeweled shoes?

GOVERNOR THROPP
So they'll all see how beautiful
you are-- right down to your toes.

Elphaba comes close, as Nessa takes her old shoes off and puts the jeweled ones on, Elphaba whispers to her, contrite.

ELPHABA
I shouldn't have sprouted off like
that.

NESSA
(a gentle reproof)
No, you shouldn't have. Today is--
(she breaks off)

ELPHABA
The start of your new life.

The sisters regard each other-- they've never been apart before. Saying goodbye is hard... for both of them.

NESSA
I'll miss you.

Elphaba takes her younger sister's hand.

ELPHABA
No you won't. You'll be having too
good a time.

TOWER BELLS RING. All around them, Students bid goodbye to their loving families, and head for the Main Hall.

Governor Thropp reaches out for Nessa's chair, but--

ELPHABA (CONT'D)	NESSA
Don't help her--	Don't help me--

Nessa waves, and rolls away. Elphaba, happiness for her sister mixed with a private ache, watches Nessa head off with the others. Then-- Elphaba glances over at her father.

ELPHABA (CONT'D)
She'll be fine.

GOVERNOR THROPP
Go with her.

ELPHABA

What?

GOVERNOR THROPP

Just until she's safely settled in her room. Make sure she has everything she needs.

ELPHABA

Father, she's on her own now, I can't just--

GOVERNOR THROPP

Stop jabbering and do as I say!

Elphaba is startled-- not by his harshness, she's used to that. By the tears in his eyes. He lowers his voice.

GOVERNOR THROPP (CONT'D)

Please. If anything should happen to her--

She can't refuse.

20-21 **OMITTED**

20-21

22 **EXT. SHIZ - QUAD**

22

Elphaba approaches the impressive quad, pausing to admire: an archway carved with a striking fresco depicting historical Ozian Animals. Then, above this, she spots--

A CARVING OF THE WIZARD. Elphaba stares up at it, in awe. His carved arm is outstretched, as if reaching out to her... She steps through the archway to find--

The SHIZ PRESIDENT, at a podium, surrounded by seated (human) FACULTY MEMBERS. A well-dressed SHOEBILL-BIRD and a distinguished-looking, bespectacled Goat, DOCTOR DILLAMOND, the only Animal faculty members, are positioned at the edge of the platform, a slight distance from the others.

SHIZ PRESIDENT

...and rounding out the rest of our faculty, we have two scholars, eminent in their respective fields of Forestry and Agriculture...

TWO HUMAN PROFESSORS stand, to POLITE APPLAUSE.

IN THE AUDIENCE: Among the STUDENTS, we find Nessa, in one of the aisles. Boq is seated not far behind her and nearby, Galinda sits with Pfannee and ShenShen.

IN THE BACK OF THE QUAD: Elphaba enters quietly, unnoticed...

SHIZ PRESIDENT (CONT'D)

As well as Professor Mombi, of the
Biological Arts... And of course,
the head of our History department,
Doctor Dillamond.

Mombi, the Bird, and Doctor Dillamond, the Goat, step
forward. But-- there's no applause.

IN THE BACK OF THE QUAD, Elphaba takes this in, as UP AT THE
PODIUM: The President CLEARS HIS THROAT...

SHIZ PRESIDENT (CONT'D)

Finally... In today's Oz, a real
sorceress, one who possesses true
magic, has become all too rare...

A ripple of excitement spreads across the room. Galinda sits
up straighter, in anticipation.

SHIZ PRESIDENT (CONT'D)

Which is why we are so privileged
to have, here at Shiz, our esteemed
Professor Emeritus and Dean of
Sorcery Studies... *Madame Morrible.*

EXCITED APPLAUSE. Everyone leaps to their feet, as--

An elegant woman appears in the back of the hall, charisma
radiating from her like a magnetic charge. This is MADAME
MORRIBLE. As she makes her way down the aisle and up the
steps of the platform, all eyes are on her.

Nessa, her view now blocked by everyone standing up, cranes
to get a glimpse of Morrible. Her eyes meet Boq's, also
struggling to see. They share a wry smile...

Galinda stares, starstruck, at Madame Morrible.

GALINDA

It's really her!

(whispers to her friends)

Madame Morrible is why I applied to
Shiz! They say she's been looking
for someone to mentorize, and it's
my dream to someday fill her shoes!

(clocking her shoes)

Which are *amazing.*

Morrible, now at the podium, looks out at the students.

MORRIBLE

Welcome new students. And
congratulations, on having been
accepted to Shiz. Whether you'll be
studying Law, Logic, or
Linguification, I know I speak for
my fellow faculty members when I
say that we have nothing but the
highest hopes. For some of you.

Galinda perks up, positive Morrible is speaking only of her.

MORRIBLE (CONT'D)

And now-- Miss Coddle, if you
please...

The perennially anxious Miss Coddle steps up to the podium--

MISS CODDLE

I am Miss Coddle, Head Shizstress.
And these are your dormitory
designations and room assignments!

Miss Coddle signals, and five ASSISTANTS appear at the sides
of the room, holding ornate poles with scrolls attached to
the top. In unison, they pull a ribbon-- scrolls unfurl,
revealing the room assignments.

BUZZING excitedly, the Students rush to locate themselves on
the lists. All except Galinda, who (tailed by Pfannee and
ShenShen) moves purposefully toward Madame Morrible.

GALINDA

Madame Morrible?!

Morrible, steps down from the platform and sees--

GALINDA (CONT'D)

I am Galinda Upland. Of the Upper
Uplands?

MORRIBLE

If this is regarding room
assignments--

GALINDA

Oh, no... Thank you so much for
asking, but I've already been
assigned a private suite.

Then, realizing that Pfannee and ShenShen are listening--

GALINDA (CONT'D)

But you can *of course* come visit me
whenever you want!

Impressed by her generosity, they murmur to each other--

Awww!!

SHENSHEN

PFANNEE

She's so good!

PFANNEE (CONT'D)

(to Galinda)

You're so good!

Morrible, *unimpressed*, heads for the exit. Undaunted, Galinda follows determinedly after her--

GALINDA

No, it's about my application to
your sorcery seminar!

MORRIBLE

I do not teach my seminar every
semester. Of course, if someone
very special were to come along--

Morrible starts to walk away from Galinda.

GALINDA

Well, naturally! Which is why I
wanted to talk to you...

But Morrible just keeps walking. Galinda frowns at Pfannee and ShenShen, frustrated, as...

BY THE LAST ROOM ASSIGNMENT SCROLL:

Nessa is searching for her name, when--

MISS CODDLE

There you are! Miss Nessarose,
isn't it? The Governor's daughter?
(taking Nessa in)
How tragically beautiful you are.
It's an honor to-- AHHH!

Miss Coddle involuntarily yelps, startled by the sight of Elphaba, who has just appeared.

Hearing this yelp, Morrible turns and observes, as--

ELPHABA

I'm the other daughter. I'm
beautifully tragic.

NESSA

Elphaba--?

MISS CODDLE

(rattled)

The other daughter? I wasn't-- made aware, but-- not to fret, just a slight gulch, we'll find someplace to hide you-- I mean *house* you!

ELPHABA

No, I'm not enrolled.

MISS CODDLE

Oh good. Though I'm sure you're... very bright.

Galinda overhears this, turns to Pfannee and ShenShen--

GALINDA

Bright? She's *phosphorescent*!

Everyone LAUGHS, including Boq. Elphaba hears them and her eyes flash with anger. Nessa, embarrassed, whispers--

NESSA

Why are you still here?

ELPHABA

Forgive me Nessa, Father insisted--

MISS CODDLE

(interrupts)

Oh, the Governor made his concern for your sister quite apparent-- Please assure him I'm *honored* to help her.

Miss Coddle moves towards Nessa.

NESSA

Wait, *what*?

ELPHABA

Oh, no, she doesn't need your help.

NESSA

(to Elphaba)

Or yours.

(to Coddle)

I just need to find my room.

MISS CODDLE

I'll bring you there myself!

Miss Coddle takes hold of Nessa's chair--

NESSA

No, I meant-- wait--! I can find my own way...

But Miss Coddle starts to push Nessa's chair--

ELPHABA

Miss Coddle-- no!

But Coddle keeps pushing. Elphaba sees Nessa's distress...

ELPHABA (CONT'D)

Stop! She doesn't need you to--

As Miss Coddle struggles to push Nessa's wheelchair-- it starts to move backwards, as if pulled by some unseen force.

Nessa sees light fixtures begin to bend off the wall. Water from a nearby fountain starts to *lean*.

NESSA

(a frightened whisper)

Oh no! Elphaba--

Miss Coddle struggles to lift her feet off the ground. She's stuck, weighed down by a sudden, forceful gravity.

Pfannee and ShenShen clutch each other in fear but Galinda can't take her eyes off what's happening.

The chairs in the quad begin sliding towards Elphaba, whose anger mounts as Miss Coddle struggles, until--

ELPHABA

LET. HER. GO!!

Nessa's wheelchair breaks out of Miss Coddle's hands and rises into the air.

People watch in shock. Elphaba's eyes are locked on Nessa.

The wheels of Nessa's chair begin to spin until they suddenly stop. Nessa drops back down to earth. Coddle can finally walk again-- her feet freed from the gravitational pull.

Elphaba grabs the wheelchair and helps pull it back down. She EXHALES, Nessa is safe...

FROM HIGH ABOVE: we see Elphaba and Nessa at the center of the group of stunned students, the chairs of the quad piled up around them.

ON MORRIBLE: She's been observing all this closely...

NESSA
(devastated)
This was my chance. My new start.

ELPHABA
Oh Nessa-- I'm so sorry--

The students who haven't fled now stare at Elphaba with shock and fear. Morrible clocks this and quickly calls out--

MORRIBLE
Magic is merely the mind's attempt
to wrap itself around the
impossible. Yes: *I did that...*
(everyone reacts)
...to prepare you to expect the
unexpected here at Shiz.

The students regard Morrible with awe, and break into APPLAUSE, as Nessa and Elphaba share a private look of surprised relief. Then Nessa heads out, on her own...

ON GALINDA: She's blown away--

GALINDA
(to Pfannee and ShenShen)
Did you *visually see that?* I simply
must get into her seminar!

MORRIBLE
And speaking of the unexpected...

Morrible turns to Galinda and the other girls--

MORRIBLE (CONT'D)
Which of you young ladies will
volunteer to share with--

GALINDA
(calls out)
Madame Morrible--?

MORRIBLE
Oh, thank you dear. That is very
good of you.

GALINDA
Wait, what?

MORRIBLE
Miss-- Elphaba, is it--? You can
room with Miss Galinda!

ELPHABA

What?!

GALINDA

But, Madame Morrible--

MORRIBLE

Go now. All of you.

The Students leave the quad. Galinda stops, turning back to look again-- first at Morrible, then at Elphaba, because... *there must be some mistake...* and then she hears--

MORRIBLE (CONT'D)

You. Come with me.

Galinda smiles, relieved and thrilled--

GALINDA

Well, of course!

Galinda starts towards Morrible--

MORRIBLE

No. Not you.

(turns to Elphaba)

You.

Galinda stops short. Both girls are deeply confused.

MORRIBLE (CONT'D)

(to Elphaba)

I shall tutor you privately. And take no other students. Now *come*.

And with that, Morrible sweeps out the back exit. Elphaba hesitates, then follows as Galinda stands there in shock.

23

EXT. SHIZ - ENTRANCE COURTYARD - COLONNADE - DAY

23

Morrible walks briskly, as Elphaba hurries to keep up.

ELPHABA

Madame, thank you, for covering for me. And I'm-- humbled, by your munificent offer, but my father would never allow it!

MORRIBLE

(with utter assurance)

Just leave your father to me. I shall speak to him post haste!

As Elphaba attempts to process all this-- Morrible stops, fixes Elphaba with a penetrating look.

MORRIBLE (CONT'D)

How long have you had this... talent?

ELPHABA

Talent? No. Something just-- comes over me, sometimes. Something I can't control... And when it does... *bad things happen.*

MORRIBLE

If you can learn to use your powers... in the *right* way...

Morrible, deeply moved, regards her new student--

MORRIBLE (CONT'D)

Oh, Miss Elphaba...

SONG: "THE WIZARD AND I"

MORRIBLE (CONT'D)

MANY YEARS I HAVE WAITED
FOR A GIFT LIKE YOURS TO APPEAR
WHY I PREDICT THE WIZARD
MIGHT MAKE YOU HIS
MAGIC GRAND VIZIER

ELPHABA

The Wizard!?

MORRIBLE

MY DEAR, MY DEAR
I'LL WRITE AT ONCE TO THE WIZARD
TELL HIM OF YOU IN ADVANCE
WITH A TALENT LIKE YOURS, DEAR
THERE IS A DEFIN-ISH CHANCE
IF YOU WORK AS YOU SHOULD
YOU'LL BE MAKING GOOD...

(then)

Welcome to Shiz!

Morrible smiles, leaves her.

Elphaba is now alone-- and thunderstruck, trying to absorb what just transpired.

ELPHABA

DID THAT REALLY JUST HAPPEN?
HAVE I ACTUALLY UNDERSTOOD?
THIS WEIRD QUIRK I'VE TRIED

TO SUPPRESS OR HIDE
 IS A *TALENT* THAT COULD
 HELP ME MEET THE WIZARD
 IF I MAKE GOOD
 SO I'LL MAKE GOOD...

Elphaba hop stones across a rivulet, Frogs leaping off the stones as she lands on the other side...

ELPHABA (CONT'D)
 WHEN I MEET THE WIZARD
 ONCE I PROVE MY WORTH
 AND THEN I MEET THE WIZARD
 WHAT I'VE WAITED FOR SINCE -- SINCE BIRTH!

She arrives at some steps, climbs them...

ELPHABA (CONT'D)
 AND WITH ALL HIS WIZARD WISDOM
 BY MY LOOKS, HE WON'T BE BLINDED
 DO YOU THINK THE WIZARD IS DUMB?
 OR LIKE MUNCHKINS, SO SMALL-MINDED?
 NO!

She finds a bench at the top of the steps... as Crickets jump out of her path...

ELPHABA (CONT'D)
 HE'LL SAY TO ME:
 "I SEE WHO YOU TRULY ARE
 A GIRL ON WHOM I CAN RELY!"
 AND THAT'S HOW WE'LL BEGIN
 THE WIZARD AND I...

She crosses into a garden in front of the library, alive with Ozian flowers swirling in the wind...

23A

EXT. SHIZ - ENTRANCE COURTYARD - LIBRARY GARDEN - DAY

23A

ELPHABA
 ONCE I'M WITH THE WIZARD
 MY WHOLE LIFE WILL CHANGE
 'CUZ ONCE YOU'RE WITH THE WIZARD
 NO ONE THINKS YOU'RE STRANGE!

Bees fly out from among the flowers.

ELPHABA (CONT'D)
 NO FATHER IS NOT PROUD OF YOU
 NO SISTER ACTS ASHAMED
 AND ALL OF OZ HAS TO LOVE YOU
 WHEN BY THE WIZARD, YOU'RE ACCLAIMED
 AND THIS GIFT -- OR THIS CURSE --
 I HAVE INSIDE

MAYBE AT LAST, I'LL KNOW WHY
 AS WE WORK HAND IN HAND
 THE WIZARD AND I!
 AND ONE DAY, HE'LL SAY TO ME:
 "ELPHABA, A GIRL WHO IS SO SUPERIOR
 SHOULDN'T A GIRL WHO'S SO GOOD INSIDE
 HAVE A MATCHING EXTERIOR?
 AND SINCE FOLKS HERE TO AN ABSURD DEGREE
 SEEM FIXATED ON YOUR VERDIGRIS
 WOULD IT BE ALL RIGHT BY YOU
 IF I DE-GREENIFY YOU?"

There's a kinetic wind-sculpture. She sees her reflection in multiple colors.

ELPHABA (CONT'D)
 AND THOUGH OF COURSE THAT'S
 NOT IMPORTANT TO ME
 "ALL RIGHT, WHY NOT?" I'LL REPLY

She joyfully spins the sculpture and the wind picks up.

ELPHABA (CONT'D)
 OH, WHAT A PAIR WE'LL BE
 THE WIZARD AND I...
 WHAT A PAIR WE'LL BE
 THE WIZARD AND--

The wind picks up. The flowers in the garden start to wave. She comes to an ancient, giant Wisteria tree.

Elphaba hears ECHOES OF CHEERS from somewhere far off. She crosses under the hanging branches to find another, larger sculpture, this one of the Wizard's head.

She stares into the moving sculpture, almost trancelike.

ELPHABA (CONT'D)
 UNLIMITED
 MY FUTURE IS UNLIMITED
 AND I'VE JUST HAD A VISION
 ALMOST LIKE A PROPHECY

She heads behind the sculpture, towards the source of the wind, which now sounds like-- applause.

23B

EXT. SHIZ - FIELD & EDGE OF CLIFF - DAY

23B

ELPHABA
 I KNOW -- IT SOUNDS TRULY CRAZY
 AND TRUE, THE VISION'S HAZY
 BUT I SWEAR, SOMEDAY THERE'LL BE
 A CELEBRATION THROUGHOUT OZ

THAT'S ALL TO DO--
WITH ME!

Elphaba crosses into an open field, the grass almost becoming the cheering crowd... Birds take flight around her.

Elphaba runs through this "cheering crowd," drinking in this "acclaim," this *celebration* happening (in nature) around her.

ELPHABA (CONT'D)

AND I'LL STAND THERE WITH THE WIZARD
FEELING THINGS I'VE NEVER FELT
AND THOUGH I'D NEVER SHOW IT
I'LL BE SO HAPPY, I COULD MELT
AND SO IT WILL BE
FOR THE REST OF MY LIFE
AND I'LL WANT NOTHING ELSE
TILL I DIE
HELD IN SUCH HIGH ESTEEM
WHEN PEOPLE SEE ME, THEY WILL SCREAM
FOR HALF OF OZ'S FAV'RITE TEAM:

Elphaba looks into the distant horizon. We see she's standing at the edge of a dramatic cliff overlooking waves that are made of not water but sand, moving with the wind. *This is the very edge of Oz.* She takes in the exhilarating sight.

ELPHABA (CONT'D)

THE WIZARD--
AND I!

As Elphaba walks away, blowing leaves and flowers whip past her and fly off the edge of the cliff, fluttering down towards the sandy shore below.

23C **INT. SHIZ - DORMITORY CORRIDOR - EVENING**

23C

Elphaba looks around at the room numbers, looking for hers. She spots the right door, lets herself in--

24 **INT. SHIZ - THE GIRLS' DORM ROOM - EVENING**

24

Elphaba's POV: Galinda. The two girls regard each other warily, like two natural enemies in the wild. Then Elphaba pushes brusquely past her into the room. She surveys Galinda's fluffy possessions-- nearly everywhere.

ELPHABA

Do you really think this is fair?

GALINDA

I do *not*, as I was promised a private suite. But thanks for asking!

Elphaba moves toward Galinda, who backs away uneasily.
Elphaba moves past Galinda, towards the balcony door...

ELPHABA
(her patience fraying)
I'm just shutting the door!

Galinda moves peremptorily to the door.

GALINDA
Oh, do you mind leaving it open? I
so enjoy... air!

Galinda eyes Elphaba with carefully feigned casualness--

GALINDA (CONT'D)
I saved you some space, by the way.

Galinda gestures grandly to one corner: where there's a
diminutive daybed next to a tiny table with one drawer.

GALINDA (CONT'D)
(as if she's been thanked)
It was nothing. Roommates do these
things for each other.

As Galinda continues, Elphaba goes to her bed. Sits.

GALINDA (CONT'D)
For instance, and this is just an
example, I could lend you some
clothes, til your luggage arrives.
(Elphaba stares at her)
Since you've-- nothing to wear.

ELPHABA
(just honest)
I'll have nothing to wear even
after my luggage arrives.

GALINDA
And in return, perhaps you could--
let's see-- put in a good word for
me? With Madame Morrible? Deal?

Elphaba decides to ignore this. Galinda studies her. Then--

GALINDA (CONT'D)
That was you. Down there. Who made
all that happen.

Elphaba grows uncomfortable.

ELPHABA
You heard Madame Morrible.

Galinda moves closer to Elphaba, fascinated.

GALINDA
How did you do it? Tell me.
(Elphaba doesn't answer)
Please? I can keep a secret.
(still nothing)
Fine. Be that way. But it's a *bit*
selfish on your part, I asked
really nicely, plus, I saved you a
drawer--

ELPHABA
I don't know! I'VE NEVER KNOWN!

Suddenly the DOOR SLAMS SHUT, a pane of glass cracks, then shatters. Galinda stares at it, then-- at Elphaba.

ELPHABA (CONT'D)
There. A compromise.

25 **EXT. SHIZ - DORM - LATER THAT NIGHT** 25

All of the windows in the dorm go dark one by one as happy new ROOMMATES click off their lights for the night. All but one. In that last window, A PINK LIGHT GOES ON--

26 **INT. SHIZ - GIRLS' DORM ROOM - NIGHT** 26

By the glow of her pink Ozian lamp, Galinda writes at her bedside table. She darts a glance over to: Elphaba's bed, then resumes writing, muttering--

GALINDA
Dearest darlingest Momsie and
Popsical...

And now we see, Elphaba too, is surreptitiously writing home; also muttering to herself--

ELPHABA
"My dear Father... Thank you for
agreeing to let me stay."

GALINDA
"Guess what?"

ELPHABA
"In regards to your request that I
move in with Nessa--"

GALINDA

"I can't hear your guesses because
this is a letter."

ELPHABA

"I know she wouldn't want me to--"
(crosses that out)
"I know how much she wants to be--"
(crosses that out)

GALINDA

"So I'll just tell you."

Both girls pause: *how to phrase this--?*

SONG: "WHAT IS THIS FEELING?"

As both girls quietly, yet urgently, compose their letters...

ELPHABA/GALINDA

THERE'S BEEN SOME CONFUSION
OVER ROOMING HERE AT SHIZ

ELPHABA

BUT OF COURSE, I'LL CARE FOR NESSA

GALINDA

BUT OF COURSE, I'LL RISE ABOVE IT

ELPHABA/GALINDA

FOR I KNOW THAT'S HOW YOU'D WANT ME
TO RESPOND
YES, THERE'S BEEN SOME CONFUSION FOR YOU
SEE, MY ROOM-MATE IS...

GALINDA

(searches for words)
UNUSUALLY AND EXCEEDINGLY PECULIAR
AND ALTOGETHER QUITE IMPOSSIBLE TO
DESCRIBE...

Elphaba, too, struggles to describe her roommate. Finally:

ELPHABA

BLONDE.

Both girls sign their letters.

We see them from above, in their respective beds, unable to sleep. Galinda, in a frilly pink nightie, turns off (in Ozian manner) her pink bedside night-lamp. Elphaba, clad in worn underthings, punches her pillow. Both girls suddenly fling off their covers, as if hot--

GALINDA
 WHAT IS THIS FEELING
 SO SUDDEN AND NEW

ELPHABA
 I FELT THE MOMENT
 I LAID EYES ON YOU

They toss and turn on their beds--

GALINDA
 MY PULSE IS RUSHING...

ELPHABA
 MY HEAD IS REELING..

GALINDA
 MY FACE IS FLUSHING...

BOTH
 WHAT IS THIS FEELING?
 FERVID AS A FLAME
 DOES IT HAVE A NAME?

Both sit up, experiencing a private, astounding *revelation...*

BOTH (CONT'D)
 YES!
 LOATHING!

They rise, energized-- and come face to face in the middle of the room-- what a relief to *admit it!*

BOTH (CONT'D)
 UNADULTERATED LOATHING!

GALINDA
 FOR YOUR FACE...

ELPHABA
 YOUR VOICE...

GALINDA
 YOUR CLOTHING...

Each studies the other, marvels at the depth of revulsion--

BOTH
 LET'S JUST SAY-- I LOATHE IT ALL!

Elphaba moves to Galinda's side and turns off the pink lamp. Galinda is pissed. This is war.

27

INT. SHIZ - GIRLS' DORM ROOM - MORNING

27

Elphaba awakes to find herself surrounded by GALINDA'S STUFF.

GALINDA
EV'RY LITTLE TRAIT, HOWEVER SMALL

As Elphaba struggles to get through this pink barricade--

ELPHABA
MAKES MY VERY FLESH BEGIN TO CRAWL

BOTH
WITH SIMPLE UTTER LOATHING

Elphaba emerges disheveled and furious to find Galinda serenely putting the final touches on her perfect look--

BOTH (CONT'D)
THERE'S A STRANGE EXHILARATION
IN SUCH TOTAL DETESTATION
IT'S SO PURE! SO STRONG!

Galinda exits with a smug smile--

28

INT. SHIZ - GIRLS' DORM ROOM - LATER THAT DAY

28

Galinda enters with Pfannee and ShenShen to find:

HER PINK BELONGINGS now piled haphazardly on Galinda's side of the room.

Elphaba emerges from the balcony, smiles her own smug smile--

BOTH
THOUGH I DO ADMIT IT CAME ON FAST
STILL I DO BELIEVE THAT IT CAN LAST
AND I WILL BE LOATHING LOATHING YOU
MY WHOLE LIFE LONG!

Elphaba exits, slamming the door, causing the pile of precious pink stuff to crash down and go everywhere--

Galinda's anger boils over into a scream, as we CUT TO:

29

EXT. SHIZ - QUAD/JUST OUTSIDE DINING HALL - DAY

29

Galinda confidently strides towards the dining hall, trailed by her many friends.

STUDENTS
DEAR GALINDA YOU ARE JUST TOO GOOD
HOW DO YOU STAND IT? I DON'T THINK I COULD!
SHE'S A TERROR! SHE'S A TARTAR!

WE DON'T MEAN TO SHOW A BIAS
BUT GALINDA, YOU'RE A MARTYR!

GALINDA

WELL--

Galinda stops at the entrance to the dining hall, turns back to her friends--

GALINDA (CONT'D)

THESE THINGS ARE SENT TO TRY US!

Galinda realizes they're all staring past her, through the glass. She spins around, to see what they're staring at:

GALINDA'S POV: ELPHABA, in the dining hall.

As the Students enter the dining hall...

STUDENTS

POOR GALINDA, FORCED TO RESIDE
WITH SOMEONE SO DISGUSTIKAFIED
WE JUST WANT TO TELL YOU: WE'RE ALL ON YOUR
SIDE!

30

INT. DINING HALL - CONTINUOUS

30

Elphaba looks up from getting her food, to find Galinda and company all staring coldly at her.

STUDENTS

WE SHARE YOUR--

Elphaba tries to find a seat, but people keep sitting where she's about to sit.

GALINDA AND ELPHABA

WHAT IS THIS FEELING?
SO SUDDEN AND NEW?
I FELT THE MOMENT
I LAID EYES ON YOU
MY PULSE IS RUSHING
MY HEAD IS REELING
OH, WHAT IS THIS FEELING?
DOES IT HAVE A NAME? YES...
AHHH...

STUDENTS (CONT'D)

LOATHING
UNADULTERATED LOATHING FOR
HER FACE, HER VOICE HER
CLOTHING
LET'S JUST SAY:
WE LOATHE IT ALL! EV'RY
LITTLE TRAIT HOWEVER SMALL
MAKES OUR VERY FLESH BEGIN TO
CRAWL AHHH...

ALL

AHHH--!

Finally Elphaba, defiant, plunks herself down right opposite Galinda. Galinda's pals, anticipating unpleasantness, take off, leaving the two roommates to deal with each other.

31 **INT. / EXT - SHIZ CLASSROOM / SPORTS AREA (INTERCUT)** 31

GALINDA AND ELPHABA	STUDENTS
LOATHING	
THERE'S A STRANGE	LOATHING!
EXHILARATION	LOATHING!
IN SUCH TOTAL DETESTATION	LOATHING!
IT'S SO PURE, SO STRONG!	SO STRONG!

ELPHABA/GALINDA
THOUGH I DO ADMIT IT CAME ON FAST
STILL I DO BELIEVE THAT IT CAN LAST

32 **EXT. SHIZ CAMPUS - QUAD - DAY** 32

Galinda, along with virtually the entire student body,
dances, claiming her victory--

GALINDA AND ELPHABA	STUDENTS
AND I WILL BE LOATHING FOR	LOATHING
FOREVER LOATHING TRULY,	LOATHING
DEEPLY LOATHING YOU	LOATHING, LOATHING YOU!
MY WHOLE LIFE LONG!	

Suddenly Galinda spots Elphaba, up above, at the entrance to
Morrible's quarters, being greeted by Morrible--

STUDENTS (CONT'D)
LOATHING! UNADULTERATED LOATHING!

33 **INT. SHIZ - GIRLS' DORM ROOM - EVENING** 33

Galinda enters their room, relieved to find herself alone,
until-- Elphaba pops out at her from the balcony--

ELPHABA
Boo.

Galinda YELPS. Elphaba CACKLES.

33A **EXT. SHIZ - QUAD - EARLY MORNING** 33A

Students rush across campus to get to class on time.

34 **INT. SHIZ - DR. DILLAMOND'S CLASSROOM - DAY** 34

Elphaba enters the History class. As Students, including
Galinda, Pfannee, ShenShen, Boq and Nessa take their seats...

AVARIC (attractive, bookish) goes to take the open seat next
to Nessa, but another STUDENT sits there first, as--

DILLAMOND (O.S.)
Settle down, ladies and gentlemen;
settle down now--!

Doctor Dillamond enters...

DILLAMOND (CONT'D)
I have read your most recent
essays, and I am amazed to report
some progress. Although some of us
still tend to favor form over
content--
(hands Galinda her paper)
Miss *Glllinda*.

GALINDA
It's Ga-linda. With a "Ga."

DILLAMOND
Yes, of course.
(he tries, but...)
Glllinda.

GALINDA
(huffily)
I don't see what the problem is--
every other professor manages to
pronouncify my name.

ELPHABA
Maybe the pronuncifi-cation of your
precious name is not the sole focus
of Doctor Dillamond's life. Maybe
he's not like every other
Professor, maybe some of us are
different!

Nessa shoots her sister a look: *quiet!*

GALINDA
It seems the artichoke is *steamed*.

Everyone LAUGHS; Boq LAUGHS a beat too long. Nessa clocks
Boq's amusement, starts to LAUGH with him, but then-- she
sees Elphaba's hurt expression and quickly stops herself.

DILLAMOND
We Goats lack upper front teeth.
Which accounts for the
mispronunciation, Miss-- *Glllinda*.

Using an Ozian slide projector (involving mirrors and sunlight coming through a hole in a window shade) Dillamond shows them A SUCCESSION OF IMAGES: Animals, contributing to Ozian society, alongside humans.

On one slide, A FROG AND A RABBIT SCIENTIST, IN GOGGLES AND LAB COATS, CONDUCT AN EXPERIMENT. In the last slide, we see A MUCH YOUNGER DILLAMOND, IN SHIZ HALL, LECTURING TO HUMAN AND ANIMAL STUDENTS-- as WE HEAR:

DILLAMOND (CONT'D)

Some of us are different. And there was a time, before you were born, when life in Oz was different. When one could walk these halls, and hear-- a Snow Leopard, solving an equation, or an Antelope, explicating a sonnet. So... when, and *why*-- did this change?

Elphaba raises her hand.

ELPHABA

From what I've read, it began with the Great Drought.

DILLAMOND

Precisely. Food grew scarce. When people are hungry, and-- angry, they begin to look for--

ELPHABA

Someone to blame. [Alt: A scapegoat.]

Elphaba's eyes meet Dillamond's. Galinda raises her hand.

DILLAMOND

Yes, Miss *Glllll*--

GALINDA

It's *GA*-linda. And why can't you just teach us history, instead of always harping on the past?

Other students, except Elphaba, MURMUR their agreement.

DILLAMOND

Because we cannot escape the past. And we ignore it at our own peril. The past helps explain our present circumstances. For instance, if we examine this timeline--

He flips the chalkboard over: The entire CLASS GASPS.

SCRAWLED IN BLOOD RED PAINT ACROSS DILLAMOND'S TIMELINE:
"animals should be seen and not heard."

Dillamond, shaken, stares at the disturbing words. Elphaba, horrified, looks from the words, to her teacher...

DILLAMOND (CONT'D)
 Who is responsible for this?

He waits. Elphaba's anger grows as the shocked students look at each other, silent, uncomfortable; until finally--

DILLAMOND (CONT'D)
 Very well, class dismissed.

Elphaba looks like she's going to explode. Seeing this, Nessa anxiously puts her hand on Elphaba-- when suddenly-- CRASH! Everyone jumps!

Dillamond has backed into his desk, a vase holding an array of poppies has fallen-- and lies shattered on the floor.

DILLAMOND (CONT'D)
 I said *class dismissed!*

The students scramble out of there, except for Elphaba. She quietly gathers the poppies that fell from his desk.

ELPHABA
 Your lovely poppies!

Elphaba carefully gathers them up, sees a watering can, on his window ledge, places the poppies in it...

DILLAMOND
 (still shaken)
 Thank you, you're very kind.
 (re: poppies)
 They're my favorite. They keep me cheerful... in these dark times.

She glances again at those awful words on the board, as Dillamond opens a cupboard, takes out a little broom...

DILLAMOND (CONT'D)
 Miss Elphaba-- please. Go and join your friends

ELPHABA
 It's alright, I have no friends.

He can't help but LAUGH. Then...

DILLAMOND
Well. Maybe... one.

He smiles. She smiles back. He starts to sweep up the broken glass as Elphaba walks past the blood red words... and exits.

MORRIBLE (PRE-LAP)
Try again.

35

INT. SHIZ - MORRIBLE'S QUARTERS - DAY

35

Elphaba stands in front of a table with an Ozian coin placed on it. Morrible, nearby, provides quiet guidance...

MORRIBLE
Eyes shut. Toes clenched. Are your
toes clenched?

ELPHABA
I-- think so.

MORRIBLE
And picture it. Are you picturing?

Elphaba nods... eyes shut... clenching... picturing...

MORRIBLE (CONT'D)
Now... levitate the coin.

Elphaba takes a deep breath... *tries*. Then-- opens her eyes: The coin hasn't budged. Elphaba slams the table with her fist in frustration. Morrible grabs her hand, concerned, motherly.

MORRIBLE (CONT'D)
I hear there was an unfortunate
disturbance in Doctor Dillamond's
class today. That must have been
distressful for you.

Elphaba nods, relieved: *she understands*.

ELPHABA
Someone wrote those horrendible
words, on *purpose*, for him to see--
I just wish--

She breaks off, pacing now, fists clenched, rage building--

MORRIBLE
(egging her on)
What. *You wish-- what?*

ELPHABA

That there was *something I could do!* Because no one should be--

Elphaba breaks off, stares at the coin, like she's thinking-- *if only I could levitate that, maybe I could do something.*

MORRIBLE

No one should be what?

ELPHABA

Scorned, or laughed at, or looked down upon, or told to *stop jabbering AND KEEP QUIET!*

The coin suddenly FLIES from the table at high speed, like a BULLET, smashing into the mirror on Morrible's mantle.

Madame Morrible stares at her with admiration. Even... awe.

MORRIBLE

Remarkable. Absolutely remarkable.

Elphaba stares at the shattered glass, shocked.

MORRIBLE (CONT'D)

Once you *learn to harness your emotions... the sky's the limit.*

Elphaba absorbs this. Inspired by it.

36

EXT. SHIZ - QUAD - DUSK

36

Elphaba exits Morrible's quarters, lost in thought, heading back to her dorm when she catches sight of:

Doctor Dillamond, hurriedly crossing the quad.

ELPHABA

Doctor Dillamond! Did you find out who--

But he either doesn't hear or is too intent on where he's going to stop... He races off. She rushes after him.

37

EXT. OUTSKIRTS OF SHIZ CAMPUS - DUSK

37

Elphaba, breathless, approaches a remote area of campus, passing a dilapidated sign: "Faculty Housing -- ANIMAL."

Nestled amongst a few small, odd buildings that have fallen into disrepair, Elphaba finds... one light on, in one house.

INT./EXT. DILLAMOND'S DWELLING - DUSK

Elphaba approaches, hesitates-- is about to knock when she hears her teacher's voice:

DILLAMOND (O.S.)
This is much bigger than just some words on a chalkboard.

Elphaba freezes, listens--

DILLAMOND (CONT'D)
We Animals are now being blamed for *everything* that goes wrong. Forced from our jobs. Told to keep silent.

Elphaba moves to the window, peers through the crack in the curtain. (She hears snippets, sees only pieces...)

ELPHABA'S POV: Dillamond huddles with the Bird Professor, and other Animals: a LEOPARD, a DEER, an OWL, a FROG, TAMARIN, and a SQUIRREL, all speak in tense, urgent WHISPERS...

DEER
We can still converse in private, thank Oz.

LEOPARD
Not after dark. Not without a speech permit.

Outside, Elphaba is troubled by what she's hearing...

DILLAMOND
A dear friend of mine--

DEER
A Deer?

DILLAMOND
A Cow, actually. She's been speaking out, at protests, and recently wrote me, asking to meet at a cafe. She said it was urgent... That day, I was shown to their new *non-speaking section*.

Dillamond, using an Ozian contraption, lights his pipe...

BIRD
And? What did your Deer friend--

SQUIRREL/FROG
Cow--

LEOPARD
What did she tell you?

DILLAMOND
She never showed. And no one's seen
her since.

A silence, as this sinks in. Then...

TAMARIN
Yesterday a Badger acquaintance, a
solicitor, was sacked. Just for
arguing a case!

OWL
Who?

DILLAMOND
At least he can still argue.

LEOPARD
What do you mean??

Dillamond puffs his pipe. Then looks back at them, grave.

Outside, Elphaba is riveted...

SONG: "SOMETHING BAD"

DILLAMOND
I'VE HEARD OF AN OX
A PROFESSOR FROM QUOX
NO LONGER PERMITTED TO TEACH
WHO HAS LOST ALL POWERS OF SPEECH!

Shocked by this, the Bird, Deer, Tamarin, Owl, Leopard,
Squirrel and Frog all MURMUR to each other...

Outside, Elphaba, also deeply shaken by this, peers closer--

DILLAMOND (CONT'D)
AND AN OWL IN MUNCHKIN ROCK
A VICAR WITH A THRIVING FLOCK
FORBIDDEN TO PREACH
NOW HE ONLY CAN SCREECH
ONLY RUMORS -- BUT STILL --
ENOUGH TO GIVE PAUSE
TO ANYONE WITH PAWS
SOMETHING BAD IS HAPPENING IN OZ--

As the other Animals MURMUR anxiously:

ANIMALS
SOMETHING BAD, HAPPENING IN--

LEOPARD

That's it! I'm leaving Oz! While I
can still speak the word "goodbye."

DEER

Leave Oz?

The Owl, Tamarin, Squirrel and Frog all react, alarmed.

Outside, Elphaba, equally shocked, takes a step backwards,
steadies herself against the window for a moment. And then--

AN IMAGE FLASHES before her eyes in BLACK AND WHITE: it looks
like a barnyard. Animals, unclothed, fenced in, emitting
PLAINTIVE SOUNDS...

Elphaba GASPS. Then, she blinks, coming back to reality,
confused and troubled by what she's just seen.

Inside, hearing her gasp, the Animals freeze-- ears twitch,
fur and feathers stand at attention. Dillamond moves swiftly
to his door, sticks his head out, and sees...

DILLAMOND

Miss Elphaba?! What are you doing
here?

Before she can respond, he looks around; motions her inside.

Elphaba enters and is startled to find: The other Animals are
gone-- the back window flung open. Dillamond quickly shuts
it, drawing the curtains.

ELPHABA

Doctor Dillamond, what you were
describing just now-- could
something like that really happen?

He regards her, his wise eyes grave.

DILLAMOND

It *is* happening.

He removes his spectacles to clean them, drops them, rattled.
Elphaba picks them up, hands them to him. Their eyes meet.

DILLAMOND (CONT'D)

If you make it discouraging enough,
you can keep anyone silent.

ELPHABA

But, Doctor Dillamond, if Animals--

DILLAMOND

Shhh!

There's a SOUND-- is someone out there? Elphaba rushes to the window and peeks out: Sees nothing. But Dillamond's nervous.

DILLAMOND (CONT'D)

You'd better go.

He moves to the door. She follows him, then--

ELPHABA

If Animals are losing the ability
to speak-- leaving Oz-- *someone's
got to tell the Wizard.*

DILLAMOND

Listen to me. You cannot tell
another soul what you've heard and
seen here tonight!

ELPHABA

But-- that's why we have a Wizard!
(sings softly)

SO NOTHING BAD

He looks at her. And actually appears to be considering this. Or is he just trying to mollify her--?

DILLAMOND

Perhaps you're right.

BOTH

NOTHING ALL THAT BAD
NOTHING TRULY--

DILLAMOND

(suddenly BLEATS)

BAAAAAD.

They're both completely unnerved by this frightening, unfamiliar sound. The Goat CLEARS HIS THROAT, tries to cover--

DILLAMOND (CONT'D)

Sorry. I must be-- catching a cold.

She nods, troubled. He opens the door, she starts out, turns back; something makes her say...

ELPHABA

Oz bless you, Doctor Dillamond.

He abruptly shuts the door.

OUTSIDE, ELPHABA STANDS THERE, her head reeling with everything she's witnessed, she SINGS SOFTLY TO HERSELF...

ELPHABA (CONT'D)
IT COULDN'T HAPPEN HERE
IN OZ

39

EXT. OUTSKIRTS OF SHIZ CAMPUS - NIGHT

39

As Elphaba heads back towards her dorm, THE WIND PICKS UP AROUND HER. Spooked, she glances around-- is she being followed? She listens. Is that someone WHISPERING, or just the leaves? Suddenly-- HOOF BEATS! She looks up--

A powerful multicolored HORSE is galloping straight towards her, about to trample her!

Elphaba leaps out of the way, stumbles, falls into a thicket--

The Horse stops short, turns to his rider, a strikingly beautiful young man in casual (yet princely) attire: FIYERO TIGELAAR.

HORSE
(to Fiyero)
I didn't see her!

FIYERO
Nor did I--

Fiyero dismounts, goes to Elphaba--

FIYERO (CONT'D)
I'm sorry, Miss, we didn't--

She looks up, the moonlight hits her face, he's taken aback by the green-- but not judgmental. He holds out his hand--

FIYERO (CONT'D)
--see you. You must've-- blended in
with the foliage.

She scrambles to her feet, leaving his hand untouched, brushes herself off, as, to cover her self-consciousness--

ELPHABA
Is this how you go through life,
running amok, nearly trampling
anyone in your path?

FIYERO
Well, sometimes I'm asleep.

He studies her. She sighs--

ELPHABA

Here we go...

ELPHABA (CONT'D)
No, I'm not seasick!

FIYERO
Me either.

ELPHABA (CONT'D)
Nor did I eat grass, as a
child!

FIYERO (CONT'D)
You didn't? I did.

ELPHABA (CONT'D)
And yes, I've always been
green!

FIYERO (CONT'D)
And the defensiveness--? Is
that a recent development?

Elphaba looks at him a moment then turns, and stalks off.
Fiyero WHISTLES a distinctive whistle, and his Horse
immediately comes over to him, then... WHISPERS to him.

FIYERO (CONT'D)
(to the Horse)
I'll ask.
(calling out to Elphaba)
I'm off for more trampling; may we
offer you a ride?

ELPHABA
(without looking back)
Get stuffed.

FIYERO
(to his Horse)
Well, Feldspur, we've been spurned
by a girl. I guess there's a first
time for everything!

He climbs on. They gallop past Elphaba. She watches them go--

40

EXT. SHIZ - QUAD - DAY

40

--SLAP! An OZIAN PAPERBOY drops a stack of newspapers:

"PRINCE FIYERO OF WINKIE COUNTRY SPOTTED AT SHIZ!"

A FAST-PACED MONTAGE of sound and images as we follow the
news of Fiyero's arrival getting passed along campus with an
upbeat, rhythmic feel:

--SWICK! The boy cuts the twine. WHOOSH. The wind picks up a
single newspaper, which floats away until--

--SWACK! STUDENT 1 catches it in the air. DING! He tosses an
Ozian coin at the Paperboy and reads as he walks until--

--The wind grabs it, and as Boq rides by on an Ozian bicycle, it gets caught in the spokes -- FUP, FUP, FUP -- Boq pulls it out, surprised by the headline, but then--

--Pfannee and ShenShen walk by, SEE FIYERO'S PICTURE, grab the newspaper out of his hands.

--ShenShen and Pfannee yank the paper back and forth until the wind grabs it again, and it flies UP, UP, UP, and the RHYTHM CRESCENDOS all the way to...

--the open dorm-room window, where Galinda is greeting the day. SMACK! The paper hits her in the face. She peels it off, annoyed, but then instantly riveted...

--In the last beats of the rhythm, we speed through Galinda feverishly prepping herself: makeup, eyes, hair, and...

SMASH TO:

41

EXT. SHIZ - QUAD - DAY

41

Galinda explodes out the door, dressed to the nines, surveying her surroundings like a shark seeking out its prey.

She sees a group of Students WHISPERING. Then-- she spots Fiyero. He's studying a campus map, seemingly oblivious to those Students stealing glances at him. As Pfannee, ShenShen and a few others edge hesitantly towards Fiyero--

Galinda strides right up to him, like they know each other.

GALINDA

Were you looking for something? Or-- someone?

He looks at her, first confused, then amused.

FIYERO

No, I was... what was I doing?

GALINDA

How should I know?

FIYERO

Our first fight.

They assess each other, pleased by what they see.

GALINDA

Well, I promised to give a guided tour to any recently arrived students, so...

(MORE)

GALINDA (CONT'D)
 (as if just realizing)
 Oh, wait... are you...?

FIYERO
 I am. Though I'm sure I won't last
 longer at this school than at any
 of the others.

She smiles her Galinda smile.

GALINDA
 But *I* wasn't at any of your other
 schools.

He smiles back.

42

INT. SHIZ UNIVERSITY LIBRARY - DAY

42

Elphaba, seated alone with her sister at a study table, looks
 up from her history textbook, whispers, to Nessa:

ELPHABA
 I met the rudest person last night.

But Nessa is preoccupied, glancing surreptitiously over at--
 Boq, who is searching the stacks...

NESSA
 Uh-huh.

As Elphaba watches, Avaric approaches Nessa's table, points
 to an open chair--

AVARIC
 May I?

Nessa pulls her attention from Boq, nods yes to Avaric.

AVARIC (CONT'D)
 I'm Avaric. From history.

They share a smile, then... Nessa glances back at Boq.

AVARIC (CONT'D)
 The class?

Nessa looks back at Avaric, distracted.

NESSA
 What? Oh. Yes.

...just as Galinda enters, with Fiyero...

GALINDA

And this is the-- book place!

Students look up, notice Fiyero-- AN EXCITED BUZZ STARTS UP.

ELPHABA

(to Nessa)

And there he is, with Galinda of course. They deserve each other.

BACK ON GALINDA AND FIYERO:

GALINDA

There's a collection of rare books, somewhere... and I guess some medium-rare books too...

Fiyero is checking out the female students...

FIYERO

I see! So many to choose from.

As Fiyero checks out girls, his eyes accidentally meet Elphaba's. He recognizes her, starts to wave hello-- but Elphaba quickly looks away. Flustered, she takes refuge in the Alchemy section, as Galinda guides Fiyero into...

ANOTHER SECTION. They're alone, except for Boq, who climbs a nearby library ladder, pretending to peruse an upper shelf.

FIYERO (CONT'D)

What do you do for fun around here?

GALINDA

Nothing. Until now.

FIYERO

Ever been to the Ozdust Ballroom?

GALINDA

(impressed)

But isn't it somewhat-- exclusive?
I mean illegal? I mean--
scandalacious?

Galinda tosses her hair again, possibly hitting herself a little too hard in the face, in her excitement.

FIYERO

It's all of those things! Also not far from here. Another plus!

He notices Boq, at his eye level, on the ladder.

FIYERO (CONT'D)
 (to Boq)
 Right?
 (friendly)
 Fiyero Tigelaar. Winkie Country.

Boq's a bit thrown by his hard-to-resist friendliness--

BOQ
 Boq Woodsman. Of Munchkinland.

They shake, Boq nearly falls. Fiyero helps him down, as...

GALINDA
 (to Fiyero; more hair
 tossing)
 What were you saying, about the
 Ozdust, and *fun*, and *you and me*...?

Boq tries desperately to derail their fledgling plans--

BOQ
 Unfortunately it's against Shiz
 rules to go into town after dark...

FIYERO
 Well, I see that, once again, the
 responsibility to corrupt my
 fellow students falls... to me.

He throws an arm around his new pal, Boq, moves off with him,
 Galinda hurries after them--

SONG: "DANCING THROUGH LIFE"

FIYERO (CONT'D)
 (to Boq)
 THE TROUBLE WITH SCHOOLS IS
 THEY ALWAYS TRY TO TEACH THE WRONG LESSON
 BELIEVE ME, I'VE BEEN KICKED OUT
 OF ENOUGH OF THEM TO KNOW
 THEY WANT YOU TO BECOME LESS CALLOW
 LESS SHALLOW
 BUT I SAY: WHY INVITE STRESS IN?
 STOP STUDYING STRIFE
 AND LEARN TO LIVE 'THE UNEXAMINED LIFE'

Fiyero hops onto a table...

FIYERO (CONT'D)
 DANCING THROUGH LIFE
 SKIMMING THE SURFACE
 GLIDING WHERE TURF IS SMOOTH
 LIFE'S MORE PAINLESS

FOR THE BRAINLESS
WHY THINK TOO HARD?
WHEN IT'S SO SOOTHING

Books are shutting, tumbling off shelves-- tossed aside--

FIYERO (CONT'D)
DANCING THROUGH LIFE
NO NEED TO TOUGH IT
WHEN YOU CAN SLUFF IT OFF AS I DO
NOTHING MATTERS
BUT KNOWING NOTHING MATTERS
IT'S JUST LIFE
SO KEEP DANCING THROUGH...

Fiyero leaps into a circular book-case... as Elphaba, unable to concentrate, slams her Alchemy book shut.

ELPHABA
What are you doing?!

Various Students SHUSH her, as--

GALINDA
(to Elphaba)
Do you mind? Some of us are trying
to learn something?!

FIYERO
DANCING THROUGH LIFE
SWAYING AND SWEEPING
AND ALWAYS KEEPING COOL
LIFE IS FRAUGHT LESS
WHEN YOU'RE THOUGHTLESS
THOSE WHO DON'T TRY
NEVER LOOK FOOLISH
DANCING THROUGH LIFE
MINDLESS AND CARELESS
MAKE SURE YOU'RE WHERE LESS
TROUBLE IS RIFE
WOES ARE FLEETING
BLOWS ARE GLANCING
WHEN YOU'RE DANCING...
THROUGH LIFE...

The Librarian tries to restore order, but Fiyero tosses her a romance novel. She starts to read it, becomes engrossed; as--

FIYERO (CONT'D)
LET'S GO DOWN TO THE OZDUST BALLROOM
WE'LL MEET THERE LATER TONIGHT
WE CAN DANCE TILL IT'S LIGHT
FIND THE PRETTIEST GIRL
GIVE 'ER A WHIRL

RIGHT ON DOWN TO THE OZDUST BALLROOM
 COME ON-- FOLLOW ME
 YOU'LL BE HAPPY TO BE THERE...

ALL
 DANCING THROUGH LIFE
 DOWN AT THE OZDUST...

FIYERO
 IF ONLY BECAUSE DUST
 IS WHAT WE COME TO...

ALL
 NOTHING MATTERS
 BUT KNOWING NOTHING MATTERS
 IT'S JUST LIFE...

STUDENTS
 AHHHH...

FIYERO
 SO KEEP DANCING THROUGH...

Galinda, breathless from dancing (and from proximity to Fiyero) fans herself.

BOQ
 Galinda--?

He offers her a handkerchief. She takes it, dabs her face, then offers it back to him, he shakes his head--

BOQ (CONT'D)
 Keep it, I've got many.
 (beat)
 I cry a lot.

Boq immediately regrets this admission, gathers his nerve--

BOQ (CONT'D)
 I hope you'll save a dance for me
 tonight. I'll be right there.
 Waiting. All night.

GALINDA
 Oh-- that's so kind, Bick.

BOQ
 Technically it's Boq.

Galinda hesitates. She doesn't want to hurt his feelings but... just then, Galinda notices Nessa, at the other end of the library, and a lightbulb goes off.

GALINDA

But you know what would be even kinder?

(pointing to Nessa)

SEE THAT TRAGIC'LY BEAUTIFUL GIRL
THE ONE IN THE CHAIR
IT SEEMS SO UNFAIR
WE SHOULD GO ON A SPREE
AND NOT SHE
GEE--
I KNOW SOMEONE WOULD BE MY HERO
IF THAT SOMEONE WERE
TO GO INVITE HER...

BOQ

Well, maybe *I* could invite her.

GALINDA

OH, BICK, REALLY?
YOU WOULD DO THAT FOR ME?

BOQ

I would do anything for you.

Boq rushes off. Galinda exhales, relieved. She turns: there's Fiyero, watching her. Appreciating her moves.

FIYERO

(game recognizes game)
You're good.

GALINDA

It was nothing. I love helping others. Oh, and I happen to be free tonight. After all--
(sings)

NOW THAT WE'VE MET ONE ANOTHER...

FIYERO/GALINDA

IT'S CLEAR WE DESERVE EACH OTHER

GALINDA

YOU'RE PERFECT...

FIYERO

YOU'RE PERFECT...

BOTH

SO WE'RE PERFECT TOGETHER
BORN TO BE FOREVER...
DANCING THROUGH LIFE!

Galinda and Fiyero exit the library together.

43 OMITTED 43

44 INT. SHIZ UNIVERSITY LIBRARY - ANOTHER PART - CONTINUOUS 44

Elphaba, annoyed, picking up scattered books, glances up to see: Boq, waving goodbye, to a beaming Nessa--

Elphaba goes over to her. Nessa turns to her, in happy shock.

NESSA

That perfectly adorable Munchkin boy finally asked me out!

ELPHABA

Oh Nessa...! I had a feeling Avaric was interested!

NESSA

Who? Oh, no, not Avaric. *Boq!*

ELPHABA

Oh.

NESSA

Elphaba, he's everything I ever wanted!

ELPHABA

Well-- good! I just thought--

NESSA

He said he was too shy to ask me, at first, but then, Galinda emboldened him--

ELPHABA

What? *Galinda?!*

But Nessa won't tolerate any more Galinda bashing--

NESSA

Don't! Don't you dare say another word against her! I'm about to have the happiest night of my life, thanks to Galinda!

(sings)

FIN'LLY FOR THIS ONE NIGHT
I'M ABOUT TO HAVE A FUN NIGHT
WITH THIS MUNCHKIN BOY
GALINDA FOUND FOR ME
AND I ONLY WISH THERE WERE
SOMETHING I COULD DO FOR HER
TO REPAY HER

ELPHABA, SEE?
 WE DESERVE EACH OTHER
 AND GALINDA HELPED IT COME TRUE
 WE DESERVE EACH OTHER
 ME AND BOQ...

Please, Elphaba, try to understand.

Elphaba, seeing her joy, takes Nessa's hand; reminding us of that moment when Little Elphaba held her baby sister's hand.

ELPHABA

I DO.

OFF ELPHABA, her surprise and emotion, at Galinda's kindness--

45 **OMITTED** 45

46 **EXT. SHIZ CAMPUS - DORMITORIES - EVENING** 46

Inside each window, STUDENTS prepare for a wild night.

47 **INT. THE GIRLS' DORM ROOM - EVENING** 47

Galinda is being fastened into her party frock by Pfannee-- as ShenShen looks through one of Galinda's many trunks.

PFANNEE

Uh... Galinda...?

ShenShen pulls out a tall pointy black hat, holding it at a distance, like it smells.

PFANNEE (CONT'D)

Explain!

SHENSHEN

Ew! What even is that?

Galinda grabs the hat, laughs to mask her embarrassment.

GALINDA

Oh dear, my granny makes me the most hideoteous hats!

(off their judge-y looks)

I'd give it away, but-- I don't hate anyone that much.

They just keep looking at her, a mischievous challenge.

GALINDA (CONT'D)

Oh no. I couldn't. Could I?

Suddenly Elphaba enters, with an armful of books. Pfannee and ShenShen give a private smirk to Galinda, then--

PFANNEE
Well, we should--

SHENSHEN
--go, we have to--

PFANNEE/SHENSHEN
--accessorize each other! See you soon!
(like they're all friends)
See you, Elphaba!

They exit. Galinda turns, surprised to see Elphaba, still clutching her books, enter her territory.

ELPHABA
Galinda-- Nessa and I were talking.
About you, and--

She takes a breath, puts down her alchemy and magic books. On top of this stack is her notebook with "Sorcery Seminar" written on it. Galinda eyes this with a stab of envy. Then--

GALINDA
And we were just talking about you!
How you should join us tonight!

ELPHABA
(after a beat)
I don't follow.

GALINDA
(with *charades* gestures)
You. Join. Us. At the *Ozdust*.
I'm inviting you!

ELPHABA
Why.

GALINDA
Because everyone will be there. And don't tell me you've nothing to wear, you could wear-- let's see--

She looks around, then-- holds the black hat out to Elphaba.

GALINDA (CONT'D)
--*this!*

Elphaba's taken aback. Galinda seems really sincere.

The Turtle sees Fiyero, and immediately holds out a paw, they "shake," and the Turtle snaps onto an enormous lotus leaf, and pulls it back, revealing

A door. Fiyero tosses the Turtle a coin, and the impressed Students follow him-- Galinda and Nessa trading excited looks as they move through the door, into... Darkness.

It's dark. Led by Fiyero; Galinda, Boq, Nessa, and the others make their way down, into--

51-52

OMITTED

51-52

53

INT. THE OZDUST - NIGHT

53

A WAVE OF SOUND and UNUSUAL SIGHTS welcome the group as they enter this BALLROOM.

The atmosphere is deliciously illicit. A pumped CROWD (some ANIMALS, some PEOPLE) animates the dance floor.

A SWINGING BAND -- (a mix of ANIMAL and HUMAN MUSICIANS) BLASTS AWAY on the make-shift stage.

Fiyero procures a pitcher of punch... and everyone toasts!

Fiyero pulls Galinda out onto the dance floor, and the others join them, dancing with wild abandon. All except--

Boq and Nessa, who are off to the side... silent. Until--

NESSA

What's in the punch?

BOQ

Lemons and melons and pears.

NESSA

Oh my.

BOQ

And... a boatload of liquor.

Boq gulps down the entire glass as Nessa takes another small sip. Neither knows what to say next. Boq sneaks a look at Galinda, dancing close, with Fiyero. *It hurts.* He feels like a fraud, tries to come clean--

BOQ (CONT'D)

Listen, Nessa...

NESSA

Yes?

BOQ

UH, NESSA
I'VE GOT SOMETHING TO CONFESS-- A
REASON WHY-- WELL-- WHY I ASKED YOU HERE
TONIGHT
AND I KNOW IT ISN'T FAIR--

NESSA

Oh Boq. I know why.

BOQ

You do?

NESSA

IT'S BECAUSE I'M IN THIS CHAIR
AND YOU FELT SORRY FOR ME--
WELL? ISN'T THAT RIGHT?

BOQ

(genuinely surprised)
What? No! I don't feel sorry for
you. You're great! I just... I
asked you because...

He looks at Galinda and just then-- she kisses Fiyero for the first time.

BOQ (CONT'D)

Because...

Boq turns back to Nessa... but can't bring himself to tell her the whole truth--

BOQ (CONT'D)

BECAUSE YOU ARE SO BEAUTIFUL!

NESSA

OH BOQ, I THINK YOU'RE WONDERFUL
AND WE DESERVE EACH OTHER
DON'T YOU SEE, THIS IS OUR CHANCE?
WE DESERVE EACH OTHER
DON'T WE, BOQ?

Galinda and Fiyero dance past Boq.

BOQ

YOU KNOW WHAT?

Desperate to overcome this heartache, he turns to Nessa--

BOQ (CONT'D)

LET'S DANCE!

NESSA

What?

BOQ

LET'S DAAAAANCE!

He pulls her onto the dance floor, and they dance! It's exuberant, and joyous; Nessa's having the time of her life.

Avaric, dancing with another GIRL, is distracted by Nessa's beauty and exuberance-- partly happy for her, partly wishing she was dancing with him...

Galinda clocks Boq and Nessa, happily dancing, relieved: *everything worked out. Thanks to me!*

54

EXT. LAKESIDE FOREST - NIGHT

54

Morrible, wrapped in a dramatic cape, emerges with difficulty, and somewhat the worse for wear, from the tangle of foliage... and comes face to face with the snapping Turtle. He starts to SNAP at her-- but she draws herself up and glares at him, and the Turtle folds like a cheap suit.

55

INT. THE OZDUST - SAME

55

A SONG ENDS-- everyone on the dance floor APPLAUDS. Just then, Morrible appears. Our group stops in their tracks. Morrible approaches a stunned Galinda.

MORRIBLE

You.

Galinda is frozen with fear, but also-- a little tipsy.

GALINDA

Me?

Morrible takes her hand, leads her away, as...

MORRIBLE

The rest of you can go on doing--
whatever this is.

The others breathe sighs of relief as Galinda, with an anxious backward glance to her friends, follows Morrible to:

A PRIVATE NOOK, NEARBY--

Galinda regards her idol, and (due to tipsiness and fandom) can't hold back--

GALINDA

Madame Morrible, you are-- no,
seriously, I admire you so, soooo--

MORRIBLE

Enough.

Morrible reaches into her cape, pulls out... a wand.

GALINDA

A *magic wand!*? *It's-- It's--*
(a teeny bit disappointed)
It's so small.

MORRIBLE

It's a *training* wand.

GALINDA

(takes it, overwhelmed)
Oh, Madame-- how can I express my
gratititution?! It is my heart's
desire to become a sorceress. *Thank*
you. For having faith in me!

MORRIBLE

I have no faith in you, dear. This
was your roommate's idea, not mine.

Galinda's confused.

GALINDA

I'm confused.

MORRIBLE

Miss Elphaba has requested that I
include you in our sorcery seminar--
she insisted I tell you this very
night, or she would quit.

GALINDA

She *did*? But why?

MORRIBLE

I'm a sorceress, not a mind reader!
I've no idea why! But *I cannot risk*
losing her. So-- here I am.

Morrible regards Galinda, tries her best to be-- kind.

MORRIBLE (CONT'D)

My personal opinion, dear, is that
you do not have-- *what it takes*. I
hope you prove me wrong. I doubt
you will.

(MORE)

MORRIBLE (CONT'D)

(beat)

You might want to thank *her*. She's
on her way.

Suddenly Galinda is stone cold sober.

GALINDA

What?

MORRIBLE

Well, you invited her.
(looks around, mutters)
I need a drink.

Morrrible sweeps away. Galinda starts back to her friends,
stops short, seeing:

GALINDA

(a guilt-ridden whisper)
Oh *no*.

Elphaba appears in the entryway, wearing the black pointy
hat.

There's a RIPPLE OF REACTION; as others spot her-- SNICKERS
AND WHISPERS, the students stop dancing, stare, point. Even
the Musicians STOP PLAYING, *staring... at the weird, green
girl in the ridiculous eyesore of a hat.*

Elphaba takes in the reaction around her, realizing: *she's
been tricked*. She yanks the hat off, locks eyes with:

Galinda, who stares back at her, flooded with remorse.

Elphaba starts to leave. But then--

She suddenly strides angrily to the center of the dance
floor, and defiantly slams the hat back on her head.

Backing away, Nessa whispers to Boq...

NESSA

I can't watch.

Elphaba starts to slowly dance by herself. In an
idiosyncratic manner all her own.

FIYERO

I'll say this much, she doesn't
give a twig what anyone thinks.

GALINDA

Of course she does. She just
pretends not to.

(MORE)

GALINDA
 That was your very first party?
 (spits)
 Ever?

Elphaba yanks her worn nightgown over her head--

ELPHABA
 Do funerals count?

Galinda takes the pink flower Fiyero gave her from her hair,
 places it carefully in a glass of water...

The girls flop on Elphaba's bed, regard each other.

GALINDA
 I couldn't *remotely* sleep.

ELPHABA
 Me neither.

GALINDA
 I know! Let's each tell the other
 something we've never told anyone!
 I'll go first: Fiyero and I are
 getting married!

ELPHABA
 He asked you already?

GALINDA
 Oh, he doesn't know yet.
 (beat)
 Now you tell me a secret.

ELPHABA
 Like what?

GALINDA
 Like-- why do you sleep with this--
 (grabs it)
 --little green bottle under your
 pillow?

ELPHABA
 Give that back!

GALINDA
 (holding it out of reach)
 Come on-- tell!

A beat, Elphaba manages to control her emotions...

ELPHABA

It was my mother's, that's all.

Elphaba grabs the bottle, shoves it back under her pillow.

GALINDA

Well that's not fair, I told you a really good one.

Galinda stands, and crosses to her side of the room, and turns on her pink light. Elphaba rises, and moves to Galinda's side. After a beat--

ELPHABA

My father hates me.

Galinda GASPS. Elphaba's amused.

ELPHABA (CONT'D)

That's not the secret. The secret is... He has a good reason.

(a statement of fact)

It's my fault.

GALINDA

What, what is?

ELPHABA

That my sister is-- the way she is.
(a beat)

When our mother was carrying Nessa, our father began to worry. That the new baby might come out...

GALINDA

Green?

Elphaba nods. She's never spoken about this-- to anyone.

ELPHABA

He was so worried, he made our mother chew milk flowers, day and night. Only it made Nessa come too soon... with her little legs all tangled. And our mother... never woke up.

Galinda takes this in.

ELPHABA (CONT'D)

None of which would ever have happened... if not for me.

GALINDA
 But that was the milkflowers'
 fault, not yours.

Galinda looks at Elphaba and for the first time-- *sees her.*

GALINDA (CONT'D)
 That may be your secret, Elphaba.
 But it doesn't make it true.

She also sees that Elphaba still believes it. To lighten things, Galinda looks out the window: the sun is rising.

GALINDA (CONT'D)
 Look-- it's tomorrow! And Elphie--
 may I call you Elphie?

ELPHABA
 It's a little perky.

GALINDA
 And you can call me... Galinda.

ELPHABA
 It's your name.

GALINDA
 Let's not quarrel. Because Elphie--
 now that we're friends, I've
 decided to make you my new project!

ELPHABA
 You really don't have to do that.

GALINDA
 I know! That's what makes me so
 nice!

SONG: "POPULAR"

GALINDA (CONT'D)
 WHENEVER I SEE SOMEONE
 LESS FORTUNATE THAN I
 (AND LET'S FACE IT--WHO ISN'T
 LESS FORTUNATE THAN I?)
 MY TENDER HEART
 TENDS TO START TO BLEED...
 AND WHEN SOMEONE NEEDS A MAKEOVER
 I SIMPLY HAVE TO TAKE OVER
 I KNOW I KNOW EXACTLY WHAT THEY NEED
 AND EVEN IN YOUR CASE
 (removing Elphaba's
 glasses)

THO' IT'S THE TOUGHEST CASE I'VE YET TO
FACE

(putting Elphaba's glasses
back on her)

DON'T WORRY-- I'M DETERMINED TO SUCCEED
FOLLOW MY LEAD
AND YES, INDEED
YOU WILL BE...

She hops up, and hits the top of a wardrobe case-- it pops open, revealing an array of garments.

GALINDA (CONT'D)

POPULAR!
YOU'RE GONNA BE POPULAR!
I'LL TEACH YOU THE PROPER PLOYS
WHEN YOU TALK TO BOYS
LITTLE WAYS TO FLIRT AND FLOUNCE
I'LL SHOW YOU WHAT SHOES TO WEAR
HOW TO FIX YOUR HAIR
EVERYTHING THAT REALLY COUNTS

TO BE POPULAR!
I'LL HELP YOU BE POPULAR!
YOU'LL HANG WITH THE RIGHT COHORTS
YOU'LL BE GOOD AT SPORTS
KNOW THE SLANG YOU'VE GOT TO KNOW
SO LET'S START

She pops another trunk: there's another explosion of apparel--

GALINDA (CONT'D)

'CAUSE YOU'VE GOT AN AWF'LLY LONG WAY TO
GO...

Galinda shines a bright light in Elphaba's face like a police interrogation, examines her complexion with a magnifying glass--

GALINDA (CONT'D)

DON'T BE OFFENDED BY MY FRANK ANALYSIS
THINK OF IT AS PERSONALITY DIALYSIS
NOW THAT I'VE CHOSEN TO BECOME A PAL, A SIS-
TER AND ADVISER
THERE'S NOBODY WISER
NOT WHEN IT COMES TO POPULAR --

Galinda opens more trunks and bags, revealing more and more clothes, shoes, accessories, and scary beauty devices, as--

GALINDA (CONT'D)

I KNOW ABOUT POPULAR
AND WITH AN ASSIST FROM ME
TO BE WHO YOU'LL BE

INSTEAD OF DREARY WHO-YOU-WERE...WELL,
 ARE...
 THERE'S NOTHING THAT CAN STOP YOU
 FROM BECOMING POPU-
 LER... LAR..

Galinda dances around the room, in sheer anticipation...

GALINDA (CONT'D)

LA LA LA LA
 WE'RE GONNA MAKE
 YOU POPULAR...

ELPHABA

This won't end well.

GALINDA

Elphie! You mustn't think that way--
 your whole life is going to change!
 And all because of me!

Galinda pulls Elphaba out on the balcony...

GALINDA (CONT'D)

WHEN I SEE DEPRESSING CREATURES
 WITH UNPREPOSSESSING FEATURES
 I REMIND THEM ON THEIR OWN BEHALF
 TO THINK OF
 CELEBRATED HEADS OF STATE OR
 SPECIALLY GREAT COMMUNICATORS
 DID THEY HAVE BRAINS OR KNOWLEDGE?

Galinda steers Elphaba back into their room, then Galinda
 jumps onto her bed, dancing and waving her training wand...

GALINDA (CONT'D)

DON'T MAKE ME LAUGH!
 THEY WERE--
 POPULAR! PLEASE--
 IT'S ALL ABOUT POPULAR!
 IT'S NOT ABOUT APTITUDE
 IT'S THE WAY YOU'RE VIEWED
 SO IT'S VERY SHREWD TO BE
 VERY VERY POPULAR
 LIKE ME!

GALINDA (CONT'D)

Now then. *Let us begin.* Hair. We
 toss our hair. See? Toss! Toss!

She demonstrates. Elphaba tries-- with minimal success.

GALINDA (CONT'D)
 Well-- you'll practice! And now--
 (picks up her magic wand)
 I shall transform your simple
 "frock" into a magnificent ball
 gown!

ELPHABA
 Oh no.

Galinda readies herself-- points her wand...

GALINDA
 Ball gown.

They wait. Nothing happens. Galinda rolls her head, jabs with the wand, like a fighter in her corner, then-- points again.

GALINDA (CONT'D)
 Ball gown!

More nothing. Galinda warms up again, even more vigorously, then-- points her wand yet again, with fierce determination.

GALINDA (CONT'D)
Ball gown!
 (she examines her wand)
 Is this on?

ELPHABA
 I can't wear things like that
 anyway.

Galinda, struck by Elphaba's words, forgets about her wand.

GALINDA
 Of course you can. We'll just
 start... smaller.

Galinda moves to her pink flower, and carefully pins it into Elphaba's hair.

GALINDA (CONT'D)
 (a discovery)
 Pink goes good with green.

ELPHABA
 It goes *well* with green.

GALINDA
 It so does.

Galinda regards Elphaba with wonder; makes another discovery.

GALINDA (CONT'D)
 Why, Miss Elphaba-- you're
 beautiful.

She guides her to the mirror. Elphaba looks-- *at her own reflection*. And for a split second, she allows herself to like what she sees. But then--

ELPHABA
 I-- I have to go--

She rushes out. Galinda calls after her--

GALINDA
 You're welcome!
 (then)
 AND THO' YOU PROTEST
 YOUR DISINTEREST
 I KNOW CLANDESTINEDLY
 YOU'RE GONNA GRIN AND BEAR IT
 YOUR NEW-FOUND POPULARITY --
 LA, LA, LA, LA...
 YOU'LL BE POPULAR

The rising sun turns Galinda's silhouette pink as she triumphantly climbs her tower of luggage--

GALINDA (CONT'D)
 JUST NOT QUITE AS POPULAR AS ME!

57

EXT. SHIZ - QUAD NEAR DINING HALL - DAY

57

Galinda breezes off with her friends... When the coast is clear, Elphaba peeks cautiously out from an archway, sees:

More students coming towards her. Self-conscious, Elphaba ducks back into the archway, takes a breath, then: certain she's alone, she tries some covert hair tossing...

FIYERO (O.S.)
 You've been Galinda-fied.

She whirls around. There's Fiyero, studying her.

FIYERO (CONT'D)
 You don't need to do that, you
 know.

Before she can summon a snappy response, or any response, he saunters on. Off Elphaba, discombobulated by this...

MONTAGE: VARIOUS LOCATIONS

Elphaba enters the dining hall, self-conscious, to see: Galinda, Nessa, Boq, and Fiyero all seated together, in animated conversation. Without skipping a beat, they all make room for her to sit.

Elphaba looks at Galinda, who smiles. *See?* Elphaba gives her best hair-toss, and they all CRACK UP; (as before, Elphaba's laugh is a distinctive CACKLE.)

WE HEAR a new "needle-drop" version of "DANCING THROUGH LIFE." It's coming from--

AN OZIAN RADIO, The five friends sit around a crackling CAMPFIRE. Nessa helps Boq toss kindling on the fire, crackling in the fireplace. Galinda and Elphaba laugh until they cry. Fiyero is *immersed in one of Elphaba's books*. Elphaba takes notice. The SONG (and the MONTAGE) CONTINUES:

--IN THE QUAD: Boq leads the friends through throngs of students--

--IN THE WOODS: Elphaba, Fiyero, and Nessa continue to follow Boq-- Galinda, in high heels, can't keep up... Elphaba circles back, pulls off Galinda's shoes; Galinda sprints off after her friends, with a few backward glances at her abandoned heels...

A SECLUDED CLEARING: Boq leads them to a huge, rotting tree. The friends look around, then back to Boq, puzzled-- *why have you brought us here?* In answer, Boq pulls out... *an axe*.

--LATER. The dead tree is partly cleared. Fiyero takes off his shirt. *Wow*. Boq takes off *his* shirt. *Wow?* REVEAL Nessa, Elphaba and a somewhat distracted (by Fiyero) Galinda, as the three girls chop and haul away the rest of the tree.

--LIBRARY: They're at one table, leaves still stuck to their hair and clothes. Elphaba studies. Nessa shares her notes with Boq. Galinda is studying an enormous tome-- but there's a fashion magazine hidden inside. Fiyero's asleep.

--THAT SAME FOREST AREA: A badminton-type net, strung between two trees. Nessa slams an amazing shot.

--PICTURESQUE HILLSIDE: As the sun rises, the tribe trudge up a hill. Galinda now wears a pair of Elphaba's boots. Elphaba stumbles and a hand reaches out to help her. It's Nessa Elphaba takes it; the sister's eyes meet... and all five burst into SONG:

ELPHABA/GALINDA/FIYERO/NESSA/BOQ

ALL OF OUR LIFE
WE'LL BE TOGETHER
FIVE FRIENDS FOREVER
ME, YOU, YOU AND YOU...AND YOU
SUCH A QUINTET
THERE HAS NEVER BEEN YET!
BRING ON LIFE
AND WATCH US DANCE ON THROUGH...

They see... A field of poppies. Excited, they link arms one by one...

END MONTAGE.

59

INT. DILLAMOND'S CLASSROOM - DAY

59

The tribe enters. Various students are already standing there, CHATTING before class... All at once, Dillamond rushes in. Elphaba goes to him, holds out a bunch of poppies--

ELPHABA

Doctor Dillamond, I picked some
poppies for you--

But Dillamond ignores the poppies--

DILLAMOND

Not now, Miss Elphaba--
(to everyone)
Please, everyone, take your seats,
I've something to say, and very
little time.

Surprised by his urgency, the students quickly take seats; the tribe sits in one row, together...

DILLAMOND (CONT'D)

My dear students, this is my last
day here at Shiz. You see, Animals--
are no longer permitted to teach.

Elphaba rockets to her feet.

ELPHABA

What?

DILLAMOND

It's alright, Miss Elphaba... I'll
be alright.

Suddenly a WHISTLE BLAST. Elphaba and the others startle--

TWO UNIFORMED GUARDS enter-- they're followed by the Shiz University President, and an anxious Miss Coddle--

MISS CODDLE
Students, remain calm, please,
there's no cause for alarm--

ELPHABA
What is this, what's happening?

As the Guards approach him--

DILLAMOND
Don't worry! They can take away my
job, but I shall continue speaking
out!

FIRST GUARD
Come on, Goat.

Elphaba rushes up to the President, and Miss Coddle--

ELPHABA
You can't permit this!

MISS CODDLE
Miss Elphaba, I'm afraid it's out
of our hands.

ELPHABA
But--

As the Guards start to lead him away, Dillamond calls out--

DILLAMOND
Listen to me--!
(to Elphaba)
You're not being told the whole
story!

The Guard shoves him, Dillamond's spectacles fall to the floor-- the Guard's boot is about to crush them--

Elphaba grabs the spectacles just in time, starts after him--

ELPHABA
Doctor Dillamond--!

But the President blocks her, and Dillamond is led away. Elphaba turns in desperation to the other students--

ELPHABA (CONT'D)
Are we all just going to sit here,
in silence?!

SHIZ PRESIDENT

That's quite enough, Miss Elphaba.
Take your seat.

Elphaba stands there, the poppies she picked for Dillamond still clutched in her hand... Galinda goes to her, and gently leads her to her seat, as--

MISS CODDLE

Students, your new history professor has prepared a special presentation!

PROFESSOR NIKIDIK, somber, human, enters. He carries a rectangular, cloth-covered package, pushes Dillamond's vase of poppies roughly to one side, and places the package on Dillamond's desk.

The package shakes slightly on its own. The students leans forward, curious.

PROFESSOR NIKIDIK

Good afternoon, students.

MISS CODDLE

Good afternoon!

THE STUDENTS

Good afternoon.

PROFESSOR NIKIDIK

In times such as these, it behooves us all, not merely to study the past, but to look to the future...

Nikidik pulls the cloth off with a flourish, revealing: a small cage with a LION CUB inside.

PROFESSOR NIKIDIK (CONT'D)

This is called-- a "cage"

Elphaba's eyes widen in horror and shock. But the other students coo, charmed: "Awww."

The CUB TREMBLES; HISSES, baring sharp, tiny teeth.

NIKIDIK

This remarkable innovation is for the good of all Oz, as well as for the Animal's own good. You see--

ELPHABA

(loudly)

If it's so good, why is he
trembling?

Galinda catches Elphaba's eye: *Shhh*. As--

NIKIDIK

He's just excited to be here!

Elphaba turns to Nessa, who looks back, imploring her: *don't
make a scene!*

NIKIDIK (CONT'D)

One benefit of caging an animal
this young is: he will likely *never
learn to speak!*

The Students MURMUR, intrigued.

ELPHABA

Oh no...

NIKIDIK

Now, the dimensions of the cage
will vary, depending on the animal.
But here is the basic design...

As Nikidik draws on the chalkboard-- Elphaba surveys the
other Students in furious disbelief: They're listening
avidly, dutifully taking notes--

ELPHABA

(to her friends)

Can you imagine a world where
Animals are kept in *cages*, and
never speak?!

(turns to Fiyero)

What are we going to do?!

FIYERO

We?

ELPHABA

*Well somebody's got to DO
SOMETHING!!*

She throws down the poppies in her hand. The poppies rise,
begin to spin. *It's beautiful, and strange.* Those present
notice these rising, spinning poppies, look up at them, when
suddenly-- the poppies release a green-gold pollen...

FIYERO

What's happening?

CLOSE ON Morrible, her gears turning. She rushes out...

64

EXT. SHIZ WOODS - CLEARING - DUSK

64

They abandon the bikes. Fiyero wraps the sleeping Cub in his jacket in front of two diverging paths. Fiyero points--

FIYERO

So-- this way? Or--

He points in the other direction--

FIYERO (CONT'D)

(adjusts Cub in his arms)

Of course, we could go this way--

ELPHABA

Don't shake him!

FIYERO

I'm not!

(studying the Cub)

I think he's waking up.

ELPHABA

Well, we can't let him loose just anywhere, we've got to find someplace *safe!*

FIYERO

I realize that!

(then)

You think I'm really stupid, don't you.

ELPHABA

No! Not *really* stupid.

Suddenly they hear VOICES in the distance. Fiyero points to one path; lushly overgrown--

FIYERO

This way. Come on--

Fiyero pulls the Cub from his jacket. Elphaba leans close to check the Cub, but it trembles and draws back, afraid--

ELPHABA

You don't need to be scared of me--

Fiyero gently puts the frightened Cub down. As Elphaba studies it, concerned... Fiyero studies *her*.

FIYERO

Why is it you're always causing
some sort of commotion?

ELPHABA

I don't cause commotions, I am one!

FIYERO

That's for sure.

ELPHABA

So I should just keep my mouth
shut?! Is that what you're saying?

FIYERO

No, I'm saying--

ELPHABA

You think I want to be this way?
You think I want to care this much?

FIYERO

I just meant--

ELPHABA

You think I don't know how much
easier my life would be if I
didn't?!

FIYERO

Do you ever let anyone else talk?

ELPHABA

Oh. Sorry.
(beat)
But can I just say one more thing?

FIYERO

Uh, I think you *are*--

ELPHABA

You could've walked away back
there.

FIYERO

So?

ELPHABA

So no matter how shallow and self-
absorbed you pretend to be--

FIYERO

Excuse me, there's no pretense here: I happen to be genuinely self-absorbed and deeply shallow.

ELPHABA

No, you're not. Or you wouldn't be so unhappy.

She looks at him, and *sees* him. He's suddenly uncomfortable.

FIYERO

Fine. Look-- if you don't want my help--

ELPHABA

No. I do--!

She grabs his arm. It's a charged moment. She quickly lets go, turns back to the Cub, covering.

ELPHABA (CONT'D)

His heart is pounding. I didn't mean to frighten him.

FIYERO

What did you mean to do, back there? And why was I the only one you didn't do it to?

They're looking at each other.

ELPHABA

You're bleeding.

FIYERO

(still looking at her)
I am?

ELPHABA

(looking back at him,
mesmerized)
It must've scratched you.

Fiyero nods, staring at her.

FIYERO

Yeah... Or maybe it scratched me, or something.

Elphaba reaches out to touch his face. Fiyero abruptly moves.

FIYERO (CONT'D)
I better get to safety. I mean--
the Cub--

ELPHABA
Yes, of course--

FIYERO
Get the cub to safety...

He runs off with the Cub. She instinctively starts after him--

ELPHABA
Fiyero--!

SONG: "I'M NOT THAT GIRL"

She looks down at her hand. The hand that touched-- his face.

ELPHABA (CONT'D)
HANDS TOUCH, EYES MEET
SUDDEN SILENCE, SUDDEN HEAT
HEARTS LEAP IN A GIDDY WHIRL
HE COULD BE THAT BOY
BUT I'M NOT THAT GIRL

Elphaba leans on a branch and it bends along with her,
dipping her, as if it's her dancing partner.

ELPHABA (CONT'D)
DON'T DREAM TOO FAR
DON'T LOSE SIGHT OF WHO YOU ARE
DON'T REMEMBER THAT RUSH OF JOY
HE COULD BE THAT BOY
I'M NOT THAT GIRL
EV'RY SO OFTEN WE LONG TO STEAL
TO THE LAND OF WHAT-MIGHT-HAVE-BEEN
BUT THAT DOESN'T SOFTEN THE ACHE WE FEEL
WHEN REALITY SETS BACK IN

Determined to return to reality, Elphaba starts back--

64A

EXT. OUTSKIRTS OF SHIZ CAMPUS

64A

ELPHABA
BLITHE SMILE, LITHE LIMB
SHE WHO'S WINSOME, SHE WINS HIM
GOLD HAIR WITH A GENTLE CURL
THAT'S THE GIRL HE CHOSE
AND HEAVEN KNOWS
I'M NOT THAT GIRL...

65

EXT. SHIZ QUAD - NIGHT

65

Elphaba enters the quad, and suddenly-- there's Fiyero, coming towards her.

ON ELPHABA: Her heart leaps-- But then she sees: Galinda. hurrying towards him.

Elphaba ducks behind an archway, watching: as they embrace. Forcing herself to look. To *accept*.

ELPHABA
 DON'T WISH, DON'T START
 WISHING ONLY WOUNDS THE HEART
 I WASN'T BORN FOR THE ROSE AND PEARL
 THERE'S A GIRL I KNOW
 HE LOVES HER SO

Elphaba watches covertly as, across the quad, Fiyero and Galinda meet up with Boq and Nessa. The two couples go off together. And she lets go of the dream-- of being *like them*.

ELPHABA (CONT'D)
 I'M NOT THAT GIRL...

Elphaba turns and heads in the opposite direction... alone.

FADE TO BLACK:

66

OMITTED

66

We hear over black:

MORRIBLE (O.S.)
MISS ELPHABA-- COME AT ONCE!

67

EXT. SHIZ - ENTRANCE COURTYARD / BALCONY - DAY

67

Elphaba and Galinda burst through the doors of Madame Morrible's quarters onto the balcony.

THEIR POV: Below, on the lawn, AN EXCITED CROWD has gathered. And in the middle of it stands a beaming Morrible-- who spots Elphaba on the balcony, motions to her...

The girls rush down to Morrible, who points...

MORRIBLE
Miss Elphaba-- *Look!*

Elphaba and Galinda look up to see...

IN THE SKY: A MINIATURE HOT AIR BALLOON

...with the words "Omaha State Fair" painted on the side, attached to a tiny basket. As it gets closer, they hear the TINKLING of a MUSIC BOX.

Elphaba looks from the little balloon, back to Morrible.

MORRIBLE (CONT'D)
I finally heard back from the Wizard. And look--!

The MUSIC BOX TUNE SLOWS DOWN, as the little balloon lands... at Elphaba's feet. Galinda and Elphaba exchange a look of total wonder. The Student onlookers are riveted.

Elphaba kneels down to examine it, and sees: Nestled in the balloon's basket-- a bright green envelope. It reads: "For Miss Elphaba Thropp" in exquisite calligraphy.

As the Students jostle each other and lean in, Galinda is pushed aside. She stands at the back of the crowd. For the first time, *she's* not the center of attention.

Elphaba opens the note and reads aloud:

ELPHABA

"His Royal Ozness, the Wonderful Wizard of Oz, summons you most ceremony-ishly to his personal Palace in the Emerald City."

Elphaba squints, to read the fine print:

ELPHABA (CONT'D)

"This invitation is non-transferable."

(looking up, in wonder)

Oh Madame!

This news RIPPLES through the Students, including Pfannee and ShenShen. Morrible picks up the hot air balloon. There's a crank attached to the music box. Morrible winds it back up, and sends it back into the air, as...

Pfannee, ShenShen, and Other Students surround Elphaba, congratulating her. Elphaba is giddy; it's like her fantasy! Morrible pulls her aside, speaks quietly, confidentially...

MORRIBLE

This is your chance. To *make good*. Of course, you'll have to prove yourself first.

ELPHABA

(brought up short)

Prove myself?

MORRIBLE

Prove yourself *worthy*. Dearie, this is the Wizard of Oz! If he's going to grant your heart's desire--

ELPHABA

But-- prove myself how?! It's too soon, I'm not ready--!

MORRIBLE

Don't be so pessi-mystical. You'll
find a way. I have faith in you.

As Elphaba takes this in. It starts to rain.

Galinda makes her way through the crowd of Students over to Elphaba-- just as Morrible, protective, hastily opens an umbrella, holds it over Elphaba.

MORRIBLE (CONT'D)

Mustn't let you get wet! Not when
you're on the cusp of greatness!

Morrible makes a few bold, sorceress-y gestures, and the rain stops instantly. Elphaba, Galinda, and the students are stunned, then impressed.

GALINDA

(to Pfannee and ShenShen)
What did Madame Morrible just say?

PFANNEE/SHENSHEN

That Elphaba *mustn't get wet!*

Galinda looks at Elphaba-- their eyes meet. Galinda goes to embrace her roommate, but Morrible pulls Elphaba aside again, whispers to her--

MORRIBLE

My powers are purely
meteorological. I can stop and
start rain, make a bit of wind. But
you, Dearie, I believe--

Morrible regards Elphaba with motherly pride, then gently tilts Elphaba's chin up, till she meets her gaze.

MORRIBLE (CONT'D)

Your powers could be...

ELPHABA

(hardly dares say it)
Unlimited?

MORRIBLE

NOW YOU'RE OFF TO MEET THE WIZARD
MAKE ME PROUD...

ELPHABA

I will--
(sings)
I'LL TRY.

MORRIBLE
 AND THERE YOU'LL FIN'LLY BE:
 THE WIZARD--

ELPHABA
 AND I...

68

EXT. TRAIN STATION - PLATFORM - DAY

68

Charmingly old fashioned, bustling with HUMANS and ANIMALS...
 A gleaming green TRAIN sits beside the platform.

FIND: Elphaba, in stylish black travel garb, being fussed
 over by Galinda.

GALINDA
 Now, you're sure you have
 everything?
 (no response)
 Elphie!

ELPHABA
 (staring past Galinda)
 I can't believe it.

Galinda follows her gaze, to see:

Nessa, with their father, Governor Thropp, coming towards
 them. Elphaba stares, stunned, as

Nessa and Governor Thropp approach--

NESSA
 Look who's come to see you off!

ELPHABA
 Father! I-- I never dreamed--

Now Elphaba sees Dulcibear, her former Nanny--

ELPHABA (CONT'D)
 And Dulcibear! How are you?

Dulcibear starts to reply, then-- gives Elphaba a Bear hug
 instead, just as Madame Morrible joins them, breathless--

MORRIBLE
 Governor Thropp-- you received my
 message! So good of you to come!

GOVERNOR THROPP
 Of course! I treasure any chance to
 see my dear daughter.

Governor Thropp kisses Nessa on the cheek. Morrible, Dulcibear, and Galinda all clock the effect this has on Elphaba. Morrible turns to Governor Thropp.

MORRIBLE

And such an honor, that your other daughter be welcomed by the Wizard.

GOVERNOR THROPP

Yes. Let's just hope she makes a good impression.

This lands hard on an already nervous Elphaba--

GALINDA

I'm sure she will.

Just then--

PFANNEE/SHENSHEN (O.S.)

Elphaba--!

Suddenly Elphaba is engulfed by a group of Students, showering her with hugs and good wishes.

Boq appears from out of this crowd. Nessa brightens--

NESSA

There you are! Father, this is Boq, the boy I wrote to you about!

BOQ

(distracted)

What? Oh, yes, Governor Thropp... good to meet you.

Governor Thropp shakes Boq's hand.

GOVERNOR THROPP

I've heard so much about you. My Nessarose is very precious to me... You'd better take good care of her.

Boq's collar suddenly feels tighter. He gulps, backs away--

BOQ

I understand. Well. I should-- uh--
(abruptly, to Galinda)
May I speak with you? Privishly?

Before she can answer, Boq pulls her aside. Elphaba and Nessa, startled, watch as Boq moves off, with Galinda.

Boq continues quietly, with deep emotion, to Galinda...

BOQ (CONT'D)

That day. When you asked me to ask
Nessa out... you said I'd be your
hero. *You gave me hope!*

GALINDA

But-- I give everyone hope.

Overcome, Boq bolts.

NESSA

Boq!

Nessa moves to Galinda, upset--

NESSA (CONT'D)

What did you say to him?

Galinda is tongue tied. Elphaba sees her sister's distress--

ELPHABA

I'll find him--

Elphaba rushes after Boq. Galinda, twinged with guilt, kneels
to face Nessa, and somehow repair this.

GALINDA

Nessa...

Nessa, upset, turns away from her. Galinda spots: Avaric, in
the crowd of Students. She watches as Avaric glances over at
Nessa, takes a step in her direction.

GALINDA (CONT'D)

There are other boys. Who you may
not have noticed. Who've noticed
you.

NESSA

(a beat)

But-- they're not Boq.

69 **EXT. TRAIN STATION - TICKETING STRUCTURE - MOMENTS LATER** 69

Elphaba sees Boq inside this structure. She enters--

70 **INT. TRAIN STATION - TICKETING STRUCTURE - SAME** 70

ELPHABA

Boq...?

He turns to her, in tears-- it makes her want to cry.

ELPHABA (CONT'D)

Oh, Boq.

BOQ

I still have hope.

ELPHABA

You shouldn't.

BOQ

You don't know that! Your dreams
are coming true, why not mine?!

TICKET BUYERS are staring at them... Elphaba pulls him aside.

ELPHABA

(can't help herself)

Why can't you just love my sister?

BOQ

Because I *can't*!

(a beat)

You think I like seeing Nessa hurt?
I hate hurting anyone, but I can't
just change my feelings. Could you
change yours, for Fiyero?

ELPHABA

What?! I-- I have no feelings for
Fiyero!

He looks at her: suddenly alarmingly calm.

BOQ

Oh, I'm sorry, I misunderstood. I
thought we were being honest.

And before she can respond, he exits.

71

EXT. TRAIN STATION - PLATFORM

71

GALINDA

Elphie!

ELPHABA

Where's Nessa?

GALINDA

She left with your father. She said
to wish you safe travels.

(off Elphaba's concern)

She'll be fine, Elphie. She'll have
to manage without you. We all will.

ELPHABA

Oh, you'll barely notice I'm gone.
You have Fiyero!

(trying to sound casual)

Where is he, anyway? Not that I
expected him to say goodbye to me.
I mean, we barely know each other.

GALINDA

I barely know him either, anymore!
He's-- *different*. Distant, and
moodified... and he's been
thinking, which really worries me.

Elphaba's trying to absorb this, as Galinda continues...

GALINDA (CONT'D)

It all started that day Doctor
Dillamond was fired. I never knew
Fiyero cared so much about that old
Goat.

As Elphaba struggles to shove down the emotions this stirs in
her... Galinda suddenly waves excitedly--

GALINDA (CONT'D)

Oh, there he is! He did come!
Fiyero! Over here, dearest!

Fiyero approaches, a poppy in his lapel. The students who
arrived with Galinda, now enjoying the MUSIC, wave to him.

FIYERO

Elphaba. I'm happy for you.

GALINDA

(takes his arm)

Yes, we are *both* so happy for you!

FIYERO

(awkward pause, then)

I've been thinking.

ELPHABA

Yes, I-- heard.

FIYERO

About Dillamond. And that Lion Cub.
I think about that day a lot.

ELPHABA

So do I.

Galinda looks from one, to the other, then--

GALINDA

Oh, me too! I think about it
constantly. Poor Doctor Dillamond--
it makes one want to take a stand.
In fact-- *attention, everyone!*

She signals, and the CHATTERING STUDENTS obediently go
SILENT. Galinda has zero idea what she's going to say, her
desperation, added to her charm, equals: riveting.

GALINDA (CONT'D)

(to the assembled throng)
I am-- *changing my name.*

FIYERO

Your name?

GALINDA

Since Doctor Dillamond had his own,
Goat-like way of pronouncifying my
name-- in solidarity, and to
express my... uh... *outrage...*

Both Fiyero and Elphaba watch her in amazement as Galinda
continues loudly, in a desperate bid for Fiyero's attention--

GALINDA (CONT'D)

(a noble sacrifice)
I will henceforward be known-- no
longer as "Ga-linda"... but as
simply: *"Glinda."*

Elphaba's jaw drops in shock. Then-- APPLAUSE from the
Students, as well as random TRAVELERS, who overheard.

SHENSHEN

She's so *good.*

PFANNEE

She so is.

In the very back of the station-- FIND Morrible: watching
from afar, and registering the power Galinda has, to charm
and affect a crowd. Then, as she turns and moves off--

Galinda, now GLINDA, turns to Fiyero, hopeful... but he's
backing away--

FIYERO

Very-- admirable, uh-- *"Glinda."*

GLINDA

Fiyero--!

Fiyero awkwardly thrusts the poppy at a disconcerted Elphaba.

FIYERO
Elphaba. Good luck.

Elphaba takes the flower from him. Neither knows what to say. Then-- Fiyero rushes off, as the other students call out (with admiration) to Elphaba:

VARIOUS STUDENTS
Good fortune, Elphaba!/Our best to
the Wizard!/Don't forget us!

They follow Fiyero. Glinda, devastated, turns to Elphaba.

GLINDA
There! You see?

Elphaba is flooded with both compassion and secret guilt--

ELPHABA
Don't cry, Galinda...

GLINDA
It's *Glinda* now! Stupid idea, I
don't even know what made me do it!

ELPHABA
It doesn't matter what your name
is, everyone loves you!

GLINDA
I don't care! I want *him*! I don't
even think he's perfect anymore,
and I still want him!
(a revelation)
This must be what other people feel
like. How do they bear it?

As WE HEAR--

CONDUCTOR (OS.)
All aboard for the Emerald City
Unlimited!

Glinda hastily wipes her tears--

GLINDA
Come on, you'll miss your train!

As Elphaba steps onboard--

GLINDA (CONT'D)
Oh! I almost forgot!

Glinda hands her a small guidebook. Elphaba reads the cover:

ELPHABA
 "If You Have Just One Day in The
 Emerald City."

She looks back at Glinda, visibly touched.

GLINDA
 Now don't you cry! You're going to
 have the wonderfulest time.

The locomotive begins to slowly chug forward. Glinda walks beside it, tears in her eyes, watching Elphaba. A beat, then--

ELPHABA
 Come with me.

Glinda is now almost running beside the train.

GLINDA
 What?!

ELPHABA
 To see the Emerald City, and meet
 the Wizard!

GLINDA
 But--

ELPHABA
 (reaching out her hand)
 Come on!

Glinda runs faster-- grabs Elphaba's hand, then terrified; exhilarated, she leaps, and Elphaba pulls her onto the train.

72 **INT. TRAIN - PASSENGER CAR - SAME**

72

The girls topple over, breathless; LAUGHING... As they get to their feet, brush each other off... Glinda pulls her friend into a grateful hug--

SONG: "ONE SHORT DAY"

73 **INT. TRAIN - PASSENGER CAR - LATER**

73

The girls sit next to each other, Glinda's perfect veneer now askew from her mad dash. Both girls look out the window.

The train WHISTLE BLASTS and when Elphaba looks up--

Glinda suddenly turns green.

Elphaba stares at her in shock, then realizes: that it's the reflection of the Emerald City, shining through the windows! They've arrived!

TRAVELERS

ONE SHORT DAY
IN THE EMERALD CITY...

The girls gaze out the window, marveling at the city, off in the distance, carved out of giant mounds of emerald.

TRAVELERS (CONT'D)

ONE SHORT DAY
IN THE EMERALD CITY...
EMERALD CITY...

As the train pulls into the city, Elphaba and Glinda catch their breaths, and press their faces against the window, in happy anticipation-- *they're so close to the Wizard now!*

74

EXT. EMERALD CITY - DOWNTOWN - DAY

74

OTHER TOURISTS

ONE SHORT DAY
IN THE EMERALD CITY
ONE SHORT DAY
FULL OF SO MUCH TO DO
EV'RY WAY
THAT YOU LOOK IN THIS CITY
THERE'S SOMETHING EXQUISITE
YOU'LL WANT TO VISIT
BEFORE THE DAY'S THROUGH!

Elphaba and Glinda step off the train and take in the sparkling, glorious Downtown.

An array of well-dressed OZIANs bustle about merrily. And all around, images of hot air balloons...

75

SERIES OF QUICK CUTS: QUOXWOOD TREES, A DRESS SALON, A LIBRARY, A STREET VENDOR, A MUSEUM

75

ELPHABA

THERE ARE BUILDINGS TALL AS QUOXWOOD TREES

GLINDA

DRESS SALONS

ELPHABA

AND LIBRARIES

GLINDA

PALACES!

ELPHABA
MUSEUMS!

BOTH
A HUNDRED STRONG...
THERE ARE WONDERS LIKE I'VE NEVER SEEN

GLINDA
IT'S ALL GRAND

ELPHABA
AND IT'S ALL GREEN

BOTH
I THINK WE'VE FOUND THE PLACE WHERE WE
BELONG!

They arrive at the heart of the city. It pulses with life.

The shops glitter, the people sparkle. CRAZY RICH OZIANs stroll by. And everywhere the girls look, they're seeing:

SUCCESSFUL WOMEN-- ARTISTS, ENTREPRENEURS, MOTHERS. Here, you can be respected for who you are, or who you want to be.

Elphaba and Glinda take it all in, utterly mesmerized.

BOTH (CONT'D)
I WANNA BE
IN THIS HOI POLLOI

ELPHABA
SO I'LL BE BACK FOR GOOD SOMEDAY

GLINDA
TO MAKE MY LIFE AND MAKE MY WAY

BOTH
BUT FOR TODAY WE'LL WANDER AND ENJOY...

They pass: A BEAUTY SALON. The sign in the window reads: "OFF TO SEE THE WIZARD? SEE US FIRST!" Glinda looks at Elphaba, who starts to back away, but then...

76

INT. EMERALD CITY SALON / DRESS SHOP - DAY

76

Using outlandish (and humorous) Ozian beauty treatments, HUMAN and ANIMAL BEAUTICIANS perform a makeover on our girls.

HUMAN BEAUTICIANS
ONE SHORT DAY
IN THE EMERALD CITY
ONE SHORT DAY

TO HAVE A LIFETIME OF FUN
ONE SHORT DAY...

77 **EXT. EMERALD CITY - LATER**

77

The girls, now made-over, hit the street again-- (Elphaba's had her nails done, and Glinda's had *everything* done.)

ELPHABA/GLINDA
AND WE'RE WARNING THE CITY:
NOW THAT WE'RE IN HERE
YOU'LL KNOW WE'VE BEEN HERE
BEFORE WE ARE DONE!

Elphaba studies the sights, fascinated; Glinda studies... the contents of Elphaba's envelope from the Wizard, and finds:

GLINDA
Free passes to Wiz-o-mania!

78 **OMITTED**

78

79 **INT. EMERALD CITY - WIZ-O-MANIA**

79

It's like a theme park "ride," Ozian style. Elphaba and Glinda are seated in a little car, (we glimpse a car or two behind them, containing TOURISTS.) The car travels our Girls up to the entrance of the ride. They read the sign on the doors aloud, together--

ELPHABA/GLINDA
"Wizomania! How our Wonderful
Wizard Saved Oz: a Histor-istical
Journey."

The doors swing open and they ride into a mysterious setting, with stage-effect fog. A SINGER and CHORUS begin the show.

NARRATOR
LONG LONG AGO
LONG BEFORE WE CAN RECALL
THERE LIVED HERE IN OZ
THE MAGICAL WISE ONES

CHORUS
AHH AHH AHH
THE MAGICAL WISE ONES

Two mysterious figures emerge out of the fog...

NARRATOR
THE WISEST OF THEM ALL!

Now we make out that the figures are TWO WISE WOMEN...

WISE WOMAN ONE
WE WILL NOT LIVE FOREVER
THAT I CAN FORESEE

WISE WOMAN TWO
SO LET US SET DOWN ALL OUR MAGIC...

WISE WOMAN ONE
IN A STRANGE AND SECRET LANGUAGE...

BOTH WISE WOMEN
IN A BOOK:

ALL
THE GRIMMERIE!

The Wise Women somehow make an oversized replica of the Grimmerie appear...

BOTH WISE WOMEN
AND WITH THIS MAGIC BOOK WE'LL BLESS
ALL OZ WITH MERRY-NESS!

The ride moves them into a new area, bright and colorful--
The Merry Land of Oz. Smiling DANCERS, some dressed as
ANIMALS, cavort.

ELPHABA
(whispers to Glinda)
Why aren't they using real Animals?

Before Glinda can answer, the music and atmosphere turns
somber--

NARRATOR
BUT TIME TICKED EVER ONWARD, DAY BY DAY
AND ALL THOSE WHO COULD READ IT PASSED AWAY

The Wise Women, now perhaps costumed to look "old", abruptly
"pass away" by collapsing into a prone position.

ALL
TILL ONE DAY NO ONE COULD...

The Wise Women pop their heads up for one last comment--

BOTH WISE WOMEN
AND WITHOUT OUR ANCIENT WISDOM
THERE TOOK ROOT THE SEEDS OF WOE...

CHORUS
WOE... WOE... WOE... WOE...

NARRATOR
AND DISCONTENT AND DISCORD...

CHORUS
DISCORD!

ALL
BEGAN TO GROW!

NARRATOR
But! *There was a prophecy...*

They ride into the next area-- a large field. THE TWO WISE WOMEN now float as spirits (suspended from visible wires) in the "clouds" above...

WISE WOMAN ONE
IN OZ'S DARKEST HOUR
THOUGH WE CANNOT SAY WHEN...

WISE WOMAN TWO
THERE WILL COME ONE WITH THE POWER
TO READ THE GRIMMERIE AGAIN!

CHORUS
AHH AHH AHH AHH AHH
AND OZ ONCE MORE WILL BE SO MERRY THEN!

BOTH WISE WOMEN
(pointing up)
Look!

An animatronic "Wizard" is lowered, a bit jerkily, in a two-dimensional cardboard balloon.

CHORUS
THIS MAN WHO COMES OUT OF THE BLUE
IS HE THE PROPHECY?
THERE'S ONE WAY WE'LL KNOW IF IT'S TRUE...

NARRATOR
FETCH THE GRIMMERIE!

The Grimmerie is brought to the "Wizard."

WIZARD
("reading" the book)
O ... ma ... hah! O... ma ... hah!

AN ACTOR (SS?)
He can read it!

ANOTHER ACTOR (WH?)
He must be a Wizard!

WISE WOMAN ONE
THE PROPHECY FULFILLED!

WISE WOMAN TWO
WHAT MERRYNESS HE'LL BRING!

ALL (V.O.)
NOW EV'RY OZIAN RAISE A VOICE
AND SING! AND SING! AND SING:

The ride has arrived in an expansive, colorful area-- and the ENTIRE COMPANY surrounds them, breaking into a joyous dance number, and backing the Two Wise Woman (now back from the dead) as confetti falls from the "sky" above--

WISE WOMAN TWO
WHO'S THE MAGE
WHOSE MAJOR ITINERARY
IS MAKING ALL OZ MERRIER?

WISE WOMAN ONE
WHO'S THE SAGE
WHO SAGELY SAILED IN TO SAVE
OUR POSTERIERIS?

ENTIRE COMPANY
WHOSE ENTHUSE FOR HOT AIR BALLOONING
HAS ALL OF OZ HONEYMOONING?
WOO--OO--OO
ISN'T HE WONDERFUL?
(OUR WONDERFUL WIZARD!)

BOTH WISE WOMEN AND OTHERS	ELPHABA, GLINDA & TOURISTS
WHO'S THE MAGE	(in counterpoint)
WHOSE MAJOR ITINERARY	ONE SHORT DAY
IS MAKING ALL OZ MERRIER?	IN THE EMERALD CITY
WHO'S THE SAGE	ONE SHORT DAY
WHO SAGELY SAILED IN TO SAVE	TO HAVE A LIFETIME OF FUN
OUR POSTERIORIS	

80-81 **OMITTED**

80-81

82 **EXT. EMERALD CITY - LATER**

82

Elphaba and Glinda glide along the streets, headed for the Wizard's Palace, up ahead, as they sing with the Crowd--

ELPHABA, GLINDA & CROWD
WHAT A WAY
TO BE SEEING THE CITY...

There's a huge GROUP OF HOPEFULS, all trying to see the Wizard, held back by a green gate, and a GATEKEEPER.

Elphaba steps forward, holds up her personal invitation--

The Crowd and the gate parts, revealing:

THE PALACE STEPS, leading up to the entrance. TWO GUARDS are stationed on balconies on either side of the entrance door.

As Elphaba and Glinda ascend these stairs...

ELPHABA/GLINDA

WHERE SO MANY ROAM TO
WE'LL CALL IT HOME TOO
AND THEN, JUST LIKE NOW WE CAN SAY:
WE'RE JUST TWO FRIENDS...

ELPHABA

TWO GOOD FRIENDS...

GLINDA

TWO *BEST* FRIENDS...

ELPHABA/GLINDA/CROWD

SHARING ONE WONDERFUL
ONE SHORT--!

GUARD

The Wizard will see you now!

The Palace doors open!

ELPHABA/GLINDA/CROWD

DAY!

83-84

OMITTED

83-84

85

INT. WIZARD'S PALACE - HALL OF GRANDIOSITY - NIGHT

85

It's (almost comically) ornate. Identically uniformed MONKEY GUARDS stand at attention against either wall.

More doors open, revealing CHISTERY, a more impressively uniformed Monkey, with a commanding, dynamic energy. Chistery nods solemnly to Elphaba, and motions her to follow him, but then-- stops, noticing Glinda. Elphaba takes Glinda's hand.

ELPHABA

She's with me.

Chistery hesitates, then nods again, giving his permission. Glinda shoots Elphaba a look of intense gratitude, and the girls look at each other in excited anticipation, then follow Chistery, drinking in the opulence as they move into...

Suddenly Elphaba stops walking, frozen with fear. Glinda takes Elphaba's shoulders, looks into her eyes.

GLINDA

Listen to me, Elphaba Thropp. You can do this. You can do *anything!*

She holds out her hand, Elphaba takes it, gratefully, and they go forward together, turn the corner-- then stop short.

86

INT. WIZARD'S PALACE - THRONE ROOM - CONTINUOUS

86

AN ENORMOUS HEAD, ON A THRONE, looms over them. The girls summon their courage, move closer, into this DARK SPACE--

Suddenly, the HEAD LIGHTS UP-- and SPEAKS!

OZ HEAD

I. AM. OZ!

The girls, terrified, clutch each other--

GLINDA

Oh, Elphie!

OZ HEAD

I. AM. OZ! The Great and Terrible. Who are you and why do you seek me?

ELPHABA

Uhhh--

GLINDA

(petrified, to Elphaba)
Say something, say something--

OZ HEAD

SAY SOMETHING!

Elphaba bravely steps forward.

ELPHABA

I am Elphaba. Thropp. Your Oz-ness. And this is--

Suddenly the Head "TURNS OFF," and from behind the curtain that surrounds it we hear:

WIZARD (OS.)

Oh, is that you, Elphaba?

A MAN peeks out from behind the curtain. This is the WIZARD! Extraordinarily ordinary, with an inner motor-- like he's been elected, but is still trying to get your vote.

Now he greets Elphaba with genuine warmth, pumps her hand--

WIZARD (CONT'D)
 Hope I didn't startle you-- it's so
 hard to make out people's faces
 when I'm back there!

Elphaba stares, star struck.

WIZARD (CONT'D)
 (disarmingly sincere)
 It's so good to meet you, Elphaba.

Everyone turns to Elphaba. She's utterly overwhelmed, just trying to breathe. The Wizard studies her, then--

WIZARD (CONT'D)
 Well, what have we here?

The Wizard takes a coin out of Elphaba's ear, magician style. It breaks the ice. Elphaba laughs, Galinda claps. The Wizard winks at Elphaba, presents the coin to her with a flourish.

WIZARD (CONT'D)
 For you. My special guest.

ELPHABA
 (finally manages to speak)
 Thank you, your Ozness.

WIZARD
 (to Glinda)
 And this is--?

He turns to Glinda, who performs an impressive curtsy.

GLINDA
 Glinda. The "GA" is silent.

He sees them glancing nervously at the intimidating Oz Head.

WIZARD
 I know, it's a bit much. But folks
 expect this sort of thing--
 (half sings, dances this)
 --and ya gotta give the people what
 they want!
 (re: the Oz Head)
 And if you think *that's* big--

He claps his hands together, excited, turns to Elphaba...

WIZARD (CONT'D)

Wait'll you see this! Walk with
me...

He takes her arm, and as they walk-- LIGHTS COME UP; we see:

Chistery, along with the other (Monkey) Emerald Guards,
standing at attention... and now it's clear--

That what appeared to be a small dark room is actually
enormous, and filled with various, eccentric inventions.

Elphaba stares, fascinated, at everything-- then notices: A
life-sized portrait of the Wizard, 20 years younger.

The Wizard steers her toward an incredibly detailed,
miniature model of the Land of Oz with a red brick road
running through it.

WIZARD (CONT'D)

The Oz of Tomorrow!

As the girls, agog, move closer, charmed by the details--

WIZARD (CONT'D)

Girls-- this road will change the
future of Oz. Folks need direction.
Once it's built, they'll always
know, if they just *follow the road*,
it'll lead 'em right to me!

GLINDA

Look, there's Shiz!

ELPHABA

And Munchkinland!

WIZARD

And get a load of this!

The Wizard presses a button on an odd remote control device
and suddenly the model's red brick road changes to blue!

WIZARD (CONT'D)

Can't decide what color the bricks
should be.

(to Elphaba)

Here, you try it--

Elphaba presses the button, and the blue bricks turn purple!
Elphaba, excited, presses the button again, then again, and
the bricks turn orange, then yellow, then red...

GLINDA

Wait, go back one...

The Wizard presses the button, now the bricks are yellow.

WIZARD
Really? The yellow?

GLINDA
It just says "road" to me.
(looking closer)
There's the *palace!* And-- oh,
Elphie, *look!*

Glinda points-- and we, along with Elphaba, see: A perfect replica of the Palace. The girls peer through a tiny window.

THEIR POV: In the miniature throne room, a tiny replica of the Wizard himself!

WIZARD
Oh! Almost forgot--

The Wizard reaches into his pocket, and, to Elphaba's utter amazement, holds out a tiny replica of... herself.

Elphaba looks at it, then at him-- speechless.

WIZARD (CONT'D)
I had it made special--

The Wizard hands Elphaba the replica/figurine.

WIZARD (CONT'D)
You keep that. And someday, we'll put it inside there, next to mine. And you'll call this place... your home.

It's like Elphaba has waited her entire life to hear those words. She stares down at the tiny Elphaba in her palm...

ELPHABA
(very softly, to herself)
It's green.

Then, acutely embarrassed to have spoken those words aloud, she hastily turns away from them all, shoving the little figurine into her pocket. Then-- *feels something in there.*

Elphaba quietly inches Doctor Dillamond's spectacles out of her pocket. She stares down at them, as-- WE HEAR...

WIZARD
Well- it doesn't have to be.

She just stares down at the Goat's spectacles. The Wizard speaks softly, just to her...

WIZARD (CONT'D)

Is that-- your heart's desire?

Elphaba places the spectacles back in her pocket, and turns, coming face to face with him--

ELPHABA

(with great conviction)

No. My heart's desire is for you to help the Animals.

GLINDA

But-- Elphie--

(takes her aside)

Are you sure you don't want to ask for something more personal, like--

But Elphaba cuts her off, continues to the Wizard--

ELPHABA

Something bad is happening to them. They need you.

WIZARD

(after a beat)

I thought you might say that. It's the darndest thing, it's almost like-- I already know you.

ELPHABA

(flooded with relief)

Oh, your Ozness-- I knew you'd understand! That makes me so happy.

WIZARD

Well, that's what I love best. Making people happy.

SONG: "A SENTIMENTAL MAN"

WIZARD (CONT'D)

(sings, guileless; humble)

I AM A SENTIMENTAL MAN

WHO ALWAYS LONGED TO BE A FATHER THAT'S WHY

I DO THE BEST I CAN

TO TREAT EACH CITIZEN OF OZ AS SON--

(beams at Elphaba)

OR DAUGHTER--!

SO ELPHABA, I'D LIKE TO RAISE YOU HIGH 'CUZ

I THINK EV'RYONE DESERVES THE CHANCE TO FLY

Elphaba is now at ease, drinking in his every word...

WIZARD (CONT'D)
 AND HELPING YOU WITH YOUR ASCENT ALLOWS ME
 TO FEEL SO PARENTAL
 FOR I AM-- A SENTIMENTAL MAN...

As the Wizard has been singing, he's led them back to the Oz Head. And we notice, beneath the enormous head: drapes--

At the Wizard's signal, Chistery opens the drapes, revealing... A plain wooden bookstand. On it: an impossibly old, worn book. And we hear the GRIMMERIE THEME...

Suddenly, from behind the drapes, steps...

ELPHABA
 Madame Morrible!

MORRIBLE
 Oh Dearie, I couldn't miss your big moment.
 (noticing Glinda, dryly)
 Neither could you, I see.

GLINDA
 I don't believe it. Is that...?

ELPHABA/GLINDA
 The *Grimmerie*...?

Both Elphaba and Glinda move toward it, as if magnetized...

MORRIBLE
 Yes. Our Ancient Book of Wisdom,
 Thaumaturgy and Enchantments.

GLINDA
 (whispers)
 Can I touch it?

MORRIBLE
 (whispers)
 No.

The Wizard starts to lead Elphaba towards it then-- stops--

WIZARD
 Wait.
 (to Morrible)
 She may not be ready. Casting a spell from the *Grimmerie*-- that's a tall order! I should know!

Elphaba freezes... *cast a spell?* Where would she even start?

MORRIBLE

You're right. We mustn't rush her.
Perhaps today has been too
overwhelming...

Elphaba, her future at stake, wills herself to say...

ELPHABA

No. Let me prove myself... Please.
At least, let me try!

She waits, tries to breathe. The Wizard seems to be *weighing this*. Then he looks over to Morrible; still uncertain. But--
Morrible nods.

Elphaba moves closer and closer to the book... and then...

It opens itself to her.

Elphaba's stunned. This mystical, timeworn entity seems to
recognize her; wants to be read-- by her.

She looks back at Glinda, whose eyes are wide. The Wizard and
Morrible are equally stunned. The Wizard turns to Elphaba--

WIZARD

So. Which spell will you start
with?

MORRIBLE

Well, we've been working on
levitation--

WIZARD

Have you? You know, Chistery, here--
(he motions to Chistery)
You've met Chistery, leader of my
Emerald Guards?

Elphaba meets Chistery's penetrating gaze, is about to speak
to him. But the Wizard pulls Elphaba aside, speaks low--

WIZARD (CONT'D)

He'd never admit it; hates to talk
about himself-- but he watches the
birds so longingly every morning--

ELPHABA

Oh. But-- how could I-- ever--

GLINDA (O.S.)

Elphie--? *Look!*

They turn, Glinda is pointing in amazement at The Grimmerie. Its pages are turning by themselves, a whirl of indecipherable symbols. Until... they stop at:

A PAGE WITH A DRAWING OF WINGS. Elphaba moves to it, gently touches the wings, then the mysterious symbols, entranced...

ELPHABA

Are these-- words?

MORRIBLE

A lost language... our lost language of spells.

As Elphaba moves closer to the Grimmerie--

MORRIBLE (CONT'D)

Don't be discouraged if you can't decipherate it, Dearie, I myself can only read a word or two, and that took years and years of--

Elphaba, transfixed, BEGINS TO CHANT, haltingly at first--

ELPHABA

Ah-- tay...? Tah... tay?

MORRIBLE

(can barely speak)
Praise Oz!

GLINDA

(in awe)
Oh, Elphie...

The Wizard and Morrible take each others hands, thrilled. Glinda stares; proud of her friend (but also-- envious).

And now Elphaba *CHANTS, fluently, feverishly*-- as the symbols in the Grimmerie begin to glow.

WIZARD

(whispering to Morrible)
She can read it!

MORRIBLE

What did I tell you?

The CHANTING seems to emanate from so deep inside her that the Wizard, Morrible, and Glinda involuntarily back away, stunned by this wild, fierce power she's channeling.

But Elphaba becomes aware of... is that MOANING--? Then suddenly: A YELP OF PAIN! Elphaba turns, startled, to see Chistry; he's twitching...

ELPHABA

Chistry! Are you all right?

Chistry tears frantically at his waistcoat; MOANS. Elphaba starts towards him, but Morrible guides her back...

MORRIBLE

It's just the transition, Dearie...

GLINDA

(to Elphaba)

It's just the transition.

ELPHABA

But it's hurting him!

Elphaba breaks free-- rushes to Chistry--

ELPHABA (CONT'D)

Chistry, what's wrong?

Chistry GROANS, writhing, then his waistcoat rips open.

Morrible and the Wizard are now studying Chistry, like two scientists; Glinda is silent, frozen. Then Elphaba GASPS as WINGS BURST OUT OF CHISTRY'S BACK.

As his new wings flap, Chistry rises off the ground for a moment, before falling back down.

WIZARD

Glory-osky!

GLINDA

You... did it, you actually...

ELPHABA

He's in *pain*--!

(to Morrible, desperate)

Quick, how do I reverse it?

MORRIBLE

Reverse it? A spell from The Grimmerie can never be *reversed*, did we not cover that--?

THE SOUND OF FLAPPING WINGS drowns her out. Elphaba rushes past her, towards the SOUND...

88

INT. WIZARD'S PALACE - HALL OF GRANDIOSITY - SAME

88

...where she discovers: the other Monkey Guards struggling, writhing-- SPROUTING WINGS.

ELPHABA

Oh no... *no...!*

Unable to control their new wings, the Monkeys start to zoom into the air, careening like bats with no radar. Elphaba backs away, horrified.

The Wizard, Morrible, and Glinda appear, staring, amazed. The Wizard and Morrible turn to each other-- *unable to hide their joy.*

MORRIBLE

(to the Wizard)

I knew it! I knew she had the power, I told you!

Glinda looks at Elphaba, manages to speak--

GLINDA

That was... astoundifying!

WIZARD

(to Morrible)

It's what we hoped for! *Eyes in the skies!*

MORRIBLE

Yes, they'll make *perfect spies!*

Elphaba hears this, but-- can't make sense of it--

ELPHABA

Spies??!

The Wizard turns to Elphaba, and leads her back into...

88A

INT. WIZARD'S PALACE - THRONE ROOM

88A

WIZARD

You're right. That's a harsh word. How about... scouts? They'll fly around Oz-- and report back any seditious Animal activity!

Elphaba starts to put the pieces together.

ELPHABA

Seditious Animal activity? What are you...?

GLINDA

I'm sure the Wizard has a good reason...

Elphaba stares at the Wizard, realizing...

ELPHABA

It's-- you. You're behind it all. People, turning against the Animals... it's *because of you*.

MORRIBLE

We're doing this to keep people safe. All of Oz will benefit.

ELPHABA

(to Morrible, realizing)
You've known all along... from the moment you met me.

Morrible immediately tries to reassure her--

MORRIBLE

You will benefit, too, Dearie. You must trust me--

WIZARD

Elphaba... when I first got here, there was discord and discontent-- and back where I come from, everyone knows the best way to bring folks together is-- give them a really good enemy.

Elphaba stares at both of them, *seeing them with new eyes*, and then, almost against her will, she *starts to understand*. That the two people she most admires-- *used her*.

ELPHABA

(to herself)
But-- if you wanted spies... why not just make them yourself?

Elphaba opens the Grimmerie, then turns the book around to show him the page of indecipherable symbols.

ELPHABA (CONT'D)

Read it. Cast a spell.

Glinda GASPS at Elphaba's insolence.

MORRIBLE

Miss Elphaba, you are talking to the Wizard of Oz!

ELPHABA
 (to the Wizard)
 You can't read this book at all,
 can you?
 (off his silence)
 CAN YOU?!

The Wizard walks slowly towards Elphaba, speaking gently to her, as if calming a spooked horse...

ELPHABA (CONT'D)
 That's why you need spies. And
 cages... and an *enemy*.
 (a revelation)
 You have *no real power*.

The Wizard looks at Elphaba. No pretense. No guile.

WIZARD
 Exactly. That's why I need you.

She looks back at him, horrified, everything she's ever been taught, ever believed-- *crumbling--*

MORRIBLE
 Think of your future, Dearie!

The Wizard and Morrible move closer and closer to her-- and Elphaba's eyes darken with rage.

ELPHABA
Stay back!

Elphaba's eyes darken with rage. Startled, Chistery, along with the two other Monkey Guards, flaps up to the ceiling--

Elphaba stares up at Chistery-- clearly frightened, and in pain. She can HEAR THE BEATING OF THE OTHER MONKEYS' WING, from out in the hall. All of it-- *her doing*.

The Wizard catches Glinda's eye-- *Reason with her!*

GLINDA
 Elphie, *listen to them. Please.*

WIZARD
 That's good advice, young lady.

He follows Elphaba's eyes: UP TO THE MONKEYS...

WIZARD (CONT'D)
 If you can do this, first time
 out... why, there's no telling how
 far you can go!

Elphaba has stopped backing away.

WIZARD (CONT'D)

And I meant every word, about you
having a home here.

She's focused on the Wizard with every fiber of her being. *Is he persuading her?*

WIZARD (CONT'D)

It'll be you, and me, and, hey-- if
it makes you happy-- maybe even
your friend here--?

Glinda's jaw drops. *Her dream, coming true?*

GLINDA

Really?

WIZARD

Why not?

(sings)

THE TWO OF YOU, IT'S TIME I RAISED YOU HIGH
THE TIME HAS COME
FOR YOU TO HAVE THE CHANCE TO--

ELPHABA

NO!

Elphaba, still holding the Grimmerie-- runs out!

MORRIBLE

Elphaba--!

The Wizard looks at Morrible in horror, who then turns to Glinda, cold as ice--

MORRIBLE (CONT'D)

You want to do yourself some good?
Get her back!

Glinda, scared, nods, then-- runs out. The door SLAMS.

88B

INT. WIZARD'S PALACE - HALL OF GRANDIOSITY - CONTINUOUS

88B

Morrible enters the hall, addresses the Monkeys--

MORRIBLE

If you want to do *yourselves* some
good, and keep your families safe--
you'll stay loyal to our Wizard!

The Monkeys rise into the air...

MORRIBLE (CONT'D)

Don't let her get away...!

At that, the Monkeys explode out of every window, doorway, and skylight.

89

INT. WIZARD'S PALACE - EMERALD HALLWAY - SAME

89

Elphaba runs down a hallway made completely of emeralds as Glinda chases after her--

GLINDA

Elphie, wait!!

Elphaba ignores her, tries various doors along the way-- all locked. Elphaba keeps running, Glinda is falling behind.

The shadows of flying Monkeys dart across the semi-translucent, emerald walls. *Shit's getting real.*

GLINDA (CONT'D)

Elphaba--! Please, just--

The SCREECHING of the Monkeys gets LOUDER, comes closer-- then a Monkey's arm grabs at Elphaba. Glinda screams--

Elphaba barely escapes its grasp, then runs down the hall and skids around a corner-- where the hall comes to an abrupt stop.

She bangs the dead end of the hallway in frustration, and a narrow, hidden door springs open-- she slips through--

ON GLINDA: catching up to Elphaba, the Monkeys FLYING towards her, gaining on her...

Glinda skids around the same corner, hits the same dead end, when suddenly, a green hand appears and yanks her through the secret door, and SLAM! The door shuts behind her.

90

INT. WIZARD'S PALACE - THRONE ROOM/CONTROL ROOM - SAME

90

The Wizard stands behind the curtain, frantically pulls some levers, and the Oz head comes to life--

OZ HEAD VOICE

GUARDS! GUARDS!

The human Guards race into the Throne Room and stand at attention.

INT. WIZARD'S PALACE - DARKENED ROOM - SAME

Elphaba LOCKS the door behind Glinda. It's dark, except for the moonlight shining through a skylight in the roof. The girls STRUGGLE TO CATCH THEIR BREATH.

GALINDA

Where are we? Elphie, please, just--

WIZARD'S OZ HEAD VOICE (O.S.)

Guards! There's a fugitive at large
in the palace! *Bring her to me!*

GLINDA

Elphie. Listen to me--

But Elphaba is staring at a piece of colorful fabric in the distance, illuminated by the moonlight...

Elphaba steps closer, and realizes--

ELPHABA

Glinda, look.

Glinda follows Elphaba's gaze, GASPS. Suddenly, we see what they do...

It's the Wizard's giant hot air balloon, deflated, hanging from the ceiling by its basket.

Just then, the GUARDS BANG loudly against the door.

GUARD (O.S.)

Open up!!

The girls look at each other. *Where can they go?* They run towards the balloon, grabbing onto its tethers, pulling themselves up.

They struggle as they climb up the fabric, using decorative hooks, webbing, and ropes to yank themselves higher.

Suddenly-- The Guards smash through the door with a battering ram!

Elphaba and Glinda climb faster, finally reaching the wicker basket hanging from the ceiling. They struggle to climb into it, then look down to see:

The guards have started to climb the balloon. Glinda and Elphaba look around, desperate...

Elphaba grabs for a sand-bag inside the basket, to throw at them, accidentally triggering the burner mechanism!

The balloon starts to rise-- to the very top of the palace.

92

INT. WIZARD'S PALACE - LOWER ATTIC - SAME TIME

92

Elphaba and Glinda scramble from the balloon's basket onto stairs that lead into

An attic space, cluttered with cobwebs and various dust-covered objects from the Wizard's carny past: a unicycle, a set of juggling clubs, a push-cart labeled "Potions N' Potables" with an old broom on top of it.

Elphaba swiftly pulls a rope loose, and the balloon plummets down, onto the Guards, below.

Elphaba pushes the cart against the door, barricading it, while Glinda paces, fueled with adrenaline and fear.

GLINDA

Oh, this is *not, not, not good...*

But Elphaba is ignoring her. She's staring at the Wizard's possessions, and we now see that many of them are rudimentary prototypes of military uniforms, fantastical inventions, and symbols of power we have seen throughout Oz. Symbols that Elphaba once revered, now revealed to be so fake, so *empty...*

GLINDA (CONT'D)

Why couldn't you stay calm for once?! Instead of flying off the handle--?

SONG: "DEFYING GRAVITY"

GLINDA (CONT'D)

I HOPE YOU'RE HAPPY
I HOPE YOU'RE HAPPY NOW
I HOPE YOU'RE HAPPY HOW
YOU HURT YOUR CAUSE FOREVER
I HOPE YOU THINK YOU'RE CLEVER

Elphaba whirls on her, equally furious--

ELPHABA

I HOPE YOU'RE HAPPY
I HOPE YOU'RE HAPPY TOO
I HOPE YOU'RE PROUD HOW YOU
WOULD GROVEL IN SUBMISSION
TO FEED YOUR OWN AMBITION

BOTH

(glaring at each other)

SO THOUGH I CAN'T IMAGINE HOW
I HOPE YOU'RE HAPPY RIGHT NOW--

Suddenly both break off, HEARING--

MORRIBLE'S VOICE
Citizens of Oz! There is an enemy
who must be found and captured!

CUT TO:

93 **EXT. WIZARD'S PALACE - PALACE STEPS - SAME** 93

Morrible is broadcasting with an Ozian microphone:

MORRIBLE (INTO MICROPHONE)
Believe nothing she says!

94 **INT. WIZARD'S PALACE - LOWER ATTIC - SAME** 94

Elphaba and Glinda listen, frozen, barely breathing, as Morrible's voice is broadcast throughout the palace--

MORRIBLE'S VOICE
She is evil-- responsible for the
mutilation of these poor innocent
monkeys!

GLINDA
Oh no--

MADAME MORRIBLE (SPEAKERS)
Her green skin is but an outward
manifestorium of her twisted
nature. This-- distortion, this--
repulsion, this-- *Wicked Witch!*

Glinda, shaken by Morrible's words, turns to her friend--

GLINDA
Don't be afraid.

ELPHABA
(after a beat)
I'm not. It's the Wizard who should
be afraid. Of me!
(then)
I've got the book. And I'm going to
tell everyone the truth.

Glinda sees her quiet; reflective, takes this as an opening--

GLINDA
Elphaba. Listen to me-- *just say
you're sorry--*

YOU CAN STILL BE WITH THE WIZARD
WHAT YOU'VE WORKED AND WAITED FOR
YOU CAN HAVE ALL YOU EVER WANTED...

ELPHABA

I know.

(sings)

BUT I DON'T WANT IT--
NO-- I CAN'T WANT IT
ANYMORE...

(with new understanding)

I'm not that girl.

(sings)

SOMETHING HAS CHANGED WITHIN ME
SOMETHING IS NOT THE SAME
I'M THROUGH WITH PLAYING BY THE RULES OF
SOMEONE ELSE'S GAME

She's backing away from his pathetic carny stuff, from all
the fraudulence and lies surrounding her...

ELPHABA (CONT'D)

TOO LATE FOR SECOND GUESSING
TOO LATE TO GO BACK TO SLEEP
IT'S TIME TO TRUST MY INSTINCTS
CLOSE MY EYES AND LEAP

Elphaba backs into a narrow spiral stairway. She looks up: *is
that a shaft of sunlight?* She starts up...

ELPHABA (CONT'D)

IT'S TIME TO TRY
DEFYING GRAVITY
I THINK I'LL TRY
DEFYING GRAVITY
AND YOU CAN'T PULL ME DOWN...

Glinda starts after her...

GLINDA

CAN'T I MAKE YOU UNDERSTAND, YOU'RE
HAVING DELUSIONS OF GRANDEUR...?

Elphaba's not listening, she's climbing; higher and higher--
the stairway starts trembling *ever so slightly*-- is it
because the steps are rickety--? Or because--

ELPHABA

I'M THROUGH ACCEPTING LIMITS
'CAUSE SOMEONE SAYS THEY'RE SO
SOME THINGS I CANNOT CHANGE BUT TILL I TRY,
I'LL NEVER KNOW
TOO LONG I'VE BEEN AFRAID OF
LOSING LOVE I GUESS I'VE LOST

WELL, IF THAT'S LOVE
 IT COMES AT MUCH TOO HIGH A COST
 I'D SOONER BUY
 DEFYING GRAVITY
 KISS ME GOODBYE
 I'M DEFYING GRAVITY
 AND YOU CAN'T PULL ME DOWN...

Elphaba reaches...

95

INT. WIZARD'S PALACE - UPPER ATTIC - SAME

95

It's really just a platform, with a window, covered by a tattered black drape. Elphaba kneels, opens the Grimmerie...

GLINDA (O.S.)

No!

Glinda reaches her. Elphaba ignores her, STARTS TO CHANT--

GLINDA (CONT'D)

Not that horrendible levitation
 spell!?

ELPHABA

How else do we get out of here?!

Elphaba continues to CHANT. Glinda slams the Grimmerie shut.

GLINDA

STOP!

Elphaba STOPS CHANTING. Glinda braces herself for wings, but--

GLINDA (CONT'D)

Well? Where are your wings? Maybe
 you're not as powerful as you--

Glinda stops, staring at something behind Elphaba, in shock--

GLINDA (CONT'D)

--think you are...

ELPHABA

Glinda...? What is it...?

Glinda can't speak, she's staring at whatever new, bizarre entity is looming above Elphaba, just behind her head. Elphaba turns... and sees...

A BROOM floating in the air. Slowly, purposefully... it floats closer... her destiny, coming towards her.

Elphaba and Glinda HEAR POUNDING on the door below--

GUARD 1 (OS.)
Open up! In the name of the Wizard!

And the Broom snaps itself, as if magnetized, into her hand! Elphaba stares at it, then rushes to the window, rips away the drape, throws it open-- A GUST OF WIND BLOWS IN.

ELPHABA
Quick! Get on!

Glinda stares at her, speechless. Elphaba climbs out onto the window ledge, turns back to Glinda--

ELPHABA (CONT'D)
Come with me. Think of what we
could do-- *together*.
(sings)

UNLIMITED
TOGETHER WE'RE UNLIMITED
TOGETHER WE'LL BE THE GREATEST TEAM THERE'S
EVER BEEN
GLINDA-- DREAMS THE WAY WE PLANNED 'EM

GLINDA
IF WE WORK IN TANDEM...

BOTH
THERE'S NO FIGHT WE CANNOT WIN
JUST YOU AND I
DEFYING GRAVITY
WITH YOU AND I
DEFYING GRAVITY

ELPHABA
THEY'LL NEVER BRING US DOWN...

Elphaba looks at Glinda, filled with hope--

ELPHABA (CONT'D)
Well? Are you coming?

Glinda stares at her, and for one glorious moment, it feels... *possible!* Until she realizes: it's not. *She can't.*

And Elphaba sees her friend realize this... and is forced to relinquish that dream. She clutches the Broom tighter.

GLINDA
Elphie, you're trembling. Here--
put this around you.

Glinda picks up the drape, and wraps it around her shoulders. It's all she can give her now.

Another gust of wind makes the drape around her flutter. And standing there, against the sky, cloaked in black, with her pointy black hat and Broom, Elphaba becomes, before our eyes-- The Wicked Witch of The West.

MORE POUNDING, like the door is breaking. FOOTSTEPS. The two young women regard each other. This is it.

GLINDA (CONT'D)

I HOPE YOU'RE HAPPY
NOW THAT YOU'RE CHOOSING THIS...

ELPHABA

YOU TOO--

GLINDA

I HOPE IT BRINGS YOU BLISS

BOTH

I REALLY HOPE YOU GET IT
AND YOU DON'T LIVE TO REGRET IT
I HOPE YOU'RE HAPPY IN THE END
I HOPE YOU'RE HAPPY, MY FRIEND...

The Guards reach the top of the stairs, muskets pointed at them. Glinda tries to block their path to Elphaba--but two of the guards grab Glinda, she SHRIEKS--

ELPHABA

Let her go! It's me, I'm the one
you want!

The Guards swarm onto the

UPPER PART OF THE ATTIC, Glinda climbs out there-- Elphaba is moving toward edge-- as the Guards close in--

GLINDA

Elphie, nooo!

ELPHABA

It's me!

Elphaba runs-- *leaps over the edge, and suddenly*

SILENCE. IN HER POV. Eyes shut, she's falling, spinning: and now she's hearing all the harsh, judgmental voices that have echoed throughout her life-- the unkind whispers, the cruel, condescending words of strangers, bullies-- *her father...* Then she opens her eyes, and--

She sees HER CHILD SELF-- right there, reaching out a small, green hand-- Elphaba grabs hold, and suddenly--

It's THE BROOM she's grasping! And just as she's about to hit the ground-- she rights herself, and-- she's flying--!

ELPHABA (CONT'D)

IT'S MEE!!!

(sings)

SO IF YOU CARE TO FIND ME
LOOK TO THE WESTERN SKY
AS SOMEONE TOLD ME LATELY:
"EV'RYONE DESERVES THE CHANCE TO FLY"

She leaves it all behind-- the stupefied Guards, Glinda, her *entire previous life*-- as she swoops and circles the palace--

ELPHABA (CONT'D)

AND IF I'M FLYING SOLO
AT LEAST I'M FLYING FREE
TO THOSE WHO'D GROUND ME
TAKE A MESSAGE BACK FROM ME:
TELL THEM HOW I
AM DEFYING GRAVITY
I'M FLYING HIGH
DEFYING GRAVITY
AND SOON I'LL MATCH THEM IN RENOWN

WE HEAR A THUNDEROUS BEATING OF WINGS-- Elphaba whips around:

Flying Monkeys, led by Chistery, are coming straight for her!

She soars higher-- *higher*-- out of their reach; looks down... She can see it all now: the entire land. *Everything--*

And as the MUSIC BUILDS, we fly across Oz...

ELPHABA (CONT'D)

(sings)

UN-LIM-I-TED--

96

INT. MUNCHKINLAND - GOVERNOR'S MANSION - SAME

96

Governor Thropp and Nessa hear, over their Ozian radio--

MORRIBLE (V.O.)

She has stolen our Grimmerie!

Thropp stands, furious, then staggers, collapses... Nessa, horrified, rolls to him...

97

EXT. SKY - NIGHT

97

ELPHABA

(sings)

UN-LIM-I-TED--!

GUARDS
 LOOK AT HER, SHE'S WICKED!
 KILL HER!

105 **OMITTED**

105

106 **EXT. SKY - SAME TIME**

106

ELPHABA
 BRING ME DOWN!

Down below, Ozians stare up at her, horrified--

OZIAN (O.S.)
 NO ONE MOURNS THE WICKED
 SO WE'VE GOT TO BRING HER ...

But no one can touch her. Elphaba comes into her power, and she's no longer afraid of that power-- she's *embracing it*.

ELPHABA
 (a triumphant cry)
 AHHHH!

And as we HEAR:

OZIAN (O.S.)
 DOWN!

The flying Monkeys seem to be gaining on her-- but Elphaba explodes into hyperdrive! And *disappears from our sight*.

END PART ONE

To BE CONTINUED...