

SMALLVILLE

"Aftermath"

written by Jack D. Malone

Based after the events of,
The complete Fifth Season of Smallville

(c) Jack D. Malone

CAST

CLARK KENT Tom Welling
LANA LANG Kristin Kruek
CHLOE SULLIVAN Allison Mack
LIONEL LUTHOR John Glover
LOIS LANE Erica Durance
MARTHA KENT Annette O'Toole
LEX LUTHOR Michael Rosenbaum
KRYPTONIAN
JOR-EL
ZOD

TEASER

FADE IN:

1 EXT. PHANTOM ZONE - OPEN FIELD - NIGHT.

1

We're TIGHT on a set of closed eyes. A moment's pause and they begin to FLUTTER, slowly opening to reveal the sharp blue colourness of them. A few BLINKS, and we RETRACT to reveal --

CLARK KENT. Hastily rising up, hair blowing in the cold breeze, he looks on down the emptiness. His heart begins to race, fear wipes over his curious expression. He looks both ways, realizing he's in the middle of nowhere.

CLARK
(shouting; echoing)
Hello? Is anybody there? Hello?

His CALLS echo through the open-field. There is no one but him there. Or so we thought. As he TRACKS off down the dusty, snowy field, in hopes of reaching some sort of way out of here, a large PHANTOM grapples onto his back, lifting him up a moment and HURLING him across the FRAME --

Hitting the ground, he ROLLS a moment, grunting with agony as cuts form all over his back. Rising back up to his feet he is instantly TACKLES back down, hitting the ground and fending it off. But his attacks are useless. He is actually BLEEDING.

Like a human being!

A robed FIGURE, leaps in behind the phantom and Clark, as they struggle about on the ground, revealing a small diamond like shape, with the iconic S imprinted on it. A massive light emerges from it, sucking the phantom in.

SCREECHING! CRYING! SHRIEKING! The phantom is sucked into oblivion, and Clark rises up slowly, with a PUFF and a PANT.

CLARK (CONT'D)
Thank you.

But the FIGURE seems displeased. LUNGING towards him, the wind BLOWS BACK the hood of the robe, revealing a BLONDE haired woman. She lands in front of Clark; pulling off a mean ROUNDHOUSE kick, and knocking Clark straight back down.

KRYPTONIAN
Save it, mortal!

(CONTINUED)

1 CONTINUED:

1

Clark is WINDED, looking up at the Kryptonian with blood trickling out his mouth from othe forceful kick.

KRYPTONIAN (CONT'D)

I don't know how you got here. How you found this place. But you won't last two more seconds when I'm through with you!

Clark LEANS up.

CLARK

Where is here?!

Slowly PUSHING forward on the Kryptonians half cocked eyebrows and forming smirk, she speaks --

KRYPTONIAN

(beat)

This is the Phantom Zone.

On her ghastly expression we --

CUT TO:

2 EXT. METROPOLIS - CITY - NIGHT.

2

Riots. Chaos. Mayhem. The whole city is crumbling. People are running through the streets, destroying everything in sight. Cars ZOOM passed the angry hordes of people, and within those horrible riots, is CHLOE SULLIVAN, fighting back with everything she had. A shadowed FIGURES attacks from behind, wrapping a pole around her neck, and strangling her. She FLINGS her legs about as she gets DRAGGED out of view.

As they descend from FRAME, we hear a loud THUMP followed by a whimpering SCREAM, and reentering, we see LIONEL LUTHOR, running with Chloe strapped around him.

The two of them exit into LUTHORCORP, and we --

CUT TO:

3 EXT. LUTHORCORP - ROOFTOP - NIGHT.

3

The city is in ruins. At least that's what it looks like from up here. LANA turns away from the edge of the rooftop, shocked. Her eyes widen, looking right at LEX, who stands, completely neutral.

(CONTINUED)

3 CONTINUED:

3

LANA

All hell is breaking loose out there.
We have to do something to help them.
We can't just stand around on watch.

Lex looks over the city, smiling.

LEX

This is how it is supposed to end.

LANA

End? What are you talking about. With
the powers Fine gave you, you could
end the riots. You could --

LEX

I don't take orders from primitives
like you.

Lana is fierce.

LANA

What has happened to you, Lex? Why are
you so --

LEX

Lex is dead. My name is Zod.

The rooftop door opens, and in enters Chloe and Lionel. Lex immediately turns to them, studying their presence. Stumbling back, Lana fears the worst.

LIONEL

Lex, what are you doing?

Lionel draws closer and closer towards Lex, trying to talk to him; to control him.

LEX

Lionel Luthor. You're as weak as it
gets. Jor-El was too blind to see it.
You're pathetic.

LIONEL

Lex, if you can hear me. Fight it.
Don't let him control you, son. You're
a fighter! Lex, you can --

His eyes glow a sharp red, and FLAMES hurl out, colliding into Lionel's chest and throwing him to the door. Lionel goes down hard. Chloe steps around him, running to Lana.

(CONTINUED)

3 CONTINUED: (2)

3

CHLOE

Lana, come on!

Lex turns around, his attention off Lionel, and onto Chloe.

LEX

No!

Reaching out, he grabs Chloe by the throat. She GRUNTS from the sudden grab, and begins to CHOKE --

Lana tries to pull him off of her but he SLAMS the back of his hand across her face. She is thrown BACK, hits a ventilation fan and rolls to the edge of the rooftop.

CHLOE

L-L-Lex ... please ... stop --

Lex smiles, enjoying the feeling of one's life slipping away in his grasp. Lionel rose up to his feet, scorched clothes, and staggering. Catching his eye, Lex turns to him.

Throwing Chloe back, she SLAMS into Lionel, and the two fall to the ground. A FLASH of light rushes towards Lana and Lex reappears with her in his arms. Chloe looks up, a cut on her face and marks on her neck --

CHLOE (CONT'D)

Lana!

Lex FLIES up off the rooftop, into the distant night, and we:

BLACKOUT:END OF TEASER

ACT ONE

FADE IN:

4 EXT. LUTHOR MANSION - SMALLVILLE - NIGHT. 4

A shot of the mansion, and we are drawn to it, coming in closer and closer before a loud SCREAM roars through, and we instantly, off of that:

CUT TO:

5 INT. LUTHOR MANSION - LEX'S OFFICE - NIGHT. 5

The flailing body of LANA LANG hurls across FRAME, slamming into the glass cabinets and falling to the ground. A small WHIMPER, looking up with one hand on her arm, applying pressure as it aches from the attack. Entering, in all black clothes, is LEX LUTHOR, his jacket swaying below near his feet. He is taken over by Zod --

LEX

So, this is Earth. How very meaningless it is. You mortals are weak. Fragile. I could snap you in two if I so wished.

Lana slowly rises up to her feet, shrieking at Lex as he contemplates the room, studying it.

LANA

Then why don't you. Huh? Kill me!

LEX

Bite your tongue, mortal! You will prove to be a great asset to my plan.

LANA

What plan? How did you even know how to come here? How did you even know what here was?

Lex SPINS around to her --

LEX

Silence! You're curiosity angers me. I don't like to be angered!

(beat)

I knew how to get here, because when I obtained this vessel, I claimed his memories. His feelings.

(beat)

(MORE)

(CONTINUED)

5 CONTINUED:

5

LEX (CONT'D)

Everything. That includes the feelings this mortal coil had for you. For that, you will live. As nothing but a carrier for my heir.

Lana's eyes widen, horror takes over her.

LANA

Touch me and I will kill you!

Lex GRABS her by the throat, pulling her in with a devilish smile. His grin widens, almost demonically.

LEX

You have no authority. You mean nothing in this world. It humours me that you think you can stop me. I am *Zod*. You will kneel down to me! You hear me? *Kneel before Zod!*

Dropping her from his GRASP, she falls to her knees. Blood all around her neck. His nails dug into her skin. She looks up, eyes widening as tears grew in them.

LANA

Go to hell.

Lana reaches for the coffee table, grabbing hastily and throwing it up at Lex. It SMASHES around him, and he stumbles back a step. Lana rises up to her feet, and begins to run.

Disappearing in a FLASH, he reappears in front of her. She stops, gasping in shock.

LANA (CONT'D)

(disappointed)

No --

He grabs her by the throat, and pulls her in.

LEX

I have little time for distractions! I will not hesitate to kill you.

She begins to WHIMPER, scared.

LANA

Let. Me. Go.

Lex GRUNTS with anger. He THROWS Lana away like a ragdoll. She hits the wall, bounces off it, and SLAMS into the next one; falling to the ground completely out of consciousness.

(CONTINUED)

5 CONTINUED: (2)

5

Lex turns off, and faces us. He opens his mouth SHRIEKING with anger, and on that we --

CUT TO:

6 INT. LUTHORCORP - HEAD OFFICE - NIGHT.

6

Chloe stands by the window, looking out with fear. Smoke fills the sky, and her view is blocked. She turns off, to Lionel, who is scattering through drawers of the desk --

He pulls out a GUN and places it onto the table. Chloe spots it and shakes her head.

CHLOE

A gun? Mr. Luthor, honestly I don't think that's his weakness.

LIONEL

Zod has taken over Lex. If you meet with him again, you will die. This isn't to fend him off, Ms. Sullivan.

(beat; hands over gun)

This is to save yourself the pain his torture will shed upon you.

Chloe, shakily, takes the gun. From it, she looks into his eyes; her own widening.

CHLOE

This is really it, isn't it? The end of the world?

LIONEL

No. This is merely the beginning.

The ground begins to SHAKE, rumbling. A small earthquake kicking in. It lasts no longer than a few seconds and Lionel leads Chloe out of the head office, trying to find some safety --

CUT TO:

7 INT. LUTHORCORP - HALL - NIGHT.

7

They two STUMBLE into the hall, out of the head office, and tracking down towards a set of doors that lead into the --

8 INT. LUTHORCORP - OFFICES - NIGHT.

8

A large room filled with offices. The next minor quake kicks in and several computers CRASH to the ground. A small SHRIEK from Chloe and he takes her to the wall.

LIONEL

We need to find a safe place to hide out until all this is over.

CHLOE

Hide? Mr. Luthor, the whole city is falling apart! We have to find a way to stop Zod. Before it is too late.

LIONEL

Its already too late.

Chloe is shocked at all that is happening.

CHLOE

What about Jor-El. Maybe you can try and tap into that vision-having power of yours and try to --

LIONEL

I can't! The connection I shared with Clark's father is gone! We're on our own now.

A moment's pause, Chloe is struggling to think of a way out of this, whereas Lionel is looking on at the destruction and mayhem that is Luthorcorp - and the whole city.

CHLOE

We have to find Clark! He's the only one who can stop Zod.

LIONEL

Check the barn. Maybe he's there.

CHLOE

And what will do?

LIONEL

I'm going to find my son.

Lionel walks off, and Chloe looks on. Her heart is racing, he's going to get himself killed. A small SIGH and she heads off the other way, on her way to the barn --

SMASH CUT TO:

9 INT. PRIVATE JET - NIGHT.

9

The plummeting jet is rattling off course. There's no oxygen in the room. There's nothing but the stench of fear from MARTHA KENT's face; as she slowly FLICKERS her eyes open and shut, struggling to get back up.

MARTHA

L-L-Lois? Lois where are you?

ANGLE: LOIS LANE

Lying on the ground, LOIS LANE comes into our sight, lying behind the curtains with her hand stained with blood that is pouring from her skull. PULL BACK to:

Martha. She can't believe her eyes. More TURBULENCE kicks in and the whole jet begins to TEAR APART --

The widowed woman SCREAMS to the top of her lungs, fearing the worst. The front of the jet RIPS from the rest, and the harsh wind sets in. Martha is being SUCKED back.

MARTHA (CONT'D)

Lois! Aargh!

She is slowly being YANKED BACK, and she she looks over her shoulder, a large white GLOW is pushing at her. Her jaw drops and it consumes her, and the rest of the jet.

We see her FIGURE, a mere shadow in the consuming white light. It BRIGHTENS, and we --

WHITE OUT TO:

10 INT. FORTRESS OF SOLITUDE - ARCTIC - NIGHT.

10

Appearing in an EXPLOSION of white energy, Martha Kent and Lois Lane arrive in the Fortress. Martha's screams ECHO throughout the fortress, fading out as she comes into our sight. She looks over to see Lois, lying next to her, still motionless --

She STANDS to her feet.

MARTHA

H-H-How did we --

Confusion sets in, and she is utterly distraught.

JOR-EL (V.O)

Martha Kent.

(CONTINUED)

10 CONTINUED:

10

The heroic SUPERMAN THEME, stylized to this modern day and age sets in and Martha looks up, a glimmer of hope washing over her.

MARTHA
(knowingly)
Jor-El.

JOR-EL (V.O)
I apologize for us meeting on such
unfortunate circumstances. But the
world is about to come to an end.
(beat)
Zod has been released into the vessel;
having complete control of Lex
Luthor's body.

Martha attempts to take all of this in.

MARTHA
What are you talking about? Why did
you bring me here?

JOR-EL (V.O)
You're world is doomed. Kal-El is
gone. And you are the only one I trust
to bring Zod to his demise.

MARTHA
Clark? Where is he? Tell me!

JOR-EL (V.O)
He is gone. Banished forever within
the Phantom Zone.

MARTHA
(welling up)
Bring him back! You have to bring him
back, I can't lose him!

JOR-EL (V.O)
That is not within my control. He is
on his own. As are you.
(beat)
I gave Kal-El the dagger to defeat the
vessel, in hopes that Zod could never
be released. But he unwillingly used
it to stop Fine.
(then)
All copies of the Brain Interactive
Construct have been destroyed, but
that was the least of his worries.
(MORE)

(CONTINUED)

10 CONTINUED: (2)

10

JOR-EL (V.O) (CONT'D)

Now, the whole world will suffer for his mistake.

MARTHA

Tell me what to do? How can I stop Zod? Please?

JOR-EL (V.O)

You must use the dagger. Find the vessel, and kill him. Its the only way to save your species from total annihilation.

(beat)

Good luck, Martha Kent.

A light ERUPTS around her and Lois, the two being illuminated in it. Completely absorbed into it, they soon disappear and we --

WHITE OUT TO:

11 INT. KENT FARM - BARN - NIGHT.

11

The light sets in once again, and there they are, Martha and Lois, within the safety of their Kent Farm. Martha looks down to her hands, noticing she has something in her hold -- THE DAGGER -- she stares it down, and looks on in complete shock.

Lois begins to sit up, her wounds healed, as are Martha's.

LOIS

Uh, care to explain how we got here?

Martha looks over to see her, standing up. She begins to STAND herself, a bit shook up still.

MARTHA

Lois? Are you okay?

LOIS

Yeah, why?

A small TREMOR and Martha stumbles to the stairs, whimpering as she slightly falls. Lois falls back on a stack of hay, taking a seat before a faint call roars through.

CHLOE (O.S)

Clark! Are you there? Clark?

Martha turns, and in steps Chloe.

(CONTINUED)

11 CONTINUED:

11

CHLOE (CONT'D)

Mrs. Kent? What are you doing here? I thought you were -

MARTHA

Plans changed.

(to Lois)

Uh, Lois, can you go inside the house for a minute. I kind of need to speak to Chloe alone.

LOIS

What? No. Look the last thing I remember was being knocked out from loss of oxygen on a private jet that, by the way, I kinda enjoyed.

MARTHA

Lois, please. I'll explain everything in a minute. But I need to talk to Chloe.

Lois sees that Chloe needs to speak with Martha as well, and nods. She turns off, and heads out. On her exit, Martha and Chloe step into one another, speaking --

MARTHA (CONT'D)

Look, Clark is gone, Chloe. He's trapped in some *Phantom Zone*.

(beat)

And Zod has been --

CHLOE

I know. He's wreaking havoc as we speak. And how can Clark be gone? I thought he was invincible!

MARTHA

He's been imprisoned somewhere. I think there might be a way out, but he has to do it on his own.

CHLOE

What are you and Lois doing back, anyway? I thought you guys were heading to --

MARTHA

(interrupting)

Our plane was hijacked by some Brain Interactive Construct. Jor-El saved us in the nick of time.

(MORE)

(CONTINUED)

11 CONTINUED: (2)

11

MARTHA (CONT'D)

(beat)

Next thing you know, we're at the
Fortress, and he gives me this.

Martha brings up the BLADE. Chloe begins to study it.

MARTHA (CONT'D)

He said the only way we can save the
world is if we kill Lex.

CHLOE

Sounds easier than you think. Not only
does he possess the same powers as
Clark, a Kryptonian Soldier has taken
over his body.

(beat)

There's no way we could get close
enough to kill him with this thing.

MARTHA

I don't care what it takes to stop
him. I lost my husband, Chloe. And I
will not lose my son because of some
stupid Kryptonian Soldier! I just
can't. We have to stop Zod.

(beat)

Even if it means risking our lives.

Chloe can see through her pain.

CHLOE

Okay. But we'll need Lois to come with
us. Even though we can't let her in on
this whole *Zod* issue; she can still
help us. Especially if we're going to
need some muscle.

On the shot of the two looking at each other with
determination, we --

SMASH CUT TO:

12 EXT. PHANTOM ZONE - OPEN FIELDS - NIGHT.

12

A large gush of wind BRUSHES passed Clark, as he STUMBLES
back from the Kryptonian warrior that stands in his midst.

KRYPTONIAN

Answer, me mortal!

CLARK

Stop calling me that!

(CONTINUED)

12 CONTINUED:

12

The Kryptonian unveils two short BLADES --

KRYPTONIAN

But that's what you are! The stench of humanity drips off you like sweat. It sickens me to the core.

CLARK

I'm not a mortal. I was sent to Earth by my father, Jor-El!

Again, the SUPERMAN TUNE sets in, picking up volume.

CLARK (CONT'D)

I come from Krypton!

KRYPTONIAN

Kal-El. I thought you were a myth. One in which was to spread hope among us Kryptonians.

CLARK

I thought I was the only one that survived. But there are more, aren't there?

KRYPTONIAN

No one was meant to survive. But this Kryptonian Prison, known as the Phantom Zone, is home to many of our kind. Mostly evil.

CLARK

You say its a prison? Would that make you an inmate?

KRYPTONIAN

No! I am a guardian. I keep this place intact, as Jor-El would wish upon me to do. This whole place is filled with Phantoms. If one were to escape into your world, dire consequences would soon follow.

CLARK

I have to get back to Earth! There has to be a way. Zod will destroy the whole planet if I do not return!

KRYPTONIAN

Zod? You can not stop him? He is a Solider! He will kill you!

(CONTINUED)

12 CONTINUED: (2)

12

CLARK

I don't care. They need me!

KRYPTONIAN

I'm sorry. But Earth is a lost soul now. I wouldn't send you back there to face such a being.

(beat)

I wouldn't wish it upon my greatest enemy. Wherever Zod goes, chaos will follow. Your planet will be destroyed, and as the last son of Krypton, you can not go back; for if you will, our entire race will be extinct.

CLARK

I don't care about our race! I wasn't sent to Earth, just to watch it fall to bits.

(beat)

You have to find a way to send me back. I have to stop Zod.

The Kryptonian STRIKES her blade --

KRYPTONIAN

I said no!

Blood SPLATTERS across the ground, a large cut appearing on Clark's cheek. He looks toward her, and SNEERS.

CLARK

If you won't help me. I'll find another guardian in this hell that will.

Clark WALKS off, away from her --

KRYPTONIAN

Wait! Kal-El!

He continues to walk off. As he does a large PHANTOM swoops in and grabs him. It throws him to the ground and starts SLASHING at his chest. Cuts and blood are showing up all over him and he SHRIEKS with agony.

The Kryptonian Warrior RUSHES over towards him.

KRYPTONIAN (CONT'D)

Kal-El --

(CONTINUED)

12 CONTINUED: (3)

12

She RACES over but a phantom appears from behind her, running its clawed hand through her back. She SCREAMS with complete agony, PULLING away from him and SLASHING its throat out with her knives.

She drops the two DAGGERS, and falls to her knees.

The phantoms increase, attacking Clark. He PUNCHES one off, kicks the other two away and runs over to the Kryptonian.

Touching the blade, it LIGHTS up and the phantoms SHRIEK from it, fleeing --

He watches as they flee, unaware of what just happened when he touched the blade. He kneels down to her --

CLARK

I'm sorry. I-I'm so --

KRYPTONIAN

I. Tried. To. Tell. You --

CLARK

I know. I'm sorry. I'm really.

She places a large SYMBOLIC item in his hand, a large "S" imprinted on it. He takes it, looking down at her, as she struggles to breathe.

KRYPTONIAN

There's a gateway. Up over the hill. The blood of a Kryptonian is the only thing that can open ... open it. But be careful. If the phantoms spot you, they will try and go through the portal themselves.

CLARK

I'm not leaving you here to die. I'm taking you with me.

KRYPTONIAN

N-No you can't --

CLARK

Yes, I can. Under yellow sun, your wounds will heal.

KRYPTONIAN

I won't make it up the hill, Kal-El.
(beat)
Just go.

(CONTINUED)

12 CONTINUED: (4)

12

Clark LIFTS her up, carrying her in his arms.

CLARK

No. You're coming with me.

Clark SETS off, over towards the hill, and as he starts, we slowly, yet suddenly --

BLACKOUT:

END OF ACT ONE

ACT TWO

FADE IN:

13 INT. LUTHOR MANSION - LEX'S OFFICE - DAY.

13

Slowly awakening, Lana finds herself lying on shattered glass and the floor of Lex's office, that has now got large gaping CRACKS through it.

Standing to her feet, she looks at her surroundings.

Over by the window, stands Lex. He is contemplating the world itself, as it slowly falls apart. He is unaware Lana has awoken.

A small SIGH, trying to go through with her plan, Lana picks up the large SHARD OF GLASS and slowly approaches him from behind. RAISING it up behind her head, she GASPS --

A loud SHRIEK, pulling the shard down on him and he SPINS around to counteract the attack. He grabs her with one hand, and grips her arm with his other.

LEX

Such a pity.

He PULLS her shard holding hand down to her gut, causing her to STAB herself. Lana GRUNTS, a small SCREAM as it slips through --

LEX (CONT'D)

You could have been the Queen at my thrown.

Turning the shard, it TEARS open more skin and she CRIES, feeling it SLITHER deep --

The doors OPEN and in steps Martha, the blade visible in her hand. It shines a light on Lex and he turns to face her, SNEERING --

LEX (CONT'D)

Come to kill me?

MARTHA

I'm sorry it has to be this way. I truly am.

Lex THROWS Lana aside, and she hits the side of the desk, bouncing off it and hitting the ground.

(CONTINUED)

13 CONTINUED:

13

Blood SPLATTERS across the floor, and Martha slightly SHRIEKS from the sight of that --

Zod SPEEDS up to her, and Martha SLASHES the blade of the dagger. She misses and Zod ends up behind her. He grabs her in a HEADLOCK, and Martha chokes.

LEX

What is with your species. You never learn, do you? You can not kill me.

Stepping into FRAME, cousins Lois and Chloe reveal themselves. Chloe COCKS her gun, and aims, whilst Lois jumps into her fighting stance.

LOIS

Care to wager on that, Lex?

Lex turns to them, throwing Martha to the ground. She hits it, SLIDING across, the blade still in her hand. Lois steps forward, pulling off a mean ROUNDHOUSE kick.

Lex is THWARTED harshly. He smiles, turning his head back at her and SLAPPING her across the face. The impact THROWS her up in the air, and she hits the wall. Falling back down, and landing on her knees.

CHLOE

Lois!

Lex STEPS to Chloe, who aims the gun. She PULLS down the trigger, but he places his hand over it. BANG! The bullet is destroyed within his grasp and he pulls her forward, using the gun, and then PUSHES her to the desk.

Chloe SLIDES over the desk, and falls to the other side.

Standing, Lois goes to get back into the fight. But Lex simply SHOOTS a large ray of flames at her. Lois is THROWN back against the wall, yet again, engulfed with flames that, once dissipate, leave her unconscious on the floor.

Rising up in a hasty matter, Martha CHARGES at Lex, the dagger close behind her, raised up high. She comes in hard, SLASHING the blade. As she misses, Chloe stands from behind the desk, gun in hand.

BANG!

She fires again, the bullet bounces off his back and hits the gun she holds. She SHRIEKS, burning her hand, and dropping the gun.

(CONTINUED)

13 CONTINUED: (2)

13

Martha turns, facing Lex who easily disowns her of the dagger, ELBOWS her in the face, and ZOOMS up to Chloe, who steps forward to help out the widowed redhead.

CHLOE (CONT'D)

Ugh!

The FLASH of speeding light stops, brushing passed Chloe, and we're TIGHT on the dagger, as it is stuck in her gut.

Slowly PULLING UP from that, we see a light, forming from the blade and engulfing the reporter. It envelopes her, and rushes from the blade to her eyes.

Kryptonian symbols scan over her eyes and she BLINKS, her eyes revert back to normal before she drops to her knees, the blade now pulled out of her by Lex. He KICKS her in the head and she falls unconscious. He looks at the damage in the room, spots Lana who is slowly trying to CRAWL away, and SHOOTS towards her.

His zooming light grabs her and the two of them disappear --

SMASH CUT TO:

14 INT. GATEWAY - PHANTOM ZONE - DAY.

14

Entering the Gateway, Clark holds the wounded Warrior in his arms, and lets her down by the large pedestal like rock, with a symbolic Kryptonian outline on it.

He looks to her --

KRYPTONIAN

You have to ... spill your blood over the symbol. It will take us out of here.

Clark turns to face her now.

CLARK

How come you haven't done this before. To escape?

KRYPTONIAN

I made a promise to your father. I promised ... promised him to watch over the Phantom Zone. To become a guardian. So that when he ... when he passed, he'd know it was in good hands

--

(CONTINUED)

14 CONTINUED:

14

Blood begins to drip from her mouth. She wipes it off, and looks sternly at Clark.

KRYPTONIAN (CONT'D)

Now hurry! We don't have much time
'till they find us here.

Clark takes the blade and CUTS open his flesh, bleeding upon the symbolic pedestal. It LIGHTS UP, the symbolic "s" flashing, BRIGHTER and BRIGHTER, before a portal RIPS open and he is SUCKED in --

Following in behind him, the portal SPREADS over the Kryptonian and she disappears as it FADES into oblivion.

JUMP CUT TO:

15 INT. KENT FARM - BARN - DAY.

15

A large portal RIPS through the atmosphere, and both Clark and the Kryptonian Warrior appear in the Barn of the Kent Farm. A huge SMILE forms on his face, and he turns around to see her healed. She sits up --

KRYPTONIAN

H-H-How is this possible?

CLARK

I told you. Under yellow sun, our wounds heal.

The Kryptonian sits up.

KRYPTONIAN

Which means Zod, in this world, can too. That makes him almost indestructible. We may not be able to stop him.

CLARK

We'll find a way.

KRYPTONIAN

How can you act so calm? The planet you're trying to save is facing total annihilation and yet you appear to be so --

CLARK

I have not, and will not, give up on these people.

(MORE)

(CONTINUED)

15 CONTINUED:

15

CLARK (CONT'D)

I know my heritage, and know that I truly am not one of them, but deep down I --

(beat; pause)

A part of me will always be human. And I will not lose that. I will fight for it.

KRYPTONIAN

If you keep yourself with these mortals. These humans. You will never be able to embrace your full Kryptonian Heritage. And you will never be a true Kryptonian.

CLARK

What if I don't want to be a true Kryptonian?

KRYPTONIAN

Then you will never reach your full potential. And your father would be ashamed of you.

CLARK

My father is dead.

KRYPTONIAN

You are not a human being.

CLARK

I know that!

KRYPTONIAN

(beat)

Then quit acting like one!

A small PAUSE reaches the room, the two angrily staring at one another.

KRYPTONIAN (CONT'D)

The mission is to stop Zod. The only way you can do that is if you reach your full potential.

(beat)

If you accept your full Kryptonian heritage, and embrace your destiny!

CLARK

My father sent me here to save this planet. And I will.

(CONTINUED)

15 CONTINUED: (2)

15

ZOOMING off, he leaves her alone. She looks on, fear in her eyes; fearing his death. She looks back and forth, contemplating what to do as we then --

SMASH CUT TO:

16 INT. SMALLVILLE MEDICAL CENTER - CORRIDOR - NIGHT.

16

The singed body of Lois Lane is dropped onto the gurney, sliding her off into another room. The doors close behind her and we PULL BACK in on Martha and Chloe, who stand, watching on. Martha turns to her son's best friend --

MARTHA

Chloe, are you sure you're alright?

CHLOE

To tell you the truth, Mrs. Kent, I feel fine. Nothing a little rest won't fix.

MARTHA

God, I hope Clark can find his way home. I wouldn't know how to cope without him. It hurt enough when Jonathan --

(pause)

I just don't know how I'd hold up.

CHLOE

Good thing we don't have much time left for worrying about that.

(beat)

Looks like Zod's arrival has done more damage than we thought. City's going down fast, and we can't do a damn thing to stop it.

Stepping towards the window Chloe is standing by, she peers through the blinds and looks out.

ANGLE: MARTHA'S P.O.V

The city, Metropolis. There are large cracks in the ground, even some across the buildings. Cars are seen, all destroyed through the city --

Martha turns away, and faces Chloe.

MARTHA

How did all this happen?

(CONTINUED)

16 CONTINUED:

16

CHLOE

Since Zod has arrived, a lot of natural anomalies have been kicking into effect. Earthquakes being one of them.

MARTHA

But why? Its not like Zod has that kind of power over the city.

CHLOE

I don't think its Zod who's doing all of this. Maybe its Jor-El.

A loud BEAT and Martha is intrigued.

MARTHA

Jor-El?

CHLOE

Face it, Mrs Kent, Clark's absente biological father always sticks his head into his life whenever he gets the chance to. Maybe he's doing all of this to warn us.

(beat)

To try and scare us into running. So we don't have to face up against Zod. Then again, he doesn't really care about --

MARTHA

He cares.

Chloe is shocked about Martha standing up for Jor-El.

MARTHA (CONT'D)

He definitely cares, Chloe.

The ground begins to shake, more intensely, and we --

SMASH CUT TO:

17 EXT. DAILY PLANET - METROPOLIS - DAY.

17

The large iconic logo for the Daily Planet drops from the sky, crashing down on parked cars, and buildings. Flames shoot up into the air, and STAGGERING people SCREAM, being hurled away from the sight from the impact of the explosion.

More signs drop from up high and we make our way towards the structure of the Daily Planet as a car PULLS UP out front.

(CONTINUED)

17 CONTINUED:

17

Exiting, Lionel Luthor steps into view, looking up the building, trying to see the origin of the logo's destruction.

We STRETCH up the building, higher and higher, making our way up to the --

18 EXT. DAILY PLANET - ROOFTOP - DAY.

18

Standing on the rooftop, Lex Luthor, under the influence of Zod, stands, watching over the city. Next to him, Lana Lang stands, injured and continuously bleeding out.

LANA

I ... need to get ... to a hospital.

LEX

There's no time for that. Soon this world will be under my control. Once I bring my army forth, there will be no mortal survivors. And the world will become a new age for all Kryptonians alike!

CLARK (O.C)

Don't count on it, Lex.

Turning around, Lex spots Clark, his eyes widening. Lana too turns, shocked --

LANA

Clark, get out of here. He'll kill you! Clark, please!

LEX

Be quiet!

Lex SHOVES Lana aside. She hits the ground, and rolls unconscious, sprawled across the ground. He turns back to Clark who looks on, worried.

LEX (CONT'D)

You're not one of these people, are you? I can sense it. You're like me.

(beat)

You're ... Jor-El?

CLARK

No. I'm his son.

Clark ZOOMS at Lex, grabs him, and STRUGGLES to throw him. Lex SPINS around, maneuvering Clark away from him, before throwing him at the wall.

(CONTINUED)

18 CONTINUED:

18

THWACK! Clark slams against it, falls to his knees, and looks up at Lex as he approaches closer.

LEX

Ah, yes. The last son of Krypton. Pity you weren't much of a challenge.

The door KICKS open and in steps Lionel.

LIONEL

Clark, wait!

LEX

You again. It appears you pay more attention to me than you did with Lex.

Lionel SHARPLY looks at him.

LEX (CONT'D)

He wants me to kill you.

Clark STANDS.

CLARK

Which means Lex is not dead. There's still a chance to save him.

LEX

All there is left is nothing but a mind. His body is mine. His veins are now coursing with my own blood. He is gone. And you can not save him.

LIONEL

Leave my son alone, Zod!

Pulling out a large glowing shard of Kryptonite, Lionel begins to approach Lex. Clark GRUNTS, the energy glowing brighter than any other piece he's seen before. He stumbles back to the wall, holding himself up against it, as Lex stumbles back towards the edge.

LIONEL (CONT'D)

Do you understand me? Be gone!

Lionel PULLS the shard back and STABS it into Lex's shoulder. It glows BRIGHTER, and Lex drops to the edge - barely holding himself up off of it.

Struggling to pull the shard out, he slips and almost falls down to his doom. Lionel PULLS him up by his jacket.

(CONTINUED)

18 CONTINUED: (2)

18

LIONEL (CONT'D)

Lex. If you can hear me, I need you to know that I am truly sorry. For everything.

Clark, having the effect of the Kryptonite gone, begins to stand back up to his feet.

CLARK

Lionel, no!

LIONEL

Goodbye, Lex.

Lionel DROPS his son off the edge of the rooftop, and the figure PLUMMETS out of sight. As Clark reaches Lionel, he pulls him away from the edge, startled.

CLARK

Why did you do that?!

LIONEL

Each of us must face our defining moment, Clark. Its what shapes our destiny. What brings us closer to it.

(beat)

If we're not willing to act on it, when the opportunity presents itself, then we merely become cowards.

CLARK

We could have saved him, Lionel. We could have saved Lex!

A large FLASH of light SHOOTs back up from the bottom of the of the city, SLAMMING into the two and throwing them apart from one another. Landing, blood rushing down his shoulder, but the Kryptonite gone, is Lex.

LEX

No, you couldn't.

Lionel sits up, eyes widening.

LIONEL

Lex.

LEX

No, you narcissistic fool. My name is Zod. And you will kneel.

Lex PULLS him up, and closer towards himself.

(CONTINUED)

18 CONTINUED: (3)

18

LEX (CONT'D)
Or you will die!

Throwing Lionel behind him, the hurling FIGURE collapses over the edge, and out of sight. Clark steps forward, reaching out for him --

CLARK
Lionel!!

Clark is grabbed by Lex and the two ZOOM off out of sight. We hear a large GRUNT from Lionel and we --

CUT TO:

19 EXT. METROPOLIS - CITY - DAY.

19

There stands the Kryptonian Warrior, with Lionel in her grasp. She lets him back onto his feet, and he can't believe his eyes. The rush of falling nearly killed him from shock alone; but he was saved by another.

SMASH CUT TO:

20 INT. FORTRESS OF SOLITUDE - ARCTIC - DAY.

20

Lex ZOOMS into the Fortress with Clark in his grasp, throwing him to the ground hard. Clark rolls out of sight, and Lex fills the FRAME.

LEX
Why must you fight me, Kal-El. You should join me in the fight for our race. For a new age.
(beat)
Its been too long since we've ruled.

CLARK
This is not right! What you're doing is not the way to go!

LEX
I will not let our species die out that easily.

CLARK
Its too late. There's nothing you can do, Zod. When I first came here, when my parents sent me here, I thought I was alone. But there were others out there; but they didn't all --
(beat; pause)
(MORE)

(CONTINUED)

20 CONTINUED:

20

CLARK (CONT'D)

Krypton has been destroyed. We can't undo that. Nor would I want to.

LEX

Nor do I. This, Earth, will be our new Krypton. And I will be ruler.

(beat)

With the orb, I can resurrect the people from the lost city of Kandor, and rule this Earth, bringing forth a new race of Kryptonians. A much stronger race.

CLARK

Don't do this. I don't want to be the one to stop you!

LEX

Don't worry. You won't get in the way.

Stepping forward he SWINGS his arm, SLAPPING Clark across the face. Clark gets LIFTED up off his feet and goes hurling towards a large set of frozen spikes, that SHATTER --

He drops to the ground, rolls through the snow, out of consciousness. We PULL IN on:

Lex. He turns to face the large concealed cell and PULLS out the spikes locking it up. Glowing, in his sight, is the large orb in which holds the lost city of Kandor. He turns, and faces us.

A wicked grin forms on his face, and off that, we --

BLACKOUT:END OF ACT TWO

ACT THREE

FADE IN:

21 EXT. METROPOLIS - CITY - NIGHT. 21

Night has washes over the city once again; Metropolis in a much worse start. Peering down on it, we hear car alarms going off, riots still going on, and glass in shop fronts being SHATTERED by thugs and bandits.

CUT TO:

22 INT. FORTRESS OF SOLITUDE - ARCTIC - NIGHT. 22

Lying on smashed frozen spikes, Clark awakens, RISING to his feet in a hasty matter. Darkness is all around him, before a blinding brilliant white light SHOOTs upon him, illuminating him. He looks up to it --

JOR-EL (V.O)

Kal-El, my son. It is time.

CLARK

Time for what?

JOR-EL (V.O)

Time to embrace your full Kryptonian destiny. If you ever wish to stop Zod, you must take in the knowledge, and full power of a Kryptonian.

CLARK

No. I can't. I'm not ready. Not now.

JOR-EL (V.O)

If you don't, Zod will kill you, and the rest of humanity, if he hasn't done so already.

Clark begins to beg.

CLARK

Please. There has to be a way to stop Zod that doesn't kill Lex in the process. I'm begging you, Jor-El.

(beat)

I have to save Lex.

JOR-EL (V.O)

There is ... a way. But, I fear it may take your life along with his.

(CONTINUED)

22 CONTINUED:

22

CLARK

I'm willing to risk it.

JOR-EL (V.O)

There is a crystal. It has the unique ability of draining one's essence.

(beat)

If he uses it against you, my son, you will be instantly killed.

CLARK

If I'm going down, I'll take him with me. Now where can I find this crystal.

On that we --

SMASH CUT TO:

23 INT. SMALLVILLE MEDICAL CENTER - LOIS' ROOM - NIGHT.

23

From the closed door, we begin to DRIFT off towards Chloe, who looks on at her unconscious cousin. A small sigh, and she feels a small SIZZLING burn on her back. A little HISS out of pain and she approaches the standing mirror.

Pulling the back of her shirt up, she spots an alignment of Kryptonian symbols, burning on her back. There are a total of three, the middle being the biggest.

LOIS (O.C)

Chloe ... what are you doing?

Chloe drops the shirt back down and turns to face her cousin, a fake smile forming --

CHLOE

Uh. Nothing. Lo. Are you feeling alright? Took it pretty bad back there.

LOIS

Yeah, I should be fine. I mean, I will be, right?

CHLOE

(small giggle)

Don't worry, Lois. The doctors said you have minor burn injuries. They should heal up in the next few days, possibly weeks.

(CONTINUED)

23 CONTINUED:

23

LOIS

Ugh, this sucks. Where's Mrs. Kent?

Chloe sits down.

CHLOE

She went back to the barn. Probably hoping to find Clark back from this Phantom Zone or whatever.

(beat)

She's pretty freaked out, Lo.

LOIS

Who isn't?

CHLOE

T'yeah. Tell me about it. The place has turned into Zod's own personal playground and there's --

LOIS

(interrupting)

Zod? Who's Zod?

CHLOE

Err ... uhm. What I meant to say was --

A doctor enters, and Chloe stands to greet him.

CHLOE (CONT'D)

Oh, look. A doctor. Hey!

DOCTOR

Uhm, I believe visiting hours are over, Miss --

CHLOE

Sullivan. Chloe Sullivan. And, sorry, I was just checking on my cousin.

DOCTOR

Oh. So you two are related?

LOIS

She got the brains of the family. Alls I got was the kick boxing moves the general taught me. So, doc, when can I get out of here.

(CONTINUED)

23 CONTINUED: (2)

23

DOCTOR

In case you haven't noticed, here is the only place where all hell isn't breaking loose. We've had Earthquakes, signs of hurricanes coming through, and other nasty occurrences.

(beat)

Here in the hospital is the best place to be right now, Ms. Lane.

LOIS

Sure. If you like eating plastic for dinner, and being hooked up to machines, then yeah, I guess it is.

DOCTOR

Ms. Lane, please --

LOIS

(to Chloe)

Least they got the cute doctors, eh?

The doctor smiles, but shrugs it off; Lois spotting his smirk and smiling back.

DOCTOR

I can see you're better.

SMASH CUT TO:

24 EXT. METROPOLIS - STREETS - NIGHT.

24

A zooming flash of red and blue light turns into the superhero figure of Clark Kent, entering the streets of Metropolis with a large symbolic crystal in his grasp.

ANGLE: CLARK'S P.O.V

Through the eyes of Clark, we see the Daily Planet. A large window, broken and SHATTERED - probably where Zod had entered through. On that we come back to --

Clark. He pulls the crystal up into sight, knowing just what exactly he has to do.

CUT TO:

25 INT. DAILY PLANET - HEAD OFFICE - NIGHT.

25

Falling from Lex's hold, Lana Lang drops to the office desk, blood dripping from her mouth, her life slowly slipping away.

(CONTINUED)

25 CONTINUED:

25

LANA

Wh-Wh-Why did you bring me here?

LEX

It is to my understanding that you mortals have unique ways of sharing current events. I want the whole city to know that I am here to stay.

LANA

I think the city knows that its being taken over by a psychotic maniac. Why else would the place be falling to the ground.

LEX

(beat)

That is not my doing.

Confusion washes over her.

LANA

Excuse me?

LEX

Someone else is behind this. I, am simply here to create a new world.

(beat)

A world where my kind can reclaim what is rightfully ours. What we deserve!

LANA

What you deserve is to die a slow, painful death!

LEX

I grow tired of you fast, mortal.

LANA

Good. Then leave.

Lex GRABS her by the throat --

LEX

I am Dru-Zod. I am a soldier.

(beat)

You are nothing but a --

A massive HEADBUTT, and he drops her from his hold. Lana falls back onto her feet and takes a step back.

(CONTINUED)

25 CONTINUED: (2)

25

LANA

I don't care *who you are*. In this world. In this city. You are alone.

(beat)

You are nothing.

Lex CLENCHES his fists, angered.

LEX

How. Dare. You!

He takes a massive SWING, and suddenly everything begins to go in a SLOW MOTION like form. Colours of time begin to appear behind him and as his fist is about to meet with Lana's cheekbone.

A FLASH OF LIGHT and it engulfs Lana, fading away, she is gone, and the colours of light fade from Lex. He is thrown forward, punching air.

He looks on, spotting Clark, standing in front of him.

CLARK

Its time you went back to the Phantom Zone where you belong, Zod.

LEX

Give it your best, Kal-El.

Clark grabs Lex by the shoulder, whereas Lex grabs Clark by his jacket. The two THROW each other to the side, SMASHING out the window. As they fall from sight we PULL BACK, in on:

Lana. She slowly rises out from behind the desk, hand on head, looking at the chaos without a clue of what happened.

CUT TO:

26 EXT. METROPOLIS - STREETS - NIGHT.

26

A huge BANG, and a large ring of impact explodes through the ground. The smoke clears and we reveal Clark and Lex, at heads with each other.

The two begin to trade blows in the city, some getting through, punching each other, but most of them blocking one another's attack.

THWACK!

(CONTINUED)

26 CONTINUED:

26

Clark is THROWN BACK in a trance, zooming off his feet and hurling back towards the ground. He hits it, sliding across it; the ground coming up as he SHOOTS through it.

A moments pause before he begins to stand back up. Back up on his feet and a large car HURLS through the streets, coming into sight. It bounces off the ground before coming into Clark's hold; catching it.

Placing the car down he SHOOTS at him, running as fast as he has ever run before. Lex, too, runs and both of them meet --

BANG!

A wave of collision explodes off them, wiping out buildings around them. Clark stumbles back, worn out, and SWINGS a wide punch --

Lex catches Clark's fist.

LEX

Why must you betray you me, Kal-El. We are from the same planet.

CLARK

Because you are trying to bring back something that is long gone. Krypton didn't have a chance of surviving their own civilization; but this planet still has a chance.

(beat)

And you're trying to destroy that, just because the people of our planet were to blind to see the truth!

LEX

You disgust me. I'm sorry it must end this way, but I can not allow you to interfere with my plan.

Lex PULLS Clark in by his fist, HEADBUTTS him, and then knocks him down to his knee with a PUNCH across the jaw.

Lex pulls his arm back.

LEX (CONT'D)

Kneel before Zod.

Clark looks up; his face bruised.

LEX (CONT'D)

Kneel!

(CONTINUED)

26 CONTINUED: (2)

26

Performing the famous kneel, Clark convincingly proves himself worthy of Zod. A smile forms on Lex's face and he reaches out to him.

Reaching for his hand, Clark begins to rise up. Then, as if it seems Clark has given up, he PULLS Lex in, and SLAMS the crystal onto his chest.

LEX (CONT'D)

Aargh! Wh-Wh-What are you doing?

The essence of Zod begins to SUCKED OUT of Lex's body, reaching out and SHRIEKING. It rises up high, out of his body, before being completely sucked into the crystal.

Lex DROPS to his knees, falls back, completely unconscious.

On Clark's look of worry we --

BLACKOUT:

END OF ACT THREE

ACT FOUR

FADE IN:

27 EXT. METROPOLIS - CITY - DAY. 27

Sunlight shines throughout the whole city of Metropolis, the city recovering from the events of the Earthquakes, and Zod's arrival. From this establishing shot we --

DISSOLVE TO:

28 EXT. DAILY PLANET - METROPOLIS - DAY. 28

A shot of the Daily Planet, ZOOMING UP it towards the large logo up top of the spinning planet --

DISSOLVE TO:

29 INT. DAILY PLANET - OFFICES - DAY. 29

There she stands, among the offices of the Daily Planet in the basement of the place, so to speak. She looks nervous, worried. Stepping into the building, Clark appears.

CHLOE

Clark? Oh thank god!

Running towards him, she wraps herself around him, hugging him with relief. We slowly PAN AROUND the embracing hug, before they pull away from one another --

CHLOE (CONT'D)

Why didn't you come and tell us that you were okay? Your mother has been worried sick, Clark.

CLARK

I'm sorry, Chloe. Everything was just happening so fast. I couldn't --

CHLOE

Don't worry Clark. You had to go save the world. I get it.

(beat)

Just next time, a phone call wouldn't hurt. Mrs. Kent isn't the only person who worries about you, you know.

Clark can see the hurt in her eyes.

(CONTINUED)

29 CONTINUED:

29

CLARK

Chloe, about the kiss --

CHLOE

Don't worry, Clark. The world was ending. It didn't mean anything more than that. I mean, I you're my best friend. I couldn't ask for anything more.

Clark is actually surprised.

CLARK

B-But I thought --

CHLOE

Oh, Clark, come on. Your destiny is far too big to be shared with somebody else, and you know it.

Chloe gives off a fake smile, turning away and heading towards the elevator. TIGHT on Chloe - her fake smile drops and she looks upset. She turns off and we PULL BACK in on Clark. As he looks on, confused, background music begins to pick up --

SONG: Flowers for a Ghost - THRIVING IVORY

On Clark's face we --

DISSOLVE TO:

30 INT. METROPOLIS GENERAL HOSPITAL - LEX'S ROOM - DAY.

30

Sitting by the end of the bed, Lana Lang looks on to see Lex, attached to a life support system. She reaches for his hand, pulling it close to her heart, before collapsing her head onto his chest, crying.

DISSOLVE TO:

31 INT. LUTHOR MANSION - LEX'S OFFICE - DAY.

31

In enters Lionel, looking on. He approaches the desk, by the window, and contemplates. Picking up a framed photograph of his son, he brings it up towards his sight. A sigh, and he places it back down, turning to face the sun as it shines through, illuminating him.

DISSOLVE TO:

32 INT. KENT FARM - KITCHEN - DAY. 32

Closing the fridge, Martha steps towards the kitchen bench with a carton of milk. She pours herself a drink, and goes to skull it down. She stops; unable to drink. She places it back down and turns away from us.

TIGHT on her face, she is trembling. Unaware of where Clark is, or if he is even back from the Phantom Zone.

DISSOLVE TO:

33 INT. METROPOLIS GENERAL HOSPITAL - LEX'S ROOM - DAY. 33

In steps Clark, looking on to see Lana crying over the comatose Lex. Feeling his presence, she looks up. Rising to her feet, she wipes her tears away, collapsing into the arms of Clark in an embraceful hug.

Clark pulls her in closer, savoring this moment.

DISSOLVE TO:

34 INT. TALON - CHLOE'S APARTMENT - DAY. 34

Closing the door on her way back inside, she approaches the mirror once again. Dropping her bags and items onto the floor, she unveils the symbols that shine on her back.

On a shot of them, and her worried expression we --

DISSOLVE TO:

35 INT. LUTHOR MANSION - LEX'S OFFICE - DAY. 35

In steps a woman, dressed in a long coat, approaching Lionel with two men behind her. Lionel turns, faces her, and she smiles, devilishly. Lionel's eyes widen and the music slowly begins to FADE OUT --

LIONEL

I wasn't expecting company.

TESS

Guess you weren't expecting a lot of things to have happened after Lex's unfortunate accident. But that's why they call them surprises.

Taking off her coat, she hangs it up on the rack.

(CONTINUED)

35 CONTINUED:

35

TESS (CONT'D)

The name's Tess. Tess Mercer. I will be the new acting CEO of Luthorcorp and all its subsidiaries.

LIONEL

Excuse me.

TESS

I'm sorry, did you not hear what I said? Guess that's why the board of directors chose me over ... you.

LIONEL

I own Luthorcorp, Ms. Mercer. You can't just --

TESS

There must be some misunderstanding, Mr. Luthor. You do not own anything.

(beat)

In fact, your business here with Luthorcorp, is finished. You may leave.

Opening the drawer in the desk, he wraps his hand around the loaded gun. Tess spots him hastily, and pulls out her own, COCKING it --

TESS (CONT'D)

I wouldn't do that, if I were you.

LIONEL

Lex is my son.

TESS

Well it turns out, your son doesn't trust you. Why else would he list my name before yours?

LIONEL

This is not over, Ms. Mercer.

(beat)

You may have full control of the company, but I will ruin you. This is only the beginning.

The two GUARDS step around and grab Lionel, escorting him out. Taking the seat behind the desk, Tess gets comfortable.

TESS

Well this is going to be fun.

(CONTINUED)

35 CONTINUED: (2)

35

On her devilish smirk, we --

SMASH CUT TO:

36 EXT. KENT FARM - FRONT YARD - DAY.

36

Stepping out of the house, Martha steps down with the bag of trash in her hold. Throwing it in the large dumpster, she turns around and --

The Kryptonian guardian stands in front of her.

KRYPTONIAN

You must be Martha Kent.

MARTHA

Do I ... know you?

KRYPTONIAN

I know your son. Kal-El.

MARTHA

(beat)

How do you know that name?

KRYPTONIAN

Don't worry. I'm not here to harm you. I helped your son break free from the Phantom Zone.

Martha sighs with relief.

MARTHA

He's here? He's back?

KRYPTONIAN

Yes. He stopped Zod. At least for now.

MARTHA

What do you mean?

KRYPTONIAN

The crystal Jor-El had Clark get banished from Lex Luthor's body, and sent him to the Phantom Zone.

(beat)

But, as Clark has proven, there is a way out. And the next time he finds his way out, or is brought forth once again, Clark will not be ready to stop him. He will die --

(CONTINUED)

36 CONTINUED:

36

A long pause, with massive BEATS drawing up suspense between the two of them.

KRYPTONIAN (CONT'D)

You're holding Kal-El back from his true destiny. And it has to end now.

MARTHA

What?

KRYPTONIAN

If you ever want him to become the hero that the people of this planet deserve, you need to push him closer towards Jor-El. He is the only person who can train him to reach his full potential as a Kryptonian.

MARTHA

I am not denying Clark's destiny. Nor am I holding him back from it. His father and I raised him to be the best that he can be. We also raised him to make his own decisions.

KRYPTONIAN

Something is holding him here. And until its resolved, he will never fulfil his destiny!

MARTHA

I'm afraid.

KRYPTONIAN

You shouldn't be.

Stepping into FRAME, Clark appears, the two women's hair blowing from his entrance - super SPEEDING into sight.

MARTHA

Clark!

Smiling, the two embrace one another, hugging. The Kryptonian Guardian steps back and Clark notices her. He pulls away from his mother.

As the two look at each other we --

JUMP CUT TO:

37 INT. KENT FARM - BARN - DAY.

37

Entering the barn, Clark and the Kryptonian begin their conversation, stopping amidst center FRAME --

CLARK

Where will you go now?

KRYPTONIAN

Kal-El, you know I can not stay. You know that my destiny lies within the Phantom Zone.

CLARK

There are others who can protect the place. You can stay here! We can both help make the world a --

KRYPTONIAN

I can't! I made a promise to your father. I always keep my word.

Clark sighs.

KRYPTONIAN (CONT'D)

Kal-El --

CLARK

Clark.

A smile broadens on her face.

KRYPTONIAN

Clark. Every Kryptonian must complete their training. Its time you sought out Jor-El and began yours.

CLARK

I can't. I'm not ready.

KRYPTONIAN

Then get ready. You've wasted enough time, trying to be one of these humans, and you are not one of them.

(beat)

Go to Jor-El.

CLARK

Not yet.

(CONTINUED)

37 CONTINUED:

37

KRYPTONIAN

What will it take for you to finally see that you are only causing more pain for this world. That until you complete your training, you will continue to cause havoc for the people you care about so dearly.

(beat)

Please. Think about the lives you could save.

CLARK

Goodbye.

A small sigh, and she FLIES off, out of the barn and into the sky. She disappears, out of sight, and we PULL BACK in on Clark. He stands there, thinking --

SMASH CUT TO:

38 EXT. ROAD - METROPOLIS - NIGHT.

38

Night washes over the city, and a large car ZOOMS into view, coming into a screeching halt, by the gutter of the road. We come in on the NUMBER PLATE, stating its a LUTHOR vehicle.

Off that we --

CUT TO:

39 INT. LUTHOR VEHICLE - ROAD - NIGHT.

39

Leaning back from the wheel, Lionel Luthor GASPS with shock. His eyes go a pale white, and he begins to shake. Large symbols CRACK through into frame and we --

FLASH CUT TO:

40 A SERIES OF FLASHES:

40

- The large symbol of Zod explodes onto the surface.
- A large, spiky hand ERUPTS from the ground, clawing its way up into the streets.
- Zod stands before Tess, who closes her eyes, knowing its the end. A purple ray of energy washes over her and she disappears from sight.
- Lois is in the streets of Metropolis, cradling the dead body of Clark Kent; who bares the mark of Superman.
- Chloe COCKS her gun, and aims at ... Lionel. BANG! The bullet propels him through the window of Luthurcorp and he falls to his doom.

(CONTINUED)

40 CONTINUED:

40

- Final shot: Doomsday ROARS into sight, growling at us!

FLASH CUT TO:

41 INT. TALON - CHLOE'S APARTMENT - NIGHT.

41

Waking up in her bed, she GASPS. Sitting up, she stays there, shocked, PUFFING and PANTING as the vision Lionel had, she experienced as well.

Her eyes widen, pale white, and she speaks --

CHLOE

Zod is coming.

On that we --

BLACKOUT:

END OF ACT FOUR
END OF EPISODE