

DOCTOR WHO

SERIES 10

EPISODE 11

"X"

by

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DRAFT FIVE

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(SHOOTING BLOCK 7)

1

EXT. SNOWY LANDSCAPE - DAY

1

Snow. Antarctica.

Howling wind, snow blasting.

We can barely hear the TARDIS materialising. We glimpse the flashing light.

Then the whole police box, revealed for a moment -

- then obscured by a gust of snow.

Now the clatter of the door -

- when the gusting snow clears, we can see the Doctor slumped against the TARDIS. He looks weak, drained - but so grim, so determined.

Obscured again by a gust of white.

When it clears, the Doctor is on his knees in front of the TARDIS. Looks like he's about to topple over sideways -

Another flurry of snow conceals him for a moment -

- and now he's standing. Fists clenched at his sides, his head lowered. A man braced for attack.

Then, so quietly.

THE DOCTOR

No.

A sizzling sound through the howl of the wind.

Now, a golden glow from both his balled fists. Regeneration energy, rising like steam.

He raises his head slightly.

THE DOCTOR

(Louder)

No.

His face starts to glow. To shimmer in a heat haze.

Now he throws back his head, and screams into the camera.

THE DOCTOR

No!!!

CUT TO:

OPENING TITLES

2

EXT. SPACE - DAY 1 - 10:30

2

*

We are tracking over the hull of an ancient space ship, now pulling back from it -

(CONTINUED)

- and the truth is slowly dawning. The space ship is *insanely huge!* It's cylindrical - like a gigantic oil drum, floating in space - scarred and pitted and ancient.

Now, cutting closer on some massive portholes ...

Now looking through those portholes ...

And *wow!* Contained inside the massive cylindrical ship -

- and we see whole landscapes, contained inside this gargantuan vessel -

- *but tilted over on their side!*

First we see farmland. Trees and meadows and rivers, all on their side - the "ground" orientating to the rear of the ship, the "sky" to the front.

Now, a different 'floor' of the ship - we're drifting past a city-scape, again on its side -

Cutting wider on the ship ...

As we circle round, the huge circular stern hoves into view and now, from this angle, we can see where the ship is pointing towards.

A swirling vortex in space, darkness at its centre. A black hole!

We keep circling round the massive vessel, now tracking in on the front (top) of the ship.

There is smallish circular extrusion in the centre.

Cutting closer on this, we see that it is circled by portholes - this is, in fact, the bridge, at the very top (front) of the ship. All gleaming metal and monitors and consoles - again, from our POV, all on their side.

We drift through one of the portholes -

- and like we're orientating to the internal gravity, we turn through 90 degrees - the floor now below us, the ceiling above us -

And we hear the roar of the TARDIS engines...

CUT TO:

The bridge is large, metallic, gleaming, industrial. Flickering monitors, showing scenes from all over the giant ship.

The oncoming storm of the TARDIS engines, now filling the room.

(CONTINUED)

A security camera snaps round to look at -

- the materialising TARDIS.

On the TARDIS doors as they slam open, and stepping out -

Missy!

She looks confident, dramatic, on top of her game. And is wearing a spectacular hat! A slightly reluctant Bill and Nardole are stepping out of the TARDIS.

She looks straight at the security camera. Gives it a little wave. *

MISSY

Hello! I'm Doctor Who!

Bill and Nardole take up positions, either side of her. Noticeably surly. (All three wear discreet earpieces.)

MISSY

And these are my plucky assistants -
Thing and Other One.

Bill and Nardole exchange a glance - resigned, like they've been putting up with this for a while.

NARDOLE

Bill. Nardole.

MISSY

(Winks at camera)
We picked up your distress call and here we are to help, like awesome heroes!

BILL

And we're not *assistants* -

The lens dilates, as if staring at Missy.

MISSY

Well what does he call you?
Companions? Pets? Snacks?

A red light starts flashing - now an alarm.

MISSY

Ooh, someone's watching!
(Now moving in time with
the klaxon)
It's got a good beat, though,
hasn't it?

NARDOLE

Maybe we should be moving on -

BILL

He calls us *friends*.

(CONTINUED)

MISSY

Ew, Doctor! Think of the age gap!

CUT TO:

4 INT. TARDIS - DAY 1 - 10:31

4 *

The Doctor, upstairs in the TARDIS. He's got his feet on his desk, and is watching what's happening on a monitor, while eating a bag of crisps.

THE DOCTOR

Stop mucking about and concentrate.
Nardole, do something non-irritating.

NARDOLE

(On monitor)
On it!

(We now intercut with the Doctor, as required.)

CUT TO:

5 INT. SPACE SHIP BRIDGE - DAY 1 - 10:32

5 *

Nardole, dashing off to one of the consoles.

MISSY

Time Lords are friends with *each other*, dear - everything else is cradle-snatching.

NARDOLE

(Working at console)
It's a big one.

On a screen, a schematic of the giant drum-shaped ship.

NARDOLE

Ship reads as four hundred miles long, and a hundred miles wide.

THE DOCTOR

Big even for a colony ship.

NARDOLE

Cylindrical, artificial gravity orientates cross-sectionally, at right angles to the axis and downwards from here, so functionally this is both the top and the ... what do you call the pointy bit at the front of a space-
spaceship?

THE DOCTOR

Aerodynamically unnecessary.
Anything else?

(CONTINUED)

Nardole, checking more of the instruments - then glancing up. *

NARDOLE
Oh, look at that.

And they all look up, finally seeing the huge window in the ceiling - and the swirling vortex of black hole! *

THE DOCTOR
Finally! It's like watching plants grow.

NARDOLE
This ship - it's heading towards a black hole. *

THE DOCTOR
No it isn't.

MISSY
No it isn't.

MISSY
It *was* heading towards a black hole, but somebody noticed. Now it's trying to reverse away from it. All engines on reverse thrust, see?

NARDOLE
It's succeeding.

MISSY
Very, very slowly.

BILL
Explains the distress call, I guess.

THE DOCTOR
So! A four hundred mile ship, trying to reverse out of the gravitational attraction of a black hole. Are we having fun yet?

The alarm snaps off, and the black hole on the screen is replaced by a face. A handsome, but rather crazed looking man. This is Jorj. The picture is grainy monochrome.

JORJ
(On monitor)
Hello? Who's there, hello? Please report status.

MISSY
(Studying monitor)
Ooh, look at this one! You're probably handsome, aren't you? Congratulations on your relative symmetry.

JORJ
(On monitor)
Who are you?

MISSY

Well, I'm that mysterious
adventurer in time and space, known
only as Doctor Who, and these are
my disposables - Exposition and
Comic Relief.

NARDOLE

We're not *functions*.

MISSY

Darling, those were *genders*.

JORJ

(On Monitor)

Stay exactly where you are for your
own safety.

MISSY

Oh, he likes me, how exciting!

JORJ

I'm coming through.

MISSY

Hurry, my stallion - if I'm in the
shower, bring me some beans on
toast.

(To Bill)

That's roughly human flirting,
isn't it?

BILL

Why do you keep calling yourself
Doctor Who?

MISSY

Because I'm pretending to be him,
that's the whole point of this
ridiculous exercise.

THE DOCTOR

(Mouth full of crisps)

It's not an exercise, it's a test.

MISSY

Are you *eating*?

THE DOCTOR

No.

MISSY

Don't test me, eating *crisps*!

BILL

But he's called the Doctor.

MISSY

He says "I'm the Doctor", they say
"Doctor who?" - I'm cutting to the
chase. Streamlining, baby! This is
going to save actual minutes.

(CONTINUED)

BILL
Okay, whatever.

MISSY
(Now examining one of the
consoles.)
Also, it's his real name.

BILL
It's what?

Missy, noticing something, steps forward to the screens.

MISSY
Look at the screens!

THE DOCTOR
Slow today, Missy.

MISSY
(Examining the screens)
All those screens have been angled
towards a single viewpoint. But not
originally, they've all been moved.

THE DOCTOR
Which means?

MISSY
Giant ship, single pilot. Not
designed that way, so something
happened to the others -

THE DOCTOR
And it's time you found out what.

Suddenly, *zip! zip! zip!* All the other cameras on the bridge
have spun to look at the trio.

NARDOLE
Oh! Someone else has noticed us!

BILL
What do you mean, it's his real
name? Nobody knows the Doctor's
real name.

MISSY
I do, I grew up with him - his real
name's Doctor Who. *

THE DOCTOR
Bill, she's just trying to wind you
up.

MISSY
Chose it himself, wanted to sound
mysterious. He dropped the Who
after a while, when he noticed it
was a tiny bit on the nose -

THE DOCTOR
Stop teasing her and focus.

BILL
But is it true, Doctor? Is your
real name Doctor Who?

A clatter!

JORJ, is standing in the doorway, covering them with a gun.
In person, and in colour, we see that he has blue skin (like
Dahh-Ren in 'Oxygen'.) And he's incredibly agitated.

NARDOLE
Oh, you're blue. Nice, I should go
back to blue.

JORJ
Please, nobody move.

MISSY
Dear me, I thought you were
handsome, and now you're all cross
and pointing a gun at me. Is this
the emotion you humans call...
spanking?

JORJ
Are there only three of you? Are
any of you human?

MISSY
What's happened to this ship? How
long have you been alone here?

JORJ
Two days. Are *you* human?

MISSY
Ooh, don't be a bitch.

Jorj has dashed to the console, working frantically.

JORJ
How did you get on board?
(Notices the TARDIS)
Is that your capsule?

MISSY
Yes.

THE DOCTOR
No.

JORJ
(Seeing something on one
of the screens)
Look! There, *look!*

The schematic of the ship, back on the monitor - now three dots of light rapidly ascending from different levels in the ship below. (NB - at first they travel almost insanely fast, but quite rapidly slow as they ascend.)

JORJ

Three of them.

NARDOLE

Three of what? What's in this ship?

Missy looking fascinated at the points of light speeding up the ship.

MISSY

Still, super-fast, inertia lifts, that's nice.

NARDOLE

What's inside them? What's coming up here?

JORJ

This ship is full of ... things. I don't even know where they came from -

Jorj has turned on the others, his gun raised again, shaking in his hand.

JORJ

One of you must be human. They only come up here if they detect human life signs.

BILL

Why? What for?

JORJ

They ... take them. They take them away. Please, which of you is human??

*
*

NARDOLE

Okay, so these are the lift doors, yeah? This is where they'll come out.

Nardole has gone to where there are three sets of lift doors arranged on the wall. Next to each is a panel with an indicator of the ascending lift.

JORJ

Please, which of you is human?

In the TARDIS, the Doctor scrambling to his feet.

THE DOCTOR

I'll be right with you.

(CONTINUED)

MISSY

Oi! - stay in your TARDIS, Doctor
Who!

BILL

Me.

They look in surprise at Bill - who has stepped forward.

BILL

I'm human.

They all look at her.

BILL

I'm the only one, just me.

The Doctor, now bursting out of the TARDIS.

THE DOCTOR

(to Jorj)

Stop! Stop right there, now!

MISSY

Oh, you see? Daddy can't let us
play!

And he raises his gun, points it directly at Bill. He's
desperate, practically in tears.

JORJ

I'm sorry. I'm so sorry. You're the
reason they're coming.

BILL

So you're going to turn off my life
signs by killing me - right?

THE DOCTOR

Put it down - put that down *now!*

JORJ

They won't come if she's dead ...

THE DOCTOR

You don't have to do this. I can
get her off this ship, I can shield
her life-signs -

Bill, taking another nervous step back from the unwavering
gun.

BILL

You know what Doctor? I said this
was a bad idea.

The Doctor, stepping forward, at his most commanding and
hypnotic.

THE DOCTOR

Please. Listen to me. Look at me.
Go on, look at me.

Jorj looks to the Doctor.

THE DOCTOR

(Soothing)

That's good. That's very good. You see that mad woman over there? Her name isn't Doctor Who. My name's Doctor Who.

NARDOLE

It's not really, is it?

THE DOCTOR

I like it.

(to Jorj)

You don't know it yet, but in a very short time, you're going to trust me with your life. And when I save you, and everyone on this ship, one day you will look back, and wonder who I was and why I -

A loud chime as one of the lifts arrives.

- and blam! Like a reflex, Jorj has fired the gun.

We hold on the gun for a moment. A ringing, terrible silence.

Everyone staring at -

Bill. Close on her face. Startled. As if slightly confused, puzzled.

She looks down.

Panning down her. There is a huge, blackened scorch mark on the centre of her chest -

- and in the centre of the scorch mark, a ragged hole. Horrifically, we can see right through it.

And the screen whites out.

In the whiteness.

BILL

(V.O.)

Doctor, this is a bad idea.

CUT TO:

6 EXT. UNIVERSITY - DAY A

6 *

The Doctor and Bill walking through the campus together.

THE DOCTOR
No, it's a *good* idea. A test run.
She thinks she can be me. Let's try
her out.

BILL
Why?

THE DOCTOR
Why not?

BILL
No, *why*?

CUT TO:

7 INT. THE UNIVERSITY - DAY A

7 *

Bill and the Doctor, walking and talking, head through the
university. Bill is munching a bacon sarnie. *

THE DOCTOR
She got us home from Mars.

BILL
She's a *murderer*.

THE DOCTOR
Enjoying your bacon sandwich?

BILL
Why?

THE DOCTOR
Because it had a mummy and daddy.
Go tell a pig about your moral high
ground.

BILL
Why do you want to do this?

THE DOCTOR
Because I think *she* does. I think
Missy is trying to change. Who
would I be if I didn't try to help
her?

CUT TO:

8 INT. CANTEEN KITCHENS - DAY B

8 *

Different day, same conversation. Bill is preparing the chips
for later, the Doctor is following her around, not giving up.

THE DOCTOR
I choose a scenario, we pop her
down inside it, and see how she
does.

(CONTINUED)

BILL
How does that work?

THE DOCTOR
Go for a spin in the TARDIS, graze
for distress calls, and pick a good
one. Our usual Saturday.

BILL
And what if she just walks out and
slaughters everyone for a laugh?

THE DOCTOR
I'll be monitoring you the whole
time.

BILL
Me?

THE DOCTOR
You and Nardole. You can be her
companions.

BILL
Oh, forget it. Absolutely no way.

THE DOCTOR
Nardole agreed.

NARDOLE
(From off)
No, I didn't.

We now see, Nardole over in a corner. He appears to be going
through scraps.

THE DOCTOR
You did in my head, that's good
enough for me.

BILL
Why do you want to do this??

THE DOCTOR
She's my friend. She's my oldest
friend in the universe.

Bill looking at him shrewdly. Takes a step closer to him,
studying his face, trying to understand him.

BILL
You've got lots of friends. Better
ones. What's special about her?

THE DOCTOR
She's different.

BILL
Different how?

THE DOCTOR
(Shrugs, evasive)
I don't know.

BILL
Bollocks, yes you do.

The Doctor - a beat, considers. Then, total sincerity -

THE DOCTOR
She's the only person I've ever met
who's even remotely like me.

BILL
So more than anything, you want her
to be good?

The Doctor, not quite meeting her eye. Gives a little nod.

Nardole, studying him, fascinated.

NARDOLE
... are you having an emotion?

THE DOCTOR
I know I can help her.

NARDOLE
Look at his face, he's having an
emotion. Look at that bit there,
he's doing emotions.

BILL
Leave him alone.

NARDOLE
(Pulling out his phone)
Can I take a selfie with you?

CUT TO:

9 EXT. UNIVERSITY - NIGHT B

9 *

Bill and the Doctor, on a bench, looking up at the stars.
They're eating doner kebabs. Dinner.

*

THE DOCTOR
Always so brilliant. From the first
day at the Academy. So fast, so
funny. She was my man crush.

BILL
I'm sorry?

THE DOCTOR
Yeah, I think she was a man back
then. Fairly sure I was too, but it
was a long time ago.

BILL

So Time Lords, bit flexible on the whole man/woman thing, yeah?

THE DOCTOR

We are the most civilised civilisation in the universe, we are billions of years beyond your petty human obsession with gender and its associated stereotypes -

BILL

But you still call yourself Time Lords?

THE DOCTOR

... shut up.

BILL

Okay.

THE DOCTOR

We had a pact, him and me. Every star in the universe, we were going to see them all. But he was so busy burning them, I don't think she ever saw anything.

BILL

And you think if she did, she'd change?

THE DOCTOR

I know she would. I *know*.

Bill stares at him. Moved. Then gives a little laugh.

BILL

You're a bloody idiot. You get that, right?

THE DOCTOR

Course.

They eat in silence for a moment.

BILL

She scares me. She really scares me. So promise me one thing.

Bill looks at him hard, for a moment. And when she speaks, she is agreeing to this whole mad enterprise.

BILL

Promise you won't get me killed.

CUT TO:

13 EXT. UNIVERSITY - NIGHT B

13 *

On the Doctor and Bill, still teasing each other. As they talk and laugh, we pull slowly back from them, like we're saying goodbye. Like this is the last happy conversation they're ever going to have ...

THE DOCTOR

I mean, *one* heart. Your most important organ, and you don't even have a back up. It's like a budget cut.

BILL

But you'll try and keep me alive, yeah?

THE DOCTOR

Within reason.

BILL

Thanks, mate.

CUT TO:

14 INT. SPACE SHIP BRIDGE - DAY 1 - 10:37

14 *

The Doctor, now kneeling by Bill. No life signs, nothing!

THE DOCTOR

Missy - don't speak.

MISSY

I wasn't going to.

Now on the lift doors sliding open.

They look up -

Revealed - ...

The creature within is human shaped. It stands, twisted as if in terrible pain. Its entire head is covered in what first looks like a balaclava with no hole for the face, and tied in a rough knot at the top. Closer inspection - the material of the "balaclava" is like sickly pale flesh, almost white, gleaming wetly. It is thinly seamed with what look like veins - as if the material is fashioned out of the veiny white of an eyeball. Beneath this, facial features shift and move.

It wears what could almost be a surgical gown.

As it steps forward into the room, we realise it is pushing along a drip feed on a stand, much like you'd see in any hospital.

Now the other two lifts have arrived. Two more of the creatures (which we will call, from now on, The Patients) step out, again pushing drip feeds.

*
*

(CONTINUED)

NARDOLE

What are they? What are those things?

Jorj is stepping forward, confronting the Patients. *

JORJ

You're too late. She's dead.

The Patients move slowly, positioning themselves around the fallen Bill. *

THE DOCTOR

Don't touch her. Don't you lay a finger on her!

The First Patient turns to Jorj. *

With one eerily human hand it touches the keypad on its dripfeed, typing in something. A moment later a Stephen Hawking type voice emits. *

DRIP FEED VOICE

Stand. Away.

THE DOCTOR

Why? What for?

The Patient hits a single button on the keyboard - evidently REPEAT. *

DRIP FEED VOICE

She. Will. Be. Repaired.

THE DOCTOR

Repaired??

DRIP FEED VOICE

Stand. Away.

THE DOCTOR

You can help her? Is that what you mean?

A clattering sound.

Two larger lift doors are now rolling open. They reveal a larger lift, this one containing a grotesque parody of a surgical team. Two Patients with their drip feeds - and a hospital trolley bed between them. *

They move into the room, rolling the bed next to Bill.

MISSY

(to the Doctor)

So. Any clue? What are these things?

Two of the Patients, now lifting Bill on to the trolley bed. *

On the Doctor: shakes his head, no idea.

(CONTINUED)

Bill being rolled on to her bed into the larger lift. The Doctor moves to follow. *

The lead Patient turns to face him, blocking his path. *

THE DOCTOR
Where are you going? What are you going to do with her?

The Patient types on the keypad. *

DRIP FEED VOICE
Re. Pair.

JORJ
Don't argue with them. They'll snap you in half.

THE DOCTOR
When do you bring her back? *

The other Patients are heading back to their lifts. *

DRIP FEED VOICE
We. Will. Not.

NARDOLE
(to the Doctor)
We can't let them take her.

MISSY
We can't stop them either.

DRIP FEED VOICE
Correct.

The doors on all the lifts roll shut. The lifts start descending.

Instantly, the Doctor has closed his eyes, pressed his fingers to his temples. He now speaks in a low, urgent whisper.

THE DOCTOR
Wait for me?

MISSY
What are you doing?

THE DOCTOR
Leaving a message in her subconscious.

JORJ
How? She's dead.

He swings round on Jorj. *

THE DOCTOR
Those things are going to repair her, which clearly means she isn't.

Missy has gone to one of the other doors, seems to be sonicing with her broolly. She now has rapid-fire exchange with the Doctor.

MISSY
Assumption!

THE DOCTOR
Deduction!

MISSY
Hope!

THE DOCTOR
Faith!

MISSY
Idiot!

THE DOCTOR
Always!

The Doctor is at the lifts, sonicing away.

Jorj, stepping forward. Now rams the gun against the Doctor's back.

JORJ
Sir, step away from those doors.
You'll bring them back!

MISSY
Oh, what do you care, they're not even interested in you.

JORJ
Sir, I swear to you, if you don't step away from that lift, I will kill you!

THE DOCTOR
Don't, you'll only make me angry.

MISSY
Honey, listen to him.

THE DOCTOR
Why??

MISSY
Because if someone kills you and it's not me, we'll *both* be disappointed.

The Doctor: controlling his anger, his panic.

MISSY
Now, you! What were those things?

JORJ
I don't know.

THE DOCTOR
How can you not know, *they're on
your ship!*

JORJ
This ship is supposed to be empty.

NARDOLE
But it's a colony ship.

JORJ
Yes - but it's brand new. The
colonists aren't here yet, we were
on our way to pick them up. There
was a skeleton crew - fifty of us,
that's all.

Nardole, at the console, tapping away. The schematic of the
ship lights up with thousands of glowing dots all over it.

NARDOLE
It's not empty now - thousands of
life readings.

JORJ
Two days ago there was nothing.
Those readings came out of nowhere.

MISSY
Well obviously you were boarded.

JORJ
No.

MISSY
Your ship was taken over, it
happens.

THE DOCTOR
No!

Suddenly the Doctor is thinking hard - fierce with an idea.

NARDOLE
Doctor?

THE DOCTOR
This is worse than I thought. Much
worse!

NARDOLE
Well someone boarded this ship,
that's fairly bad -

THE DOCTOR
Nothing boarded this ship. Nothing
at all.

Nardole gestures at the blazing spread of life signs on the
ship schematic.

NARDOLE
Begging to differ...

The Doctor spins round on Jorj, points an accusing finger at him.

THE DOCTOR
Fifty of you - taking your brand new ship, fresh from the factory, to pick up some colonists -

JORJ
Well, yes -

THE DOCTOR
Two days ago, you nearly bump into a black hole. What did you do then?

JORJ
We tried to reverse out of it.

THE DOCTOR
And you sent a team down to the other end of the ship to reverse the rear thrusters, yes?

JORJ
Well, yes.

THE DOCTOR
How many people in the team?

JORJ
About twenty.

THE DOCTOR
You sent twenty of your crew down there and you never heard from them again. Correct?

JORJ
(Beumused)
Well, yes.

THE DOCTOR
And then the whole ship lit up with brand new life-forms. Correct?

JORJ
Exactly. How did you know?

THE DOCTOR
I'm clever. What happened then?

JORJ
Those creatures appeared, took the rest of the humans away - they weren't interested in me. We tried to fight them - they were so strong.

NARDOLE

Doctor - maybe something came out
of the black hole?

MISSY

Nothing comes out of a black hole.

THE DOCTOR

And nothing boarded this ship. But
I'm afraid you're never going to
see your crew again.

JORJ

Why? What happened to them?

THE DOCTOR

Pay attention.

The Doctor has marched over to a wall. He pulls the end from
his sonic screw-driver, now revealing that it also functions
as a marker pen. Now starts drawing on the wall - the
Cylindrical space ship.

THE DOCTOR

Your crew are dead. They've all
been dead for a very, very long
time.

On Missy, getting it.

MISSY

Oh! I see, of course.

Nardole, the same. Looks to the black hole visible on one of
the screens.

NARDOLE

Oh! *Oh!!*

JORJ

But - I saw them *two days* ago.

MISSY

Two days from *your* point of view.

THE DOCTOR

From theirs, they've been dead for
centuries.

He's finished his drawing of the ship - now has sketched in
the black hole.

THE DOCTOR

Black hole. Four hundred mile space-
ship.

(Turns his blazing gaze on
Jorj)

It's a matter of time!

CUT TO:

15 INT. OPERATING THEATRE - DAY 2 - 12:30

15 *

A blazing white room.

On a pair of clocks. They show different times. One says 10:45 - the other 12:30. The first of these (10:45) is frozen, the other ticks away at the normal rate.

Under the first clock, it reads: DAY 2. Under the second it reads DAY 365034.

Panning across to:

Bill. We're close on her face, but she's clearly lying on an operating table. Unconscious, but breathing. Alive.

Now, close on her eyes as they flicker open...

Bill's POV. Focus resolving on a man looking down at her. This is the Surgeon. Sleek, slightly cold-looking, confident. *

Behind him, a light blazes.

SURGEON
Hello? Back with us?

Bill, blinking in confusion. Where -

SURGEON
No, don't try to speak, just relax.
You'll be fine.

Bill, her eyes flicking wildly round the room. Where, where - ???

SURGEON
Full conversion wasn't necessary.
Though it will be in time. Sleep
now.

He reaches over and seems to fiddle with something on her chest - a click, like he's thrown a switch.

Bill's eyes flicker shut.

CUT TO:

15A INT. BRIDGE - DAY 1 - 10:45

15A *

The Doctor, exactly as we left him, explaining in front of his drawing.

THE DOCTOR
Short version - because of the
black hole, time is moving much
faster at this end of the ship -
(taps the back of the
ship)
- than this end -
(Taps the front of ship)

17 INT. WARD - NIGHT 4 - 00:23

17 *

Bill, stirring awake in her bed, again. As she comes round, she hears the voice.

PATIENT
(From off)
Pain. Pain. Pain.

*

The voice is coming from another room, but not too far away. The word repeats at intervals of a few seconds. Eerie in the ticking silence of the hospital.

Bill, more alert than last time. Struggling to sit up.

A memory flash:

Bill, on the bridge, standing there - with a charred blackened hole punched right through her.

Her hand falters to her chest, and encounters -

Machinery! Under the fabric of her surgical gown, there seems to be some sort of fairly bulky chest unit. She feels all round it, front and back. It's like it's part of her.

What??

She looks up again -

- and startles.

Standing at the end of bed, the Doctor, staring at her with maximum intensity.

BILL
Doctor!

THE DOCTOR
(The same low urgent
whisper as before)
Wait for me!

She blinks -

- and he's gone. What was that? A dream? A mirage? Now her attention is caught by the voice again.

PATIENT
(From off)
Pain. Pain. Pain.

*

She looks towards the door. It's open, gives way on to a corridor.

PATIENT
(From off)
Pain. Pain. Pain.

*

Bill, looking around. Where the hell is she, and how can she be alive? (Constantly, we hear *pain pain pain.*)

She considers. Checks herself again. Nothing's keeping her in this bed, there are no restraints.

Carefully, gingerly, she pushes back the bedclothes, swings her bare feet round to the floor. (*Pain. Pain. Pain.*)

She's still attached to the drip feed -

- but the stand is mounted on castors. She takes a hold of the stand, uses it as a support. Now, clearly weak, she levers herself to her feet. (*Pain. Pain. Pain.*)

Takes a breath. Wobbly legs but basically okay. (*Pain. Pain. Pain.*)

A step forward. Another. Then one of the castors on her drip feed stand squeaks.

Looking round the room, trying to make sense of it. A hospital. What hospital, where?

She sees two clocks, similar to the ones we saw in the Operating Theatre.

The DAY TWO clock still reads: 10:45, the other clock is now DAY 365036 and 00.23. *

Bill frowns. What's that about?

Now she moves towards the door. (*Pain. Pain. Pain.*)

CUT TO:

18 INT. HOSPITAL CORRIDOR - NIGHT 4 - 00:25

18 *

Bill squeaks her way out into -

A cavernous corridor. Lofty ceiling disappearing into shadow, cracked white tiles on the wall. Tall doorways, all leading off into flickering gloom. (*Pain. Pain. Pain.*)

On the wall at the end, a pair of tall doors. The lettering on them reads:

CONVERSION THEATRE.

There is a red light burning above the door.

And from inside we can just hear a high pitched whining sound -

- and is that sobbing?

Bill's hand falters to the chest unit beneath her clothes. What goes on in there?

Abruptly the sobbing stops. But the whine continues.

She shudders. Then that voice again ...

(CONTINUED)

Pain. Pain. Pain. Bill, looks around, trying to locate where the voice is coming from, which doorway.

A door stands slightly open next to her. Lettered on the door is the word IN.

She steps to the door, creaks it open.

CUT TO:

18A

INT. LONG WARD (IN) - NIGHT 4 - 00:26

18A *

A long thin, hospital ward, in the traditional style. A window at the far end, rows of beds and dripfeeds along each wall, sleeping forms. The tick and drip and hum of medical technology.

But the *pain pain pain* isn't coming from here.

She steps back out into the corridor.

CUT TO:

18B

INT. HOSPITAL CORRIDOR - NIGHT 4 - 00:26

18B *

There is another ward door, opposite the one she's just exited, so that the two flank the CONVERSION THEATRE doors. This door also stands a little open and is labelled OUT. The *pain pain pain* seems to be coming from there.

Bill looks along the signs. IN, CONVERSION, OUT - interesting. She steps towards the door, pushes it open.

CUT TO:

19

INT. LONG WARD (OUT) - NIGHT 4 - 00:27

19 *

Again, a long, narrow room, like a traditional hospital ward. Almost in darkness.

But along the walls, instead of beds, there are wheelchairs, six along each side. A couple sit empty.

Sitting in each of the other wheelchairs is a Patient. (*Pain. Pain. Pain.*) Next to each Patient is a dripfeed. The glowing bag on each dripfeed is the only light in the room - except for - *

There are french windows at the other end of the ward, looking out on to - what? We can see the glow of many lights? A city? *

Pain. Pain. Pain.

Bill looks round, focussing on the voice. It is coming from one of the Patients - the one sitting closest to the window. *

She moves close to this one.

(CONTINUED)

As she approaches, it seems to notice. Raises its slumped head. That faceless face seems to stare at her. She peers at it in horror. Are there human features muffled under that sickly white covering?

One human hand is gripped tight on what seems to be a control unit attached to the dripfeed. *Pain. Pain. Pain.* The voice is coming from the control unit attached to the drip feed (as with the Patients we saw on the bridge) and the hand on the control unit clenches in time with *pain pain pain.*

Bill: now looking from her dripfeed, to the Patient's. The same, identical.

On the Patient's chest, under the surgical gown, there seems to be a bulky unit. Bill's hand goes to the unit on her own chest. The same?

Now the Patient is reaching out its other hand, as if in appeal. Help me - please help me. (*Pain. Pain. Pain.*)

Bill falters back a step, unnerved.

The Patient now cocking its head - questioning, pleading? The face under the covering moves, like it's stretching its mouth wide, in a silent scream. (*Pain. Pain. Pain.*)

Now, a noise from the corridor. Thumping footsteps, a strident voice.

NURSE

(From off)

Who's making that noise? Who is it?

Bill, looks round in fright - shadows flapping in the corridor outside. Someone striding to the room.

Bill, looks round - nowhere to hide. Except ... !

The long curtains, hanging at the window! Barely enough space to hide, but there's nowhere else. She moves to slip behind the curtain -

- forgetting for a moment she's still tethered to her drip feed.

Isn't room for both.

Not time! She slips behind the curtain, leaving the drip feed standing next to her quite visible, gambling that it won't be noticed.

Behind the curtain with Bill -

- we hear a pair of feet come thumping into the room.

NURSE

(From off)

Right, what's the matter with you, making all that fuss? Let's see now.

(CONTINUED)

Bill, curious, risks a peek out -

- a nurse is adjusting a control on the Patient's drip feed.
The Patient falls silent.

*
*

NURSE

There, that's better, isn't it?

The Nurse has her back to Bill, so Bill can risk craning a little further out to see what's happening -

- and *oops* -

- she finds herself meeting the gaze of Razor, the little man she first saw when she awoke. He stands the other side of the Patient, and so is facing Bill's way.

*

Bill freezes! Oh, what now??

But Razor gives a little flick of his eyes, indicating that Bill should conceal herself again. An ally?

Bill ducks back behind the curtain.

NURSE

Right, then Mr. Razor - might as well do the rounds, now I'm here.

RAZOR

Yes, yes it is. Rounds, yes.

We hear the two of them heading away. The Nurse thumping along, Razor scampering behind.

Bill lets them go, then slowly emerges.

Curious, she steps closer to the Patient. What was that dial on the dripfeed that the Nurse adjusted?

*

The dial has been turned to zero, and it is clearly marked VOLUME.

What? Bill tentatively turns the dial ... and the voice resumes - but quieter. *Pain. Pain. Pain.*

The Patient has turned its head toward Bill - again, as if pleading.

*

BILL

Sorry, mate. Really sorry.

She turns the dial back to zero - looks round the others.

Crosses the room to the Patient opposite. It is slumped, seemingly asleep, its head hanging slackly.

*

She checks the volume control. Yep, it's at zero.

A glance round, she turns it up slightly. That same computer voice, issuing from the dripfeed unit.

*

(CONTINUED)

PATIENT

Kill. Me. Kill. Me.

*

Bill's face: oh God.

She turns the dial down again.

BILL

Sorry.

She looks round. This is awful. These creatures are in terrible pain - and their cries are simply being silenced.

Where to go now?

Looks to the corridor. Safe out there yet? Can she risk it?

She hears the thumping footsteps of the nurse, the scurrying feet of Mr. Razor.

NURSE

This way, Mr. Razor - sharp now!

(During this, beyond Bill - unseen by her - we see the Patient - the *Kill Me* one - raising its head as if to look at her.) *

Bill, hesitating - looks back to the windows.

Now she goes to have a proper look out of them. As she clears the frame, we hold on Kill Me Patient - who turns its head, as if to watch her go. *

Slowly it starts to heave itself to its feet.

On Bill, stepping to the window, looking out on this strange world.

Bill's POV. Through the glass, we see a sprawling city. Dilapidated. All brutalist apartment blocks, and walkways - gray and shiver-making, like East Berlin.

Then she looks up -

- and it's even stranger. In place of a sky there is a massive circular roof, all iron and rivets. And painted in huge flaking numerals across it, is the number 1056.

She looks round again. There is no horizon -

- this world is encircled by an iron wall, of the same style and appearance as the massive ceiling.

In fact, we are in the bottom circular slice of the giant cylindrical space ship - a hundred miles in diameter, two thousand feet high. And crammed with the grimmest, grayest city you ever saw. *

On Bill's face, staring at this -

(CONTINUED)

- and behind her we see the Patient moving towards her, reaching out its hands, as if to attack! *

At the last moment, Bill senses the movement behind her, spins to look -

- and the Patient is looming over her. *

Before she can scream, *whack!*

The Patient crashes to floor - *

- revealing Mr. Razor right behind it, a cosh in hand.

Bill stares at him. Mr. Razor just smiles a feral smile.

RAZOR
Would you like some tea?

CUT TO:

20 INT. CORRIDOR - NIGHT 4 - 00:35

20 *

Mr Razor, now leading Bill out of the long ward.

RAZOR
This way, this way.

Bill looks worriedly back into the room.

BILL
What about him?

RAZOR
Is all right. They don't feel pain.

BILL
I think they do.

RAZOR
Yes, they do.

BILL
So ... why did you say they didn't?

RAZOR
It was a clever lie, but you saw straight through me. This way, tea.

BILL
What are those things?

RAZOR
People, people, they're people.

BILL
What are you doing to them?

RAZOR
Curing them.

(CONTINUED)

He darts into a room -

- clearing frame, he reveals the door to the Operating Theatre. It stands open, beyond it we can see a bright room - white tiles and steel.

And there's the surgeon, gowned, masked and ready.

He glances at Bill, sees that she's looking at him.

He gives a brisk nod to someone off screen -

- and the door closes.

The red light above it comes on.

Razor pops his head out of the other room.

RAZOR
In here, in here.

Reluctantly, Bill follows him in.

CUT TO:

21 INT. RAZOR'S NEST - NIGHT 4 - 00:37

21 *

An absolute jumbled mess - more like a nest, than an office. Everything of every kind is here, in tottering piles. Boxes, and televisions and stacked chairs and an old gramophone, huge towers of books and magazines, lots of what looks like cannibalised technology festooned in cables and wires.

Bill now making her way through a maze of stacked books and newspapers -

- and Razor appears round the corner, right in front of her.

RAZOR
Do you want the good tea or the bad tea?

BILL
What's the difference?

RAZOR
I call one good, I call one bad.

BILL
I'll have the good one.

RAZOR
Excellent positive attitude. Will help with the horror to come.

BILL
What horror?

RAZOR
Mainly the tea.

He darts off again.

Cautiously, Bill follows. Finds herself in a clearing in the middle of this surreal junk room.

There is a little table and a chair and a television set. Razor is in the act of boiling a kettle on an improvised counter top.

As Bill looks around, we home in on the television, and see what she doesn't notice yet.

The hazy monochrome picture appears to be a freeze-frame of the Doctor and the others on the bridge. The Doctor is exactly as we left him, drawing the diagram on the wall.

BILL
Where am I?

RAZOR
Hospital.

BILL
Yes, but where?

RAZOR
The ship. You are on the ship.

BILL
I was on a ship, yeah - but it wasn't like this.

RAZOR
You were at top. Now, bottom.

He's picked up a can of beans to demonstrate -

RAZOR
Ship, top, bottom, see? Yes.

BILL
How did I get here?

RAZOR
(Making tea)
You were sick, very sick. Heart broken - new heart. Good, is it?

Bills taps the mechanical apparatus under her gown.

BILL
Haven't dared look yet.

RAZOR
Is good, very good. Shiny. You carry it off. Not everyone can. Some people, it all goes a bit, you know ...

BILL
What?

RAZOR
Vending machine.

He sets a cup of tea down for her.

RAZOR
Drink it while it's very hot - the
pain will disguise the taste. *

BILL
Thanks. How long have I been here?

RAZOR
Oh weeks. Many weeks. Maybe months. *

BILL
Oh my God.

RAZOR
Is good - you get strong.

BILL
But I came here with people - my
friends. They'll be worried about
me.

RAZOR
They don't look so bad.

He gestures vaguely at the TV screen -

- and Bill for the first time notices the frozen image.

BILL
That's them, that's my friends.

RAZOR
I know. I make picture for you. You
like?

BILL
But where are they now? Are they
okay?

RAZOR
Look at them. They're fine.

BILL
But are they okay *now*?

RAZOR
That is now. That is right now,
that is them. Is live.

BILL
But ... the picture, it's frozen.

RAZOR
No.

BILL
Yeah it is - look at them. They're
not moving.

RAZOR
They are at top of ship. Top of
ship slow. We are at bottom. Much
faster. Very fast bottom.
(Giggles)
Sounds a bit rude.

BILL
... I don't understand.

RAZOR
Ah! You don't know then?

BILL
About what?

We cut closer on the frozen image of the Doctor. Abruptly the
picture springs into colour and comes alive and we realise we
are now back in -

CUT TO:

22 INT. BRIDGE - DAY 1 - 10:45

22 *

The Doctor, resuming exactly where he left off.

THE DOCTOR
It's all about gravity. Gravity
slows down time. More gravity, less
time. The closer you are to the
source of gravity, the slower time
will move. If you're standing in
your garden, your head is traveling
faster through time than your feet.
If you go upstairs, you're
traveling faster through time than
everybody downstairs. But don't get
excited, the effect is tiny, you'll
never notice it.
(Looks severely at Jorj)
Don't they teach this at space
school?

The picture freezes, becomes grainy monochrome again.

BILL
(From off)
He's being sarcastic.

CUT TO:

23 INT. RAZOR'S NEST - DAY 5 - 15:00

23 *

(1 Week since Night 4)

*

Bill, crouched at the television, examining the Doctor's face. Clearly some time has passed - possibly weeks. The dripfeed is gone, and she's dressed normally (not the clothes she arrived in - clothes consistent with her new world. Rough and ready, not at all spacey, very ordinary.)

BILL
See, he's raising that eyebrow -
that's his sarcasm look, he's
making a joke.

Behind her, Razor is reading a book, sipping his tea.

RAZOR
He's been raising that eyebrow for
a week.

BILL
So when are you going to tell me?

RAZOR
Tell you what?

BILL
How I get back up there.

RAZOR
I already told you. You can't leave
here. I'm sorry.

NURSE
(From off)
What are you *doing* in here??

Bill spins. The nurse is in the doorway, arms tightly folded, glowering at her.

RAZOR
She works for me now - we agreed.

NURSE
Everyone here works for *me!*
(Looks at Bill, jerks
thumb over shoulder)
Floor out there needs cleaning.

BILL
(Getting up, reluctantly)
Running all the way!

As she moves past the Nurse.

NURSE
I know you dream of leaving.

BILL
No, not me, never.

The Nurse taps Bill's metal chest unit.

NURSE

This is your heart now. Outside of this hospital, it will stop working.

RAZOR

We're not lying to you, Bill. It's just true. If you die again, they can't bring you back.

Bill, looking between them - like she doesn't quite believe them.

BILL

Well! Thank goodness you've got all those locks in case I accidentally wander off, eh? Better go get mopping.

(To Razor, as she exits)
Don't change channel.

RAZOR

A week, raising his eyebrow - why would I change?

Razor and the Nurse exchange a look - Bill just doesn't get it.

Back to the frozen image -

- which switches back to colour and comes to life.

CUT TO:

24 INT. BRIDGE - DAY 1 - 10:45

24 *

- the exact moment we cut away. Jorj is now replying.

JORJ

I'm basically the janitor.

THE DOCTOR

That's the best job, you should concentrate more. Really, I'm the janitor of the universe, but that doesn't sound good when you're shouting in combat.

(Points to the drawing of the black hole)
Now listen.

The picture freezes into monochrome again.

CUT TO:

25 INT. RAZOR'S NEST - DAY 6 - 11:00

25 *

(1 Month since Day 5)

*

Back with Bill and Razor. Different clothes, another day. Bill and Razor, sitting together on the sofa, sipping tea, watching. Clearly, they are friends now.

BILL

He's going to do an explanation.
That *always* takes a while.

RAZOR

The months will fly by.

On the frozen monochrome, as the Doctor re-animates into colour.

CUT TO:

26 INT. BRIDGE - DAY 1 - 10:45

26 *

The Doctor, exactly where he left off.

THE DOCTOR

A black hole isn't any old gravity.
It's Superman gravity. It's your
Mummy's soup gravity. It's the real
thing, baby. You really want to
slow down time, park next to one of
these guys.

NARDOLE

Like you kind of did.

CUT TO:

27 INT. LONG WARD - NIGHT 7 - 22:00

27 *

(1 Year since Day 6)

*

Patients sitting in their wheelchairs (a different selection
in different chairs.)

*

Bill is dolefully mopping the floor. We continue to hear the
Doctor's voice.

THE DOCTOR

(V.O.)
Like you kind of did. Trouble is,
one end of the ship is closer to
the Superman gravity than the
other.

Bill looks up at the two clocks on the wall representing DAY
2 and DAY 365433

THE DOCTOR

(V.O.)
So time is moving at different
speeds from top to bottom.

(CONTINUED)

As the Doctor says "top" to "bottom" we pan from the DAY 2 clock to the DAY 365433 clock.

On Bill studying the clocks for a moment.

Then she is drawn to the window. She goes to it, looking out over the strange, internal city under its round steel sky. Longing to get out there.

She tries the window. It's ever so slightly open - unusual!

She looks around, considers. She starts to lever the window open...

What she doesn't see - behind her all the Patients, in unison, turn to look at her. *

And now her chest unit starts beeping - a red light is flashing through her clothes -

COMPUTER VOICE
(From her chest unit)
Warning: this cardiac unit will not function outside the confines of this hospital.

And now she sees all the Patients "staring" at her. *

Carefully, she closes the window again.

She gives up, turns back to her work -

- then, in slow unison, all the Patients turn to face the front again. She de-tenses - okay. Then looks back out of the window - *

- and there he is again - the Doctor, standing impossibly just outside the window, staring at her.

THE DOCTOR
Wait for me.

She blinks and he's gone. She sighs, looks up. We angle up with her look, to the steel sky, lit in the glow of the city below.

BILL
How much longer, Doctor? How many more years?

THE DOCTOR
(V.O.)
This colony ship is four hundred miles long.

CUT TO:

28 INT. THE BRIDGE - DAY 1 - 10:45

28 *

The Doctor, still explaining. He is now drawing a curving line through the space ship - a graph of an exponential increase.

THE DOCTOR

Or around a thousand storeys high, if you prefer, assuming each survival chamber to be two thousand feet tall. It's reversing away from the black hole, so the time-slowness effect is increasing exponentially across the length - or height - of the ship -

*

In frustration he steps forward, jamming his gun against the Doctor.

JORJ

I don't understand! *I don't understand any of this!!*

Missy coughs politely.

MISSY

Perhaps I can help.

Soothingly, she takes Jorj's hand, leads him to the drawing.

MISSY

(Points to black hole)
Magic space hole. Makes time pass quicker here -
(Points to back end of ship)
- than here. Two days have passed at the front of the ship. Thousands of years at the back.

JORJ

... I see.

THE DOCTOR

Magic space hole?? -

JORJ

But those lifeforms - where did they all come from? What are they?

CUT TO:

29 INT. RAZOR'S NEST - DAY 8 - 10:00

29 *

(1 Year since Night 7)

*

Bill, standing at the door, looking out on to the corridor.

One Patient, with its dripfeed, stands to the side of the Operating Theatre Door, as if on duty.

*

(CONTINUED)

BILL
What kind of treatment is that?
(Looks to Razor)
Why won't you ever explain?

On Razor, working away at something. In the background we can see a grainy monochrome image of the Doctor exactly as we last saw him.

RAZOR
I do explain. They are the special patients. *

BILL
So when do those bag things come off their heads?

RAZOR
They don't.

BILL
They don't??

RAZOR
Conversion is permanent.

Bill looks at him in horror. What??

BILL
Why?

RAZOR
We are dying. All of us on this ship, dying.

A noise from the corridor. The door to the Operating Theatre has opened.

Three new Patients are shuffling out of the room, being led to one of wards by the Nurse and a couple of orderlies. These ones are slightly different - no dripfeed now, a larger chest unit - *

- and eerily, there are eyeholes roughly cut in the bag covering the head. Terrified, blood shot eyes peer out.

RAZOR
They are the cure. They are the future.

Close on one of the Patients, right on the eyeholes. Tears are streaming from the bloodshot eyes - *

- and those eyes now fix on Bill.

Wider - it extends a pleading hand to Bill, and we hear the sing-song voice, now from the chest unit.

PATIENT
Die. Me. Die. Me. *

The Nurse tuts, reaches over, turns a dial on the chest unit down. The voice fades away.

Bill staring in horror. Razor, standing at her shoulder.

RAZOR

To survive, they are what we must
all become. I will show you.

Razor is pulling on a big coat now, handing another to Bill.

BILL

Where are we going?

RAZOR

Outside. You always want to go
outside. Today we go outside.

BILL

But ... this.

She indicates her chest unit. Razor taps it delicately through her clothes. A descending beep.

RAZOR

I've turned off the warning system.
Maybe you'll be fine. Maybe you're
all better now!

He starts leading the way. Bill - bemused at this sudden change of heart -

- but as she starts to follow she comes to a halt. Standing at the end of the corridor, with *that* stare, is the Doctor.

THE DOCTOR

Wait for me!

It takes a visible effort, but Bill follows after Razor - and the Doctor vanishes.

CUT TO:

30&31 SCENES 30 & 31 OMITTED. MOVED TO 32A & 32B.

30&31

CUT TO:

32 EXT. STREETS - FLOOR 1056 - DAY 8 - 10:30

32 *

The streets are as bleak and gray as they look from the window - as if a brutalist housing scheme has been transplanted into a giant space ship. The dank fog hangs in the air.

Closer, the city is little better than a ruin. Families huddle at windows staring bleakly out.

Everyone they pass - limping or white-faced or just visibly weak and starving.

(CONTINUED)

BILL
Everyone looks so sick.

RAZOR
This was a good place once.
Hundreds of years ago, when the
settlers first came here. But this
ship is old, everything is dying.
Our world is rust, our air is
engine fumes. We must evolve to
survive - but evolution isn't fast
enough.

As he says this, he is looking sadly across the street. A
line of people are being marched along - they all clutch
their belongings, carry suitcases, like refugees. At their
head is a Patient, leading the way, and two more herd them
along from behind. (These Patients still have their
dripfeeds, like their earlier editions.)

*
*

Bill's eyes go to where they're headed.

She looks back to the big, brutal gray building behind them.
The word HOSPITAL lettered along the top.

RAZOR
The Special Patients are strong.

*

BILL
They're in pain.

RAZOR
The pain will be cured. And the
Exodus will begin.

He looks up to the steel ceiling.

BILL
Exodus?

RAZOR
Operation Exodus. We will leave
this city, climb through this ship,
we will take command.

BILL
You could just go up right now...

RAZOR
We need to be strong.

BILL
There are lifts.

RAZOR
There are many dangers.

BILL
I've been up there, there's a
friend of mine, he can help ...

RAZOR

You do not know the dangers.
Many years ago, there was an
expedition - to floor 507, the
largest solar farm ...

BILL

And?

RAZOR

Silence. They never returned.

His eyes raise to the steel sky.

RAZOR

Something is up there. And we must
be strong.

*

As Bill looks up, she staggers, gasping for breath. Her knees
are buckling.

BILL

I don't - what's - ...

Razor taps her chest unit again.

COMPUTER VOICE

Warning: return to the hospital.
Warning: return to the hospital.

RAZOR

You see, my dear. You must be
strong to leave the hospital.

He starts helping her along, back in the direction of the
hospital.

RAZOR

You will be soon. Very soon.

We cut closer on the hospital. A pale face is watching them
out of a window. It's a Patient. This one has the eyeholes,
but also a slit cut for the mouth. It stares mournfully into
the murk.

*

CUT TO:

32A INT. THE BRIDGE - DAY 1 - 10:45

32A *

Exactly where we left them -

- Jorj staring in incomprehension at all the life-signs
dotted all over the ship.

JORJ

How can there be so many??

THE DOCTOR

There is one thing in this universe
that human beings prize above all
else -

(Looks to the teeming
points of light on the
schematic)

- and clearly they've been doing it
a lot. These are the descendents of
your crewmates. Two days for you,
generations for them.

NARDOLE

But how could they survive so long?

THE DOCTOR

It's a colony ship, it's designed
to support large populations.

MISSY

Not for that amount of time.

THE DOCTOR

Agreed. So what are they now, all
those people? What have they become
to survive? Oh, and look at that.

Jorj looks -

- and the Doctor, Jon Pertwee style, grabs his arm, twists
him round and hurls him easily across the room.

THE DOCTOR

Sorry, I was worried he might start
talking again. Come on.

He starts leading the way to the lifts.

NARDOLE

That was good.

THE DOCTOR

Venusian Akido - still got it.

NARDOLE

I thought you needed four arms for
Venusian?

THE DOCTOR

I have hidden talents. Also hidden
arms.

He's sonicating the lift doors. The picture freezes, becomes
monochrome.

CUT TO:

32B INT. RAZOR'S NEST - DAY 9 - 08:00

32B *

(3 Years since Day 8)

*

Bill, in nightdress and dressing gown, coming into the room - clearly from whatever functions as her bedroom, yawning, stretching ...

She glances blearily at the telly. It catches her attention.
Oh!

Now Razor is bustling around the place, making breakfast for them both.

On Bill, registering that the Doctor is at the lift. He's coming. Finally, he's coming.

A slow smile. Hope at last!

CUT TO:

33 OMITTED. MOVED TO 34A.

33

CUT TO:

34 INT. BRIDGE - DAY 1 - 10:55

34 *

On the lift doors. As before, the light is ascending, indicating the approach of the lift.

NARDOLE

But it's been ten minutes. She'll have been down there for *years*.

THE DOCTOR

Possibly - I don't know what the differential is.

NARDOLE

We can take the TARDIS, go back in time, get it right.

THE DOCTOR

This close to a black hole, we'd never be able to pilot her accurately.

The lift chimes, the doors roll open.

MISSY

Come on Doctor Who - enough chatting!

She springs into the lift, the other two follow, the Doctor sonic-ing the controls. The doors roll shut.

NARDOLE

But how long has she been waiting for us?

THE DOCTOR

Not that long.

(CONTINUED)

NARDOLE

How do you know?

THE DOCTOR

I don't. I *hope!* That's all we ever
have, Nardole. Hope.

On Missy, looking at him. Curious - possibly even moved.

CUT TO:

34A INT. RAZOR'S NEST - EVENING 10 - 18.00

34A *

(5 Years since Day 9)

*

Bill sits, munching a sandwich. She is looking at the telly.
(By now she is noticeably older.)

*

Now on the screen, just the closed lift doors.

RAZOR

Doors! Weeks, you're watching
doors.

BILL

Do you think they're coming down
here? Because if they are, where
does that lift arrive?

Razor is bustling about, making a vain attempt to tidy his
belongings. He now looks at her in alarm.

BILL

(Off his look)
Just asking, that's all.

Razor comes over to her. Very serious, takes her hands, grips
them.

RAZOR

You are dear to me. You are my
dearest person. You are like -

BILL

I know.

RAZOR

- a mother to me.

BILL

Definitely not a mother.

RAZOR

Or an aunt.

BILL

No.

RAZOR

But that question you *must not ask*.

(CONTINUED)

BILL
How long have I been here? How long
have we been friends??

RAZOR
I have cared for you -

BILL
And I will never not be grateful.
In fact, I'd like to introduce you
to my other best friend.
(Nods her head at the
screen)
He's the one with the eyebrows, but
don't be scared.

RAZOR
I am scared. I am very scared. Do
not ask me that question again.

BILL
Why not?

RAZOR
Because if you do, I think I might
answer it.

She looks at him, so fond. And hugs him, hard.

BILL
Sorry, mate. Guess what I'm about
to do.

RAZOR
Do not. Do not do this.

BILL
I'm gonna ask you again.

On Razor: he sighs.

RAZOR
When you hug me it hurts my heart.

She smiles.

BILL
Sweet.

Parting from her, he taps the metal unit around her chest.

RAZOR
No, it is your chest unit. It digs
right in.

CUT TO:

35 INT. HOSPITAL CORRIDOR - NIGHT 10 - 20:00

35 *

The darkened hospital, in night mode.

On the red light above the Operating Theatre door. It goes out.

A moment later an orderly appears out of the door. A yawn, a stretch. Long day.

With a big jangling set of keys, he locks the Operating Theatre.

Heads away. The footsteps recede into the distance.

A silence. Mr Razor's head pops round the doorway of his room. He wears a traditional burglar's mask. Then Bill pops round (obviously without a mask.) They speak in whispers.

BILL
Sure about the mask?

RAZOR
Is burgling mask.

BILL
Why?

RAZOR
Just in case.

BILL
In case of what?

RAZOR
Shh!

They slip along the corridor to the door to the Operating Theatre. As they approach it -

BILL
We saw him lock up.

*

Razor produces a key with a flourish.

BILL
Where did you get that?

RAZOR
I have burglary skills. They don't let just anyone wear a mask like this, you know.

BILL
(Looking at the key)
It's got your name on the label.

RAZOR
Also, I have my own key to the operating theatre. I clean up on Wednesdays.

As Bill grins, amused, Razor is busy at the door -

- now it's swinging open.

CUT TO:

36 INT. OPERATING THEATRE - NIGHT 10 - 20:05

36 *

A circular chamber, currently in darkness. A steel operating table in the centre, masses of equipment - like a glittering high-tech torture chamber.

Bill has pulled a torch from her clothes, flashes it around -
- and big shock!

From the circle of the torch beam, the staring face of a Patient. *

She staggers back almost colliding with Razor.

RAZOR
Is all right, is all right.

He takes the torch from Bill, flashes it around the room. There are four Patients in the room, each seated in a wheelchair at the compass points of the room. *

RAZOR
Just, you know ... work in progress.

Bill looks at them in horror. They seem drugged and lolling. Again, these ones are slightly different. The eyeholes are more finessed, as are the mouth slits (at this point, they are starting to become hauntingly recognisable ...)

One of them wears a sort of silver skull cap, concealing the Patient. *

BILL
So, the lift, where do we find it?

RAZOR
(Gestures vaguely at one of the doors)
Oh, through there somewhere.
(Steps closer to the skull-capped Patient) *
Oh, I like the hat. I'm going to ask for a hat when it's my turn.

BILL
Your turn?

THE SURGEON
(From off)
No, actually.

And then the lights slam on.

(CONTINUED)

And there's the Surgeon and the Nurse, standing patiently against the wall, where they've been waiting.

THE SURGEON
I'm afraid, Miss Potts, it's *your* turn.

Bill staring in horror. What? *What??*

One of the Patients rises, and stands blocking the path to the door. *

Two of the others stride over to Bill, taking her by the arms, holding her in place.

THE SURGEON
Thank you for bringing her, Mr. Razor.

RAZOR
Ah, you see through my clever disguise.
(Dashes his mask aside)
Stupid thing.

Bill, staring at him in horror - the betrayal.

BILL
You didn't. Please, tell me you didn't.

RAZOR
Is for your own good, make you strong. Ready for the Exodus.

THE SURGEON
Sorry about the deception - it's best to get people in here without them knowing why. We don't want screaming in the main part of the hospital.

BILL
Don't you touch me! *Don't you lay a finger on me!!*

The Surgeon just smiles pleasantly, steps closer to her. Taps the unit under her clothes.

THE SURGEON
This unit won't last forever you know - you need the full upgrade.

BILL
You're not turning me into one of those things.

THE SURGEON
I'm rebuilding you to survive in a world not made for flesh.

BILL

Look at them. They're screaming in pain, every second they're alive.

THE SURGEON

Ah. But we've got something for that now.

He turns, and takes a strange-shaped device from a table. It's some piping, in a squared-off S shape. There's a unit mounted on the middle bar of the S - it looks a little like a torch light.

THE SURGEON

This won't stop you feeling pain - but it will stop you caring about it.

He's now twisting the unit in his hands, so that the top curve of the S swivels round the lamp unit and mirrors the bottom curve. It is becoming recognisable as the head handles of a Mondas Cyberman ...

THE SURGEON

It fits over your head ...

CUT TO:

37 INT. LIFT - NIGHT 1 (TRAVELLING TO NIGHT 11) 37 *

The Doctor, Nardole and Missy in the lift, as it bumps to a halt, the doors now grinding open.

The Doctor races out, into:

CUT TO:

38 INT. SIDE ROOM OFF OPERATING THEATRE - NIGHT 11 - 23:30 38 *

(2 Years since Night 10) *

This room resembles the layout of the bridge above - the lift doors in the same position - but dingier, more cellar-like. There are a few consoles and flickering monitors about the place.

THE DOCTOR

Okay, you two, welcome to a new time zone. Please don't reset your watches, because that would be really stupid.

NARDOLE

So how do we find Bill?

THE DOCTOR

Strangely enough, I don't immediately know that. It's almost like I'm not made of magic.

(CONTINUED)

MISSY

Oh, it's all messy here, isn't it?
I didn't know being a goody would
be so ... brown.

THE DOCTOR

Right, need some more information
about this ship - a map if we can
get one.

NARDOLE

(Moving to a console)
On it.

THE DOCTOR

No, Missy, you do it. Nardole, with
me.

He's heading to a pair of doors.

NARDOLE

Hang on, I'm the computer guy,
that's always me.

THE DOCTOR

Sorry, she's cleverer.

NARDOLE

She's more evil.

MISSY

(Now bending to the
console)
Same thing.

THE DOCTOR

Really isn't.

MISSY

Little bit the same.

The Doctor is already out the door. Nardole follows.

We stay on Missy, typing away at the keyboard.

A shadow falls over her.

And now we see Mr Razor, leering at her.

RAZOR

Hello.

Missy glances round at him.

MISSY

Oh, hello ordinary person. Please
maintain a minimum separation of
three feet. I'm really trying not
to kill anyone today, but it would
tremendously help if your major
arteries were out of reach.

She gets back to work. He grins at her, so delighted.

RAZOR

I have been so looking forward to meeting you.

MISSY

(Absorbed in her work)

Right, yes, very good.

On Razor - there is something fixed, and terrifying about his grin.

CUT TO:

39 INT. CORRIDOR OUTSIDE OPERATING ROOM - NIGHT 11 - 23:35 39 *

The Doctor and Nardole, making their way along.

NARDOLE

You know what this place smells like?

THE DOCTOR

A hospital.

NARDOLE

My Mum.

They look at each other.

NARDOLE

Long story.

THE DOCTOR

Aren't they all?

NARDOLE

Gives me character.

THE DOCTOR

You've got enough now, you can stop.

The Doctor, now easing a door open, stepping through into:

CUT TO:

40 INT. OPERATING THEATRE - NIGHT 11 - 23.35 40 *

The room is dark and seemingly empty again.

They look around the shadows - then the Doctor clicks his screwdriver.

The lights come up.

As before there are four Patients in the wheelchairs ranged round the circular wall - *

- but now they seem to be slumped asleep.

(CONTINUED)

Nardole yelps in fright, hides behind the Doctor.

NARDOLE
Oh, there's always a scary thing
with you, isn't there?

THE DOCTOR
Are you only getting that now?

CUT TO:

41 INT. SIDE ROOM OFF OPERATING THEATRE - NIGHT 11 - 23:35 41 *

Observed by a leering Mr Razor, Missy is tapping away at the console.

MISSY
Oh, this is super interesting. I
assumed this ship was from Earth,
full of squishable little humans -
but it's not from Earth at all is
it?

RAZOR
You don't remember me, do you?

MISSY
I mean, an Earth-like planet, but
not Earth itself.
(Frowns)
Very Earth like. If planets had
twins ...

RAZOR
You don't remember being here
before, do you?

MISSY
I've never been here before. Now do
stop talking before I splat your
brains for finger paint.

RAZOR
Oh, you've been here before.
(His grin broadens)
You really can trust me on that.

MISSY
(Tapping)
Planet, planet, which planet ... ?

CUT TO:

42 INT. OPERATING THEATRE - NIGHT 11 - 23:40 42 *

The Doctor, examining one of the slumped Patients. He's
sonicing at the chest unit. *

THE DOCTOR

This technology - it looks very familiar. What have you got?

Nardole, tapping at a computer, reading the monitor.

NARDOLE

Lot of genetics, bio-engineering. Bit crude. Lot of stuff about something called Exodus - Operation Exodus.

He hits a key on the keyboard -

- and a door hums open in another part of the room.

NARDOLE

Doctor.

The Doctor looks round. Nardole pointing at the newly opened door.

NARDOLE

It just opened.

THE DOCTOR

What were you looking at?

NARDOLE

Operation Exodus.

The Doctor crosses to him, looks through the door.

The room itself is in total darkness -

- but the light cast by the door, illuminates a pair of booted feet.

A Patient seems to be sitting in a chair - but the top half is in shadow ...

*

THE DOCTOR

Hello?

The feet shift, the figure heaves itself to its feet ...

CUT TO:

43

INT. SIDE ROOM OFF OPERATING THEATRE - NIGHT 11 - 23:40

43

*

Missy staring at the screen, almost in awe.

MISSY

Mondas! Look at that! *This ship is from Mondas!*

CUT TO:

44 INT. OPERATING THEATRE - NIGHT 11 - 23:41

44 *

The figure moving towards the Doctor, the light sliding up it as it advances, revealing -

We cut away before we can see what the Doctor and Nardole see. They stare in horror.

NARDOLE

That's not ... is that ... ?

A Mondasian Cyberman. The unit we saw earlier has become the head handles. The finessed eyeholes and mouth slit are now recognisable as the round eyes and box-shaped mouth of The Tenth Planet version of the Cybermen!!

The figure takes another lurching step forward.

THE DOCTOR

It's a Cyberman. A Mondasian Cyberman!

CUT TO:

45 INT. SIDE ROOM OFF OPERATING THEATRE - NIGHT 11 - 23:41

45 *

Missy, whirling round, heading for the door - urgent now.

MISSY

Doctor!

RAZOR

(Mockingly)

Doctor! Ohh, Doctor!!

Missy turns, looks at him, with proper Scottish affront.

Razor has a gun trained on her.

MISSY

Now, look. I may be about to take that silly little gun away from you and possibly your kidneys ...

RAZOR

He'll never forgive you, you know - never set you free. Not when he discovers what you did to his little friend.

MISSY

I haven't done anything to her.

RAZOR

Oh, I'm afraid you did. A long time ago.

CUT TO:

46 INT. OPERATING THEATRE - NIGHT 11 - 23:41

46 *

The massive Cyberman is advancing on the Doctor and Nardole, who retreat in front of it. The Doctor has his screwdriver trained on it.

THE DOCTOR
You're brand new. You're fresh out
the factory - you're not ready for
a fight yet.

NARDOLE
He looks a little bit ready.

THE DOCTOR
Bill Potts. Where is Bill Potts -
do you know?

The Cyberman shambles to halt. That sing-song voice.

CYBERMAN
Doc. Tor.

THE DOCTOR
You know me.

CYBERMAN
You. Are. Doc. Tor.

CUT TO:

47 INT. SIDE ROOM OFF OPERATING THEATRE - NIGHT 11 - 23:42

47 *

MISSY
Am I supposed to know what you're
talking about? Would it help you
focus if I extracted some of your
vital organs and made a lovely
soup?

RAZOR
You would never be so ... self
destructive.

MISSY
So *what??*

RAZOR
But then -

He tosses his gun aside.

RAZOR
- neither would I.

Missy, confused now. What the hell is going on??

CUT TO:

48 INT. OPERATING THEATRE - NIGHT 11 - 23:42

48 *

The Cyberman advancing on the Doctor.

THE DOCTOR
Listen to me. We mean you no harm.
We're passing through, looking for
Bill Potts, friend of mine.

CYBERMAN
Bill. Potts.

THE DOCTOR
Yes, Bill Potts. You're a Cyberman,
you're part of a neural net - can
you find her?

CYBERMAN
Bill. Potts.

The Cyberman now lumbering at the Doctor, as if to attack.

CUT TO:

49 INT. SIDE ROOM OFF OPERATING THEATRE - NIGHT 11 - 23:42

49 *

Razor, leering at Missy.

RAZOR
I love disguises. Do you still like
disguises?

On Missy - a terrible dawning possibility. Razor is now
reaching under his beard.

RAZOR
Of course, rather necessary when
you happen to be someone's former
Prime Minister -

And Razor rips the mask from his face, revealing his true
identity.

The Master!!

CUT TO:

50 INT. OPERATING THEATRE - NIGHT 11 - 23:42

50 *

The Cyberman advancing on the Doctor as he backs away.

NARDOLE
Get back from it - stay away from
it.

CYBERMAN
Accessing. Bill. Potts. Locating.
Bill. Potts.
(MORE)

(CONTINUED)

CYBERMAN (cont'd)
(a beat)
I. Am. Bill. Potts.

The Doctor, looking up in horror - what? *What??*

CUT TO:

51 INT. SIDE ROOM OFF OPERATING THEATRE - NIGHT 11 - 23:43 51 *

The Master and Missy stand in confrontation.

THE MASTER
Hello, Missy. I'm the Master, and
I'm very worried about my future.
(Big grin)
Give us a kiss!

CUT TO:

52 INT. OPERATING THEATRE - NIGHT 11 - 23:43 52 *

The Doctor staring up in horror at the Cyberman.

CYBERMAN
I. Am. Bill. Potts.

And through the eyeholes of the Cybermask, we can see Bill's eyes staring out (despite this, the Cyberman is the normal, huge size.)

THE DOCTOR
Bill? Bill? What have they done to
you?

NARDOLE
(Back at the console)
It's project Exodus, whatever that
is.

THE DOCTOR
Bill, *talk to me!*

A voice from the doorway.

MISSY
Well. The wrong name for a start.

Missy, strolling in from the doorway. Confident now, cold, swaggering.

CYBERMAN
I. Waited.

MISSY
This is not an exodus, is it,
Doctor?

Missy has taken up position next to the Cyberman, smiling smugly at him.

(CONTINUED)

MISSY
It's more of a beginning, really,
isn't it?

CYBERMAN
I. Waited.

Another voice from the doorway.

THE MASTER
In fact, you know what I'd call it?

The Doctor looks in horror. It's the Master. No!! Two of them
at once.

The Master strolls into the room, takes up position the other
side of the Cyberman.

THE MASTER
I'd call it a genesis.

MISSY
You've met the ex?

THE MASTER
Specifically, the Genesis of the
Cybermen.

The Doctor looks from one to the other - oh dear God, he's in
trouble now.

The Cyberman, its hands still raised in appeal.

CYBERMAN
I. Waited. For. You.

Close on one of Bill's eyes, staring in terror at the Doctor -
- a tear forming in the corner of one, exactly like the
teardrop eye of a Cyberman!

*

END TITLES