The Hobbit: An Unexpected Journey - Movie Transcript

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The Hobbit

[The scene starts off black.]

[Bilbo:] “My dear Frodo.”

[Bilbo lights a match, then uses it to light a candle. He walks through a hallway in Bag End, carrying the candle.]

[Bilbo:] “You asked me one once if I had told you everything there was to know about my adventures. And while I can honestly say I have told you the truth, I may not have told you all of it.”

[Bilbo opens a chest. He glances with fascination and recollection at Sting, his sword in its sheath, and reaches out to touch it. At the last second, he hurriedly restrains himself and pulls out a large red book from the chest instead. Sitting down at his desk and opening the book, he sees a drawing of his younger self. He picks up the picture and gazes at it.]

[Bilbo:] “I am old now, Frodo. I’m not the same Hobbit I once was.”

[Bilbo dips his quill in a pot of ink, and poises to write in the book. He begins writing.]

[Bilbo:] “I think it is time for you to know what really happened. It began long ago in a land far away to the east, the like of which you will not find in the world today.”
[The camera fades away from Bilbo in his study and begins panning over a map of Middle-earth. We see a city, Dale, full of humans and dwarves walking happily through markets and bazaars.]

[Bilbo:] “There was the city of Dale. Its markets known far and wide, full of the bounties of vine and vale. Peaceful, and prosperous. For this city lay before the doors of the greatest kingdom in Middle-earth: Erebor. Stronghold of Thror, King under the Mountain, mightiest of the dwarf lords.”

[The camera swoops over the city of Dale and reveals an enormous mountain just behind the city; a massive gateway has been built into the side of the mountain, flanked by humongous stone statues of dwarfs. We see Thror and his son Thrain inside the castle, looking out of the battlements and observing their domains. The camera pans through the city of Erebor, seeing vast chambers and massive, carved statues. Thror sits on his throne as his son, Thrain approaches him; his grandson, Thorin, stands at his right side.]

[Bilbo:] “Thror ruled with utter surety, never doubting his house would endure, for his line lay secure in the lives of his son and grandson. Ahhh, Frodo, Erebor; built deep within the mountain itself, the beauty of this fortress city was legend.”

[The camera pans over the vast gold quarries within Erebor; dwarves with magnifying lenses sift through piles of rare jewels; smiths pound metal with mallets. A dwarf quarrying for gold sees a glow in the rock; he peels away the rock and finds a beautiful, glowing gem, the Arkenstone.]

[Bilbo:] “Its wealth lay in the earth, in precious gems hewed from rock, and in great seams of gold, running like rivers through stone. The skill of the dwarves was unequaled, fashioning objects of great beauty out of diamond, emerald, ruby, and sapphire. Ever they delved deeper, down into the dark. And that is where they found it. The heart of the mountain. The Arkenstone. Thror named it the King’s Jewel. He took it as a sign, a sign that his his right to rule was divine. All would pay homage to him, even the great Elvenking, Thranduil.”

[The Arkenstone has been placed in a special pedestal on Thror’s throne; as he sits on his throne, flanked by his son, grandson, and other officers, Thranduil and his aides approach.]

[Bilbo:] “But the years of peace and plenty were not to last. Slowly, the days turned sour, and the watchful nights closed in. Thror’s love of gold had grown too fierce. A sickness had begun to grow within him; it was a sickness of the mind. And where sickness thrives, bad things will follow.”

[A shadow begins to cover the massive gates of Erebor. Thror walks through his massive rooms full of treasure, looking consumed with greed. Thorin watches him from a distance, then slowly retreats into a shadow.]

[Some time later, a paper dragon kite is being flown over Dale, along with other childrens’ kites. Suddenly, a great wind comes, blowing the trees on the mountainside until the bend and creak. Thorin and Balin, a fellow dwarf, rush to the battlements and look for any sign of danger.]

[Bilbo:] “The first they heard was a noise like a hurricane coming down from the north. The pines on the mountain creaked and cracked in a hot, dry wind.”
Thorin: “Balin, sound the alarm. Call out the guard. Do it now!”

Balin: “What is it?”

Thorin, looking worried, yells to everyone in the halls.

Thorin: “Dragon. Dragon!!!”

A roar sounds, and torrents of fire rain all over Erebor; Thorin pulls Balin behind a pillar just in time to save him from being burned.

Bilbo: “It was a fire drake from the north. Smaug had come.”

The kites from earlier are suddenly burned away. The people in the town of Dale scream in fear and panic as Smaug destroys their city, setting fire to many buildings and demolishing others. We only see slight glimpses of Smaug as he swoops about, breathing fire and destroying buildings by smashing into them. A little girl cries as she watches her doll burn in the street.

Bilbo: “Such wanton death was dealt that day, for this city of men was nothing to Smaug; his eye was set on another prize. For dragons covet gold, with a dark and fierce desire.”

Thorin and Thror, along with many other Dwarf soldiers, wait with weapons ready behind the gates of Erebor.

Thorin: “Stand firm!”

Fire bursts through cracks in the gates as Smaug tries to smash his way in. Smaug soon breaks through the gate of Erebor and starts killing dwarves left and right, trampling them and burning them. Thorin is nearly stepped on by the dragon, but he escapes. Thror fearfully runs to his throne and detaches the Arkenstone, running away with it. As he runs through a doorway, he sees Smaug in front of him; tripping, he drops the Arkenstone, and it rolls into a massive pile of gold.

Thror: “No!”

Thorin appears and drags him away.

Bilbo: “Erebor was lost, for a dragon will guard his plunder as long as he lives.”

As the dwarves run away from Erebor, they see King Thranduil and his elves approaching the mountain. Thorin and the others scream to the Elves to help them, but Thranduil, astride his deer, turns away.

Thorin: “Run for your lives! Help us!”

Bilbo: “Thranduil would not risk the lives of his kin against the wrath of the dragon. No help came from the elves that day, or any day since.”

Thorin glares in anger at the retreating elves. The remnants of the Dwarf kingdom slowly journey across vast, swampy lands. Thorin, at the front, stands on a mountaintop as his people come to him.
“Robbed of their homeland, the dwarves of Erebor wandered the wilderness, a once mighty people brought low.”

Thorin works in a city of men as a smith; he pounds a sword with his mallet with increasing ferocity and anger.

“The young dwarf prince took work where he could find it, laboring in the villages of men, but always he remembered the mountain smoke beneath the moon, the trees like torches blazing bright, for he had seen dragon fire in the sky, and his city turned to ash, and never forgave, and he never forgot.”

That, my dear Frodo, is where I come in. For quite by chance, and the will of a Wizard, fate decided I would become part of this tale. It began, well, it began as you might expect. In a hole in the ground, there lived a Hobbit. Not a nasty, dirty, wet hole, full of worms andoozy smells; this was a Hobbit-hole, and that means good food, a warm hearth, and all the comforts of home.”

That is private. Keep your sticky paws off. It's not ready yet.”

“Not ready for what?”

“Reading.”

“What on earth are these?”

“Replies to the party invitations.”

“Oh! Good gracious! Is it today?”

“They all said they’re coming. Except for the Sackville-Bagginses; they’re demanding you ask them in person.”
[Bilbo:] “Are they, indeed? Over my dead body.”

[Frodo:] “They’d probably find that quite agreeable! They seem to think you have tunnels overflowing with gold.”

[Bilbo:] “It was one small chest, hardly overflowing. And it still smells of troll.”

[Bilbo starts hiding his valuables in chests, jars, vases, and other inconspicuous places.]

[Frodo:] “What on earth are you doing?”

[Bilbo:] “Taking precautions. You know, I caught her making off with the silverware once.”

[Frodo:] “Who?”

[Bilbo:] “Lobelia Sackville-Baggins. She had all my spoons stuffed in her pockets. Hah! Dreadful woman; make sure you keep an eye on her after I’m ... when I’m ... when I’m...”

[Frodo:] “When you’re...what?”

[Bilbo:] “It’s nothing. Nothing.”

[Bilbo looks at some papers on a table.]

[Frodo:] “You know, some people are beginning to wonder about you, Uncle. They think you’re becoming odd.”

[Bilbo:] “Odd? Hmm.”

[Frodo:] “Unsociable.”


[Bilbo hands Frodo a sign he’s made; Frodo looks at it dubiously.]

[Going outside, Frodo nails the sign to the gate of Bag End. It says “NO ADMITTANCE EXCEPT ON PARTY BUSINESS.” Bilbo comes outside and stretches.]

[Frodo:] “You think he’ll come?”

[Bilbo:] “Who?”

[Frodo:] “Gandalf.”

[Bilbo:] “Ahhh. He wouldn’t miss a chance to lit up his whiz-poppers! He’ll give us quite a show, you’ll see.”

[Frodo:] “Alright then, I’m off.”
“Off to where?”

“East Farthing woods. I’m going to surprise him.”

“Well, go on then! You don’t want to be late.”

As Frodo runs off, the camera pans over the Shire. Bilbo sits on a bench outside his door, smoking his pipe; he blows out a large smoke ring which floats into the sky.

“He doesn’t approve of being late. Not that I ever was. In those days, I was always on time. I was entirely respectable. And nothing unexpected ever happened.”

AN UNEXPECTED JOURNEY

60 years earlier...

Bilbo’s smoke ring collapses and becomes a smoke moth, as a tall figure walks into the shot. The moth flies into Bilbo’s face, waking him from his reverie. A younger Bilbo, from 60 years earlier, is sitting on the same bench, smoking his pipe. He looks up in surprise and sees a hooded figure.

“Good morning.”

“What do you mean? Do you mean to wish me a good morning, or do you mean that it is a good morning whether I want it or not? Or, perhaps you mean to say that you feel good on this particular morning. Or are you simply stating that this is a morning to be good on?”

“All of them at once, I suppose.”

[Gandalf looks slightly disapprovingly at Bilbo; Bilbo is confused and bewildered.]

“Can I help you?”

“That remains to be seen. I’m looking for someone to share in an adventure.”

“An adventure? Now, I don’t imagine anyone west of Bree would have much interest in adventures. Nasty, disturbing, uncomfortable things. Make you late for dinner, hm, mm”

[Bilbo gets up and checks his mailbox, grabbing some mail and sorting through it, clucking to himself. He looks quite uncomfortable because Gandalf is still standing there. Puffing his pipe in vexation, he begins heading back inside.]

“Good morning.”

“To think that I should have lived to be good-morninged by Belladonna Took’s son, as if I were selling buttons at the door.”
[Bilbo:] “Beg your pardon?”

[Gandalf:] “You’ve changed, and not entirely for the better, Bilbo Baggins.”

[Bilbo:] “I’m sorry, do I know you?”

[Gandalf:] “Well, you know my name, although you don’t remember I belong to it. I’m Gandalf! And Gandalf means … me.”

[Bilbo:] “Gandalf…not Gandalf, the wandering Wizard, who made such excellent fireworks! Old Took used to have them on Midsummer’s Eve. Ha, ha! Well. Hmm, I had no idea you were still in business.”

[Gandalf:] “And where else should I be?”

[Bilbo:] “Ha, ha! Hm, hmm…”

[Bilbo puffs confusedly on his pipe]

[Gandalf:] “Well, I’m pleased to find your remember something about me, even if it’s only my fireworks. Well that’s decided. It will be very good for you, and most amusing for me. I shall inform the others.”

[Bilbo:] “Inform the who? What? No. No. No! Wait. We do not want any adventures here, thank you. Not today, not-mm. I suggest you try over the Hill or across the Water. Good morning.”

[Bilbo, in frustration, retreats into Bag End, gesturing at Gandalf with his pipe. Once inside, he bolts the door and leans against it. Hearing a curious noise, he puts his ear close to the door. The noise is from Gandalf drawing a glowing symbol on Bilbo’s door with his staff. Alarmed, Bilbo looks out his side window, only to find Gandalf’s eye appear in front of him. He jumps back in fright and hides behind a wall; he looks out another window and sees Gandalf hurrying away.]

[It is nighttime. In Bag End, Bilbo prepares a dinner of fish; he settles down at his table, tucks a napkin in his collar, and begins sprinkling salt on his fish. Unbeknownst to him, the the symbol on the door glows, and the shadow of a person appears on the door. Bilbo, in the middle of squeezing lemon juice on his fish, looks up in surprise as the doorbell rings. He opens the door and finds a tall, bald dwarf on his doorstep. The dwarf greets him and bows slightly.]

[Bilbo:] “Ah.”

[Dwalin:] “Dwalin, at your service.”

[Shellshocked, Bilbo lets out a noise like a whimper. Coming to his senses, he quickly ties his robe tighter and stands taller, although he is still confused.]

[Bilbo:] “Bilbo Baggins, at yours.”
[Dwalin walks inside without an invitation]

[Bilbo:] “D-do we know each other?”

[Dwalin:] “No. Which way, laddie? Is it down here?”

[Bilbo:] “I-is what down where?”

[Dwalin dumps some of his stuff on the ground and thrusts the rest onto Bilbo.]

[Dwalin:] “Supper. He said there’d be food, and lots of it.”

[Bilbo:] “H-He said? Who said?”

[Dwalin sits at Bilbo’s spot on the kitchen table, eating Bilbo’s dinner, while Bilbo sits behind him, confused. Dwalin eats all the flesh from the fish, then eats the head as well, as Bilbo looks on in disgust.]

[Dwalin:] “Mmmm. … Very good, this. Any more?”

[Bilbo:] “What? Uh, oh, yes, yes

[Dwalin:] “Ah.”

[Bilbo:] “Help yourself.”

[Bilbo brings over a plate of biscuits; he hurriedly hides one behind his back for himself. Dwalin begins stuffing them in his mouth.]

[Bilbo:] “Mmmm. It’s just that, um, I wasn’t expecting company.”

[The bell rings again, and Bilbo looks up in alarm.]

[Bilbo:] “That’ll be the door.”

[Bilbo opens the door and finds an old, white-haired dwarf waiting and bowing.]

[Balin:] “Balin, at your service.”

[Bilbo:] “Good evening.”

[Balin:] “Yes, yes it is, though I think it might rain later. Am I late?”

[Bilbo:] “Late for what?”

[Balin sees Dwalin, who is trying to get more biscuits from Bilbo’s jar.]

[Balin:] “Oh, ha ha! Evening, brother. Heh, heh.”
[Dwalin:] “Oh, by my beard, you are shorter and wider than last we met.’

[Balin:] “Wider, not shorter. Sharp enough for both of us.”

Laughing, they greet each other amicably. Putting their arms on each other’s shoulders, they smash their foreheads together. Bilbo looks on in wonder.

[Bilbo:] “Uh, excuse me; sorry, I hate to interrupt, ah, but the thing is, I’m not entirely sure you’re in the right house.”

Ignoring Bilbo, Dwalin and Balin have gone into Bilbo’s pantry, where they are pouring ale and examining the food. As they talk to each other, Bilbo continues his speech.

[Dwalin:] “Have you eaten?

[Bilbo:] “It’s not that I don’t like visitors; I-I like visitors as much as the next Hobbit, but I do like to know them before they come visiting.”

[Dwalin and Balin, not listening to Bilbo, are still rifling through his pantry.]

[Balin:] “Ah, that looks very nice indeed.”

[Dwalin:] [indistinguishable]

[Balin picks up a lump of cheese.]

[Dwalin:] “What’s this?”

[Balin:] “I don’t know, [indistinguishable] cheese.”

[Bilbo:] “The thing is, um--”

[Balin:] “It’s gone blue.”

[Dwalin:] “It’s riddled with mold.”

[Dwalin takes the cheese and tosses it out of the pantry, past the still-speaking Bilbo.]

[Bilbo:] “The thing is, um, l, I don’t know either of you, not in the slightest. I don’t mean to be blunt, but I uh, but I had to speak my mind. I’m sorry.”

[Balin:] [indistinguishable]

[The two dwarves pause and look at Bilbo.]

[Balin:] “Hm. Apology accepted.

[Bilbo:] “Mm!”
[Balin:] “Ah, now fill it up, brother, don’t stint. I could eat again, if you insist.”

[Balin hands a tankard to Dwalin so that it can be filled with ale. In the background, the doorbell rings again.]

[Bilbo opens it to find two young dwarves. Upon seeing them, Bilbo makes a small noise which sounds like a moan.]

[Fili:] “Fili.”

[Kili:] “And Kili.”

[Fili and Kili, together:] “At your service.”

[Kili:] “You must be Mr. Boggins.”

[Bilbo:] “Nope, you can’t come in, you’ve come to the wrong house.”

[Bilbo tries closing the door, but Kili stops it with his foot.]

[Kili:] “What? Has it been cancelled?”

[Fili:] “No one told us.”

[Bilbo:] “Can--? No--nothing’s been cancelled.”

[Kili:] “Well, that’s a relief.”

[The dwarves push their way in and begin unloading their stuff onto Bilbo.]

[Fili:] “Careful with these, I just had ‘em sharpened.”

[Kili:] “It’s nice, this place. D’you you do it yourself?”

[Kili scraps the mud off his boots on the edge of a chest standing nearby.]

[Bilbo:] “Ah, no, it’s been in the family for years. That’s my mother’s glory box, can you please not do that?!”

[Dwalin:] “Fili, Kili, come on, give us a hand.”

[Kili:] “Mister Dwalin.”

[The dwarves laugh.]

[Balin:] “Let’s shove this in the hallway, otherwise we’ll never get everyone in.”

[The dwarves prepare to shift Bilbo’s furniture around to create a meeting/feasting place.]
[Bilbo:] “Ev–everyone? How many more are there?”

[Fili or Kili:] “Where do you want this?”

[The doorbell rings very hard and longer than before. Bilbo, in anger, walks quickly toward the door, dumping all the swords and other equipment in his arms along the way.]

[Bilbo:] “Oh no. No, no! There’s nobody home. Go away, and bother somebody else. There’s far too many dwarves in my dining room as it is. If- if- If this is some clotterd’s idea of a joke, ha ha, I can only say, it is in very poor taste.”

[Bilbo opens the door, and an entire heap of dwarves, eight to be exact, fall in. Struggling to get up, they grumble and yell at each other, saying “Get off!”. Gandalf is standing behind them.]

[Bilbo:] “Gandalf.”

[The entire group of dwarves, 12 of them, begins raiding Bilbo’s pantry and taking out all his food. He tries to tell them to put it back, but they ignore him.]

[Bilbo:] “Those are my plates! Excuse me! Not my wine. Put that back. Put that back! Not the jam, please! ...Excuse me.”

[Bombur walks out of the pantry with three entire wheels of cheese.]

[Bilbo:] “Excuse me. A tad excessive, isn’t it? Have you got a cheese knife?”

[Bofur:] “Cheese knife? He eats it by the block.”

[Oin and Gloin walk through the hall carrying chairs from one of Bilbo’s rooms.]

[Bilbo:] “No, no, that’s Grandpa Mungo’s chair! No, I’m sorry, you’ll have to take it back please. Take it back...It’s antique, not for sitting on! Thank you! That’s a book, not a coaster. Put that map down, thank you.”

[Oin:] “I cannot hear what you’re saying!”

[The dwarves continue bringing all of Bilbo’s food and furniture into the dining room. Dori approaches Gandalf with a tray and some tea.]

[Dori:] “Excuse me, Mr. Gandalf, can I tempt you with a nice cup of chamomile tea?”

[Gandalf:] “Oh, no thank you, Dori. A little red wine for me, I think.”

[Gandalf walks out of the dining room, trying to avoid the scurrying dwarves. He hits his head on the chandelier, then he begins counting the dwarves on his fingers.]

[Gandalf:] “Fili, Kili, Oin, Gloin, Dwalin, Balin, Bifur, Bofur, Bombur, Dori, Nori...Ori.”
Bilbo wrestles a bowl of tomatoes away from Nori. Bifur, the dwarf with an axe in his head, approaches Gandalf and talks to him in Khuzdul (untranslated) and with body motions.

Gandalf: “Yes, you’re quite right, Bifur. We appear to be one dwarf short.”

Dwalin: “He is late, is all. He travelled North to a meeting of our kin. He will come.”

Dori: “Mr. Gandalf?”

Gandalf: “Hmmm?”

Dori: “A little glass of red wine, as requested. It’s, eh, got a fruity bouquet.”

Gandalf: “Ah, Cheers.”

Gandalf drinks the tiny cup of wine Dori offers him, then looks sadly at the cup, wanting a little more.

Gandalf: “Mm.”

The dwarves, sitting in Bilbo’s dining room, have a grand feast with all his food. They are quite rude and messy about it. Bofur throws some food to his brother, Bombur.

Bofur: “Bombur, catch!”

Bombur catches the food in his mouth, and everyone cheers. As everyone begins throwing food around, Bilbo walks away in disgust. He looks at his pantry in shock; it has been entirely cleared of food. Fili walks on top of the table, carrying several cups of ale and knocking aside the food in his way.

Fili: “Who wants an ale? There you go.”

Dwalin: “Let him have another drink!”

Fili: “Here you go.”

Dwalin pours his ale into Oin’s hearing trumpet, and as Oin splutters in anger, everyone else laughs. Oin puts his hearing trumpet to his mouth and blows the ale out of it, making it squeal. One of the dwarves yells, “On the count of three!” and the dwarves pound their tankards together. Someone counts, “One!...Two!” Then all the dwarves go quiet and begin drinking their ale together. They are incredibly messy, as ale falls all over their faces and runs down their beards. When finished drinking, they begin burping; the youngest, Ori, lets out the biggest burp. The dwarves laugh. Bilbo looks away in disgust.

When the meal finishes, the dwarves leave the table and begin walking about. Bilbo grabs a doily back from Nori.

Bilbo: “Excuse me, that is a doily, not a dishcloth!”
[Bofur:] “But it’s full of holes!”

[Bilbo:] “It’s supposed to look like that, it’s crochet.”

[Bofur:] “Oh, and a wonderful game it is too, if you got the balls for it.”

[Bilbo:] “Bebother and confusticate these dwarves!”

[Gandalf:] “My dear Bilbo, what on earth is the matter?”

[Bilbo:] “What’s the matter? I’m surrounded by dwarves. What are they doing here?”

[Gandalf:] “Oh, they’re quite a merry gathering, once you get used to them.”

[Nori has a chain of sausages over his shoulder, and Bofur grabs them from him. They play tug-of-war with the sausages.]

[Bilbo:] “I don’t want to get used to them. The state of my kitchen! There’s mud trod into the carpet, they’ve pi-pillaged the pantry. I’m not even going to tell you what they’ve done in the bathroom; they’ve all but destroyed the plumbing. I don’t understand what they’re doing in my house!”

[Ori:] “Excuse me. I’m sorry to interrupt, but what should I do with my plate?”

[Fili:] “Here you go, Ori, give it to me.”

[Fili takes the plate from Ori and throws it to Kili, who throws it behind his back to Bifur, who is standing at the sink in the kitchen. Bifur catches it behind his back, without even looking at it. Kili, Fili, and other dwarves begin throwing the plates, bowls, and utensils to each other, eventually throwing them to the sink to be washed. As dishware flies through the air, Gandalf ducks to avoid getting hit.]

[Gandalf:] “Oh!”

[Bilbo:] “Excuse me, that’s my mother’s West Farthing crockery, it’s over a hundred years old!”

[The dwarves at the tablet begin rhythmically drumming on the tablet with utensils and their fists.]

[Bilbo:] “And can-can you not do that? You’ll blunt them!”

[Bofur:] “Ooh, d’hear that, lads? He says we’ll blunt the knives.”

[Kili begins singing and the other dwarves join him, as they continue throwing the dishware.]

[The dwarves, singing:]
“Blunt the knives, bend the forks
Smash the bottles and burn the corks
Chip the glasses and crack the plates
That’s what Bilbo Baggins hates!”
Cut the cloth and tread on the fat
Leave the bones on the bedroom mat
Pour the milk on the pantry floor
Splash the wine on every door
Dump the crocks in a boiling bowl
Pound them up with a thumping pole
When you've finished, if any are whole
Send them down the hall to roll

...That's what Bilbo Baggins hates!"

[Bilbo huffs up in anger, only to find all the dishes stacked neatly and cleanly. The dwarves and Gandalf laugh. Suddenly, there are three loud knocks on the door, and everyone falls silent.]

[Gandalf:] “He is here.”

[They open the door, and there stands Thorin. He enters Bag End.]

[Thorin:] “Gandalf. I thought you said this place would be easy to find. I lost my way, twice. Wouldn't have found it at all had it not been for that mark on the door.”

[Bilbo:] “Mark? There’s no mark on that door. It was painted a week ago!”

[Gandalf:] “There is a mark; I put it there myself. Bilbo Baggins, allow me to introduce the leader of our company, Thorin Oakenshield.”

[Thorin:] “So, this is the Hobbit. Tell me, Mr. Baggins, have you done much fighting?”

[Bilbo:] “Pardon me?”

[Thorin:] “Axe or sword? What's your weapon of choice?”

[Bilbo:] “Well, I have some skill at Conkers, if you must know, but I fail to see why that’s relevant.”

[Thorin:] “Thought as much. He looks more like a grocer than a burglar.”

[The dwarves all laugh, and they walk back to the dining table. As Thorin eats, the rest of them talk to him.]

[Balin:] “What news from the meeting in Ered Luin? Did they all come?”

[Thorin:] “Aye. Envoys from all seven kingdoms.”

[The dwarves murmur their joy.]

[Dwalin:] “What do the dwarves of the Iron Hills say? Is Dain with us?”

[Thorin:] “They will not come.”
[The dwarves murmur in disappointment.]

[Thorin:] “They say this quest is ours, and ours alone.”

[Further disappointed murmurs.]

[Bilbo:] “You’re going on a quest?”

[Gandalf:] “Bilbo, my dear fellow, let us have a little more light.”

[Bilbo brings a candle to the table, where Gandalf has spread out a map which was in his pocket.]

[Gandalf:] “Far to the East, over ranges and rivers, beyond woodlands and wastelands, lies a single solitary peak.”

[Bilbo-reading the map:] “The Lonely Mountain.”

[Gloin:] “Aye. Oin has read the portents, and the portents say it is time.”

[Oin:] “Ravens have been seen flying back to the mountain as it was foretold: When the birds of yore return to Erebor, the reign of the beast will end.”

[Bilbo, hearing “the beast,” looks concerned.]

[Bilbo:] “Uh, What beast?”

[Bofur:] “Well that would be a reference to Smaug the Terrible, chiefest and greatest calamity of our age. Airborne fire-breather, teeth like razors, claws like meathooks, extremely fond of precious metals—”

[Bilbo:] “Yes, I know what a dragon is.”

[Ori:] “I’m not afraid! I’m up for it. I’ll give him a taste of the Dwarfish iron right up his jacksie.”

[Several dwarves shout.]

[Dori:] “Sit down!”

[Balin:] “The task would be difficult enough with an army behind us. But we number just thirteen, and not thirteen of the best, nor brightest.”

[The dwarves start objecting, saying things like, “Hey, who are you calling dim?” “Watch it!”, and “No!”]

[Oin:] “What did he say?”

[Fili:] “We may be few in number, but we’re fighters, all of us, to the last dwarf!”

[Kili:] “And you forget, we have a wizard in our company. Gandalf will have killed hundreds of dragons
in his time."

[Gandalf:] “Oh, well, now, uh, I-I-I wouldn’t say that, I- -”

[Dori:] “How many, then?”

[Gandalf:] “Uh, what?”

[Dori:] “Well, how many dragons have you killed? Go on, give us a number!”

[Gandalf:] “Hm.”

[Gandalf embarrassedly starts coughing on his pipe smoke; the dwarves jump to their feet, arguing about the number of dragons Gandalf has killed. Thorin jumps up in anger and bellows, silencing the rest.]

[Thorin:] “Shazara! [not translated onscreen: Silence!] If we have read these signs, do you not think others will have read them too? Rumours have begun to spread. The dragon Smaug has not been seen for 60 years. Eyes look east to the Mountain, assessing, wondering, weighing the risk. Perhaps the vast wealth of our people now lies unprotected. Do we sit back while others claim what is rightfully ours? Or do we seize this chance to take back Erebor? Du Bekâr! Du Bekâr! [not translated onscreen: To arms! To arms!]”

[All the dwarves cheer.]

[Balin:] “You forget: the front gate is sealed. There is no way into the mountain.”

[Gandalf:] “That, my dear Balin, is not entirely true.”

[Twiddling his fingers, Gandalf produces a dwarvish key, ornately wrought. Thorin looks at it in wonder.]

[Thorin:] “How came you by this?”

[Gandalf:] “It was given to me by your father, by Thrain, for safekeeping. It is yours now.”

[Gandalf hands the key to Thorin as everyone looks on in wonder.]

[Fili:] “If there is a key, there must be a door.”

[Gandalf points at runes on his map with his pipe.]

[Gandalf:] “These runes speak of a hidden passage to the lower halls.”

[Kili:] “There’s another way in!”

[Gandalf:] “Well, if we can find it, but dwarf doors are invisible when closed. The answer lies hidden somewhere in this map and I do not have the skill to find it. But there are others in Middle-earth who can. The task I have in mind will require a great deal of stealth, and no small amount of courage. But, if we are careful and clever, I believe that it can be done.”
“That's why we need a burglar.”

“Hm, A good one, too. An expert, I'd imagine.”

“And are you?”

“Am I what?”

“He said he’s an expert! Hey hey!”

“Me? No, no, no, no. I'm not a burglar; I've never stolen a thing in my life.”

“I’m afraid I have to agree with Mr. Baggins. He’s hardly burglar material.”

“M–Me? No, no, no, no. I’m not a burglar; I've never stolen a thing in my life.”

“I’m afraid I have to agree with Mr. Baggins. He’s hardly burglar material.”

“Aye, the wild is no place for gentlefolk who can neither fight nor fend for themselves.”

“Enough! If I say Bilbo Baggins is a burglar, then a burglar he is.”

“Hobbits are remarkably light on their feet. In fact, they can pass unseen by most if they choose. And while the dragon is accustomed to the smell of dwarf, the scent of hobbit is all but unknown to him, which gives us a distinct advantage. You asked me to find the fourteenth member of this company, and I have chosen Mr. Baggins. There’s a lot more to him than appearances suggest, and he’s got a great deal more to offer than any of you know, including himself. You must trust me on this.”

“Very well. We will do it your way.

“No, no, no.”

“Give him the contract.”

“Please.”

“Alright, we’re off!”

“It’s just the usual summary of out-of-pocket expenses, time required, remuneration, funeral
“Funeral arrangements?”

[As Bilbo steps back a few feet to read the contract, Thorin leans toward Gandalf and whispers to him.]

“I cannot guarantee his safety.”

“Understood.”

“Nor will I be responsible for his fate.”

“Agreed.”

[Bilbo reads parts of the contract out loud.]

“Terms: Cash on delivery, up to but not exceeding one fourteenth of total profit, if any. Seems fair. Eh, Present company shall not be liable for injuries inflicted by or sustained as a consequence thereof including but not limited to lacerations ... evisceration ... incineration?”

“Oh, aye, he'll melt the flesh off your bones in the blink of an eye.”

[Bilbo looks a little breathless.]

“Huh.”

“You all right, laddie?”

[Bilbo bends over, nauseous and pained.]

“Uh, yeah...Feel a bit faint.”

“Think furnace with wings.”

“Air, I--I--I need air.”

“Flash of light, searing pain, then Poof! you’re nothing more than a pile of ash.”

[Bilbo breathes heavily, trying to compose himself as the others stare at him.]

“Hmm. Nope.”

[Bilbo falls on the floor in a faint.]

“Ah, very helpful, Bofur.”
[Bilbo is sitting on his chair, holding a mug and talking to Gandalf.]

[Bilbo:] “I’ll be all right, let me just sit quietly for a moment.”

[Gandalf:] “You’ve been sitting quietly for far too long. Tell me; when did doilies and your mother’s dishes become so important to you? I remember a young Hobbit who always was running off in search of elves and the woods, who’d stay out late, come home after dark, trailing mud and twigs and fireflies. A young Hobbit who would have liked nothing better than to find out what was beyond the borders of the Shire. The world is not in your books and maps; it’s out there.”

[Bilbo:] “I can’t just go running off into the blue. I am a Baggins, of Bag End.”

[Gandalf:] “You are also a Took. Did you know that your great-great-great-great-uncle, Bullroarer Took, was so large he could ride a real horse?”

[The camera focuses on a portrait of Bullroarer Took on Bilbo’s wall.]

[Bilbo:] “Yes.”

[Gandalf:] “Well he could. In the Battle of Green Fields, he charged the goblin ranks. He swung his club so hard it knocked the Goblin King’s head clean off, and it sailed a hundred yards through the air and went down a rabbit hole. And thus the battle was won, and the game of golf invented at the same time.”

[Bilbo:] “I do believe you made that up.”

[Gandalf:] “Well, all good stories deserve embellishment. You’ll have a tale or two to tell of your own when you come back.”

[Bilbo:] “Can you promise that I will come back?”

[Gandalf:] “No. And if you do, you will not be the same.”

[Bilbo:] “That’s what I thought. Sorry, Gandalf, I can’t sign this. You’ve got the wrong Hobbit.”

[Bilbo walks away down the hall. Gandalf sighs. Balin and Thorin see Bilbo walking away.]

[Balin:] “It appears we have lost our burglar. Probably for the best. The odds were always against us. After all, what are we? Merchants, miners, tinkers, toy-makers; hardly the stuff of legend.”

[Thorin:] “There are a few warriors amongst us.”

[Balin:] “Old warriors.”

[Thorin:] “I will take each and every one of these dwarves over an army from the Iron Hills. For when I called upon them, they came. Loyalty. Honor. A willing heart. I can ask no more than that.”
[Balin:] “You don’t have to do this. You have a choice. You’ve done honorably by our people. You have built a new life for us in the Blue Mountains, a life of peace and plenty. A life that is worth more than all the gold in Erebor.”

[Thorin holds out the key Gandalf gave him.]

[Thorin:] “From my grandfather to my father, this has come to me. They dreamt of the day when the dwarves of Erebor would reclaim their homeland. There is no choice, Balin. Not for me.”

[Balin:] “Then we are with you, laddie. We will see it done.”

[The dwarves gather in Bilbo’s living room, smoking their pipes by the fire. They all begin humming, and soon Thorin begins to sing, and the others join him (on the second stanza below). Gandalf listens from nearby; Bilbo listens from his bedroom.]

[The dwarves, singing:]
“Far over the misty mountains cold
To dungeons deep and caverns old
We must away ere break of day
To find our long-forgotten gold

The pines were roaring on the height
The winds were moaning in the night
The fire was red, it flaming spread
The trees like torches blazed with light”

[The camera focuses on sparks floating out of Bilbo’s chimney, then the scene fades into the night sky.]

[It is morning. Bilbo wakes up on his bed, and suddenly realizes that his house is very quiet. He walks all around his house expecting to run into the dwarves; however, there is no one there. The house has been cleaned up completely from the mess of the party last night, almost as if it had never happened.]

[Bilbo:] “Hello?“

[Bilbo looks a bit lonesome. He sees the Contract sitting on a table; he looks at it, then looks up with a determined face.]

[Bilbo runs out the door of Bag End and down the path, wearing a travelling pack and holding the contract. He runs through Hobbiton, jumping over fences and pumpkins in his haste. His neighbors shake their heads at
[Neighbor:] “Hey! Mr. Bilbo! Where are you off to?”

[Bilbo:] “Can’t stop, I’m already late!”

[Neighbor:] “Late for what?”

[Bilbo:] “I’m going on an adventure!”

(The dwarves are riding their ponies, and Gandalf his horse, down a path through a wooded area. A few words of their conversation are heard, including “waste of time” and “use a hobbit”. Bilbo runs up from behind them.)

[Bilbo:] “Wait! Wait!”

[Some dwarves call “Woah!” and stop their ponies. Bilbo catches up to them and hands Balin the contract.]

[Bilbo:] “I signed it!”

[Balin takes the contract and inspects it with a pocket-glass. He then smiles at Bilbo.]

[Balin:] “Everything appears to be in order. Welcome, Master Baggins, to the company of Thorin Oakenshield.”

[The dwarves cheer. Thorin doesn’t look too impressed.]

[Thorin:] “Give him a pony.”

[Bilbo:] “No, no, no, no, that--that won’t be necessary, thank you, but I--I’m sure I can keep up on foot. I-- I--I’ve done my fair share of walking holidays, you know. I even got as far as Frogmorton once--WAGH!”

[Bilbo’s speech is cut off as two of the dwarves ride alongside him and pick him up from behind to put him on a pony.]

[Bilbo is riding a pony and looking quite terrified. The pony neighs and tosses its head, making him quite uncomfortable..]

[Oin:] “Come on, Nori, pay up. Go on.”

[Nori tosses a sack of money to Oin; sacks of money begin passing between the dwarves.]
[Some of the dwarves laugh.]

[Bilbo:] “What’s that about?”

[Gandalf:] “Oh, they took wagers on whether or not you’d turn up. Most of them bet that you wouldn’t.”

[Bilbo:] “What did you think?”

[Gandalf:] “Hmmm.”

[Gandalf catches a sack of money tossed to him and puts it in his bag.]

[Gandalf:] “My dear fellow, I never doubted you for a second.”

[Bilbo sneezes loudly.]

[Bilbo:] “Ohh. All this horse hair, I’m having a reaction.”

[Bilbo searches his pockets for his handkerchief. He is unable to find it, and he looks up in shock.]

[Bilbo:] “No, no, wait, wait, stop! Stop! We have to turn around.”

[The entire company comes to a halt, and the dwarves start objecting and asking what the problem is.]

[Gandalf:] “What on earth is the matter?”

[Bilbo:] “I forgot my handkerchief.”

[Bofur tears a strip of cloth from his clothing and tosses it to Bilbo.]

[Bofur:] “Here! Use this.”

[Bilbo catches the rag and looks at it in disgust. The dwarves laugh and begin to continue their journey.]

[Thorin:] “Move on.”

[Gandalf:] “You’ll have to manage without pocket-handkerchiefs and a good many other things, Bilbo Baggins, before we reach our journey’s end. You were born to the rolling hills and little rivers of the Shire, but home is now behind you; the world is ahead.”

[We see the Company travelling through many beautiful areas of Middle-earth, including forest, hills, and plains.]

[The company has camped for the night near the edge of a cliff. As Gloin sleeps, tiny flying insects get sucked into his mouth every time he inhales, and they are expelled when he exhales. Bilbo watches in disgust, then finally gets up and walks around. Most of the dwarves are asleep; Gandalf, Fili, and Kili are awake. Bilbo walks over to his pony and gives her an apple, after checking to see that no one is looking.]
“Hello, girl. That’s a good girl. It’s our little secret, Myrtle; you must tell no one. sh, sh”

[Bilbo hears a scream in the night air and becomes worried. He runs over to Fili and Kili.]

“Hello, girl. That’s a good girl. It’s our little secret, Myrtle; you must tell no one. sh, sh”

“What was that?”

“Orcs.”

Another scream is heard.

“Orcs?”

“Throat-cutters. There’ll be dozens of them out there. The lowlands are crawling with them.”

“They strike in the wee small hours, when everyone’s asleep. Quick and quiet; no screams, just lots of blood.”

Bilbo looks away in fright; Fili and Kili look at each other and begin laughing.

“You think that’s funny? You think a night raid by orcs is a joke?”

“We didn’t mean anything by it.”

“No, you didn’t. You know nothing of the world.”

Thorin walks off to the edge of the cliff and looks out over the valley; Balin walks up to Fili and Kili.

“Don’t mind him, laddie. Thorin has more cause than most to hate orcs. After the dragon took the Lonely Mountain, King Thror tried to reclaim the ancient dwarf kingdom of Moria. But our enemy had got there first.”

Flashback of the Battle of Azanulbizar; thousand of dwarves and orcs fight in front of the gates of Moria. We see Thorin, Thror, Thrain, Balin, and Dwalin fighting fiercely. A massive, pale, orc wipes out many dwarves with his mace, then engages King Thror.

“Moria had been taken by legions of Orcs lead by the most vile of all their race: Azog, the Defiler. The giant Gundabad Orc had sworn to wipe out the line of Durin. He began by beheading the King.”

[Azog, having defeated King Thror, holds up his beheaded head as he roars; he then flings the head, which bounces and rolls to Thorin’s feet.]

“Nooo!”

“Thrain, Thorin’s father, was driven mad by grief. He went missing, taken prisoner or killed, we
did not know. We were leaderless. Defeat and death were upon us.”

[In the flashback, the orcs have overpowered the dwarves, and the dwarves flee for their lives.]

[Balin:] “That is when I saw him: a young dwarf prince facing down the Pale Orc.”

[Thorin faces Azog; Azog swings his mace and knocks away first Thorin’s shield, then his sword. Thorin falls down an embankment and lands on the ground.]

[Balin:] “He stood alone against this terrible foe, his armor rent…wielding nothing but an oaken branch as a shield”

[Azog leaps to smash Thorin, but Thorin, grabbing an oaken branch lying on the round, manages to roll away in time. Azog continues wielding his mace against Thorin, who is still on the ground, but Thorin blocks his mace with the oaken branch, which he uses as a shield. As Azog swings one last time, Thorin, grabbing a sword lying nearby, cuts off Azog’s left arm, his mace arm, from below the elbow. Azog clutches the stump of his arm as he howls in pain.]

[Balin:] “Azog, the Defiler, learned that day that the line of Durin would not be so easily broken.”

[Azog is rushed into Moria by other orcs; Thorin, yelling “Du Bekâr! Du Bekâr!” (not translated onscreen: ‘To arms! To arms!’), rallies the dwarves to battle. They stop fleeing and return to battle, fighting ferociously. The dwarves now seem to have the advantage.]

[Balin:] “Our forces rallied and drove the orcs back. Our enemy had been defeated. But there was no feast, no song, that night, for our dead were beyond the count of grief. We few had survived.”

[The battlefield is covered in the corpses of dwarves and orcs; the surviving dwarves weep with one another over their loss. A younger Balin and Dwalin hug and put their foreheads together as they weep. Balin, still weeping, looks up and sees Thorin framed in the sunlight, holding his oaken branch.]

[Balin:] “And I thought to myself then, there is one who I could follow. There is one I could call King.”

[In the present, Thorin turns away from the view beyond the cliff; the entire Company is awake and standing in awe, staring at him. Thorin walks between them toward the fire.]

[Bilbo:] “But the pale orc? What happened to him?”

[Thorin:] “He slunk back into the hole whence he came. That filth died of his wounds long ago.”

[The camera zooms away from the Company’s campsite, and focuses on another cliff across the valley. A group of Wargs and Orcs is there, spying on the Company. Yazneg, their leader, talks to the rest.]

[Yazneg:] “Send word to the Master. We have found the Dwarf-scum.”
The Company rides their ponies through a muddy forest as it rains. They all look cold, wet, and miserable.

Dori: “Here, Mr. Gandalf, can’t you do something about this deluge?”

Gandalf: “It is raining, Master Dwarf, and it will continue to rain until the rain is done. If you wish to change the weather of the world, you should find yourself another wizard.”

Bilbo: “Are there any?”

Gandalf: “What?”

Bilbo: “Other wizards?”

Gandalf: “There are five of us. The greatest of our order is Saruman, the White. Then there are the two Blue Wizards; you know, I’ve quite forgotten their names.”

Bilbo: “And who is the fifth?”

Gandalf: “Well, that would be Radagast, the Brown.”

Bilbo: “Is he a great Wizard or is he...more like you?”

Gandalf looks slightly offended.

Gandalf: “I think he’s a very great wizard, in his own way. He’s a gentle soul who prefers the company of animals to others. He keeps a watchful eye over the vast forest lands to the East, and a good thing too, for always Evil will look to find a foothold in this world.”

Radagast runs through a forest. He examines a dying plant.

Radagast: “Not good; not good at all.”

As Radagast continues running, we see many dead animals lying around. Radagast plucks a mushroom and puts it in his bag. He feels and tastes the sap of a tree which appears to be infected; he grows more and more worried. He whistle, and his bird appears. Radagast lifts his hat, and the bird and its mate land in their nest, which is on Radagast’s head. Radagast gasps and runs over to a hedgehog lying on the floor; it appears to be dying. He cradles it.

Radagast: “Oh no! Sebastian! Good gracious.”

Running through the forest, Radagast brings Sebastian to his home, Rhosgobel. There, he attempts to cure the hedgehog using various medicinal and magical techniques, to no avail. The hedgehog’s family surround it, and Radagast tells them to move.

Radagast: “Move back! Give him some air, for goodness sake!”
Radagast continues his treatments, but they don’t work. The hedgehog writhes in pain.

“Radagast: “I don’t understand why it’s not working; it’s not as if it’s witchcraft…”

A strange look comes over his face, and he speaks in a different, deeper voice than before.

“Witchcraft. But it is. A dark and powerful magic.”

Hearing a noise, Radagast looks up and sees several giant spiders crawling up the side of his house. Radagast hurriedly braces his door shut with a bench. The hedgehog suddenly croaks, gasping for air, then seemingly expires. Radagast seems to be about to cry; however, the house starts creaking with the sound of the spiders crawling over the roof. Radagast runs over to his staff and pulls out the blue stone embedded at the top. As all the small rodents and other animals in his house flee, Radagast cradles Sebastian and whispers a spell, while holding the blue stone to the hedgehog’s muzzle.


The spiders begin to break through the thatched roof. Radagast goes into a trance-like state, and his spell grows more and more powerful, as darkness falls over the house. A black, inky shadow is slowly extracted from the hedgehog and into the stone. Suddenly, the hedgehog gasps for air and wakes up, and light returns to the area; the spiders crawl off the house. Running outside, Radagast sees spider webs all around his house, and he sees the giant spiders crawling off into the forest.

“Where on this good earth did those foul creatures come from?”

His bird flies to him, and he converses with it.

“The old fortress? Show me.”

Radagast rides through the forest on a sleigh pulled by several large rabbits. As he proceeds, the forest become dark and gloomy, covered in cobwebs. An old, ruined fortress is seen in the distance.

The Company arrives at an old, abandoned farmhouse that is in ruins.

“Thorin: “We’ll camp here for the night. Fili, Kili, look after the ponies. Make sure you stay with them.”

“Gandalf: “A farmer and his family used to live here.”

“Thorin: “Oin, Gloin.”

“Gloin: “Aye?”

“Thorin: “Get a fire going.”
“Right you are.”

“I think it would be wiser to move on. We could make for the Hidden Valley.”

“I have told you already, I will not go near that place.”

“Why not? The elves could help us. We could get food, rest, advice.”

“I do not need their advice.”

“We have a map that we cannot read. Lord Elrond could help us.”

“Help? A dragon attacks Erebor, what help came from the Elves? Orcs plunder Moria, desecrate our sacred halls, the Elves looked on and did nothing. You ask me to seek out the very people who betrayed my grandfather and betrayed my father.”

“You are neither of them. I did not give you that map and key for you to hold on to the past.”

“I did not know that they were yours to keep.”

[Thorin stomps off angrily, leaving the Company.]

“Everything alright? Gandalf, where are you going?”

“To seek the company of the only one around here who’s got any sense.”

“Who’s that?”

“Myself, Mr. Baggins! I've had enough of dwarves for one day.”

“Come on, Bombur, we’re hungry.”

“Is he coming back?”

[Balin looks unsure.]

[It is nighttime; Bombur has prepared a dinner of soup, and the dwarves are eating it.]

“He’s been a long time.”

“Who?”

“Gandalf.”

“He’s a wizard! He does as he chooses. Here, do us a favor: take this to the lads.”
Bofur hands Bilbo two bowls of soup to take to Fili and Kili; Bilbo leaves. Bombur tries to take more soup.]

[Bofur:] “Stop it, you’ve had plenty.”

[Bilbo goes out in the dark to where Fili and Kili are watching the ponies. They are staring out into the dark and don’t take the soup from Bilbo when he hands it to them.]

[Bilbo:] “What’s the matter?”

[Kili:] “We’re supposed to be looking out for the ponies.”

[Fili:] “Only we’ve encountered a slight problem.”

[Kili:] “We had sixteen.”

[Fili:] “Now there’s fourteen.”

[They all examine the group of ponies.]

[Kili:] “Daisy and Bungo are missing.”

[Bilbo:] “Well, that’s not good. That is not good at all. Shouldn’t we tell Thorin?”

[Fili:] “Uhh, no. Let’s not worry him. As our official burglar, we thought you might like to look into it.”

[Bilbo looks around and sees some trees recently uprooted and laying on the ground.]

[Bilbo:] “Well, uh...look, some--something big uprooted these trees.”

[Kili:] “That was our thinking.”

[Bilbo:] “Something very big, and possibly quite dangerous.”

[Fili:] “Hey! There’s a light. Over here! Stay down.”

[As the three of them quietly run through the forest toward the light Fili has seen, and they hide behind a log when they realize that it is a fire. Harsh laughter sounds from near the fire.]

[Bilbo:] “What is it?”

[Kili:] “Trolls.”

[Fili and Kili run toward the fire; Bilbo starts to follow them, then returns to grab the two bowls of soup he left on the log. He then continues following them. Bilbo hides behind a tree and sees a massive mountain troll walking toward the fire, carrying a pony under each arm.]

[Bilbo:] “He’s got Myrtle and Minty! I think they’re going to eat them, we have to do something.”
“Yes; you should. Mountain trolls are slow and stupid, and you’re so small.”

“N--n--no--”

“They’ll never see you.”

“No, no, no...”

“It’s perfectly safe! We’ll be right behind you.”

“If you run into trouble, hoot twice like a barn owl, once like a brown owl.”

[Fili and Kili push Bilbo toward the fire. He begins whispering Fili’s instructions to himself, trying to remember them, but gets mixed up.]

“Twice like a barn owl, twice like a brown--once like a brown? Are you sure this is a good idea?”

[Bilbo turns around, but Fili and Kili are already out of sight. The three trolls, Tom, Bert, and William, sit around a fire on which a cauldron of something is cooking. Tom is the troll who brought the ponies. William has on a dirty vest. Bert is the cook and is wearing an apron.]

“Mutton yesterday, mutton today, and blimey, if it don’t look like mutton again tomorrow.”

“Quit yer’ griping. These ain’t sheep. These is West Nags!”

“Oh, I don’t like `orse. I never `ave. Not enough fat on them.”

“Well, it’s better than the leathery old farmer. All skin and bone, he was. I’m still picking bits of him out of me teeth.”

[William sneezes into the pot they have boiling over a fire.]

“Oh, that’s lovely, that is; a floater.”

“Oh, might improve the flavor!”

“Ah! There’s more where that came from.”

[He begins to sneeze more, but Bert grabs him by the nose. Bilbo, unseen, gets behind them.]

“Oh no you don’t.”

[Bert throws William down.]

“Ow! Ow! Ow!”

“Sit down.”
William sneezes again, this time into a handkerchief he pulls out from behind him. He sniffs for a long time. Bilbo, reaching the pen in which the ponies are held, attempts to untie the ropes. He hides as William turns towards him.

[William:] “I hope you’re gonna gut these nags. I don’t like the stinky parts.”

[Bert hits William with his ladle, and William squeals in pain.]

[Bert:] “I said sit down!”

[Tom:] “I'm starving! Are we 'aving horse tonight or what?”

[Bert:] “Shut your cakehole. You'll eat what I give ya’.”

[As William pulls out his handkerchief, Bilbo sees that he’s wearing a long knife in his belt. Bilbo, unable to untie the ropes restraining the ponies, attempts to get the knife from the troll.]

[Tom:] “How come ‘e’s the cook? Everything tastes the same. Everything tastes like chicken.”

[William:] “Except the chicken.”

[Tom:] “That tastes like fish!”

[Bert:] “I’m just saying, a little appreciation would be nice. ‘Thank you very much, Bert,’ ‘Lovely stew, Bert’; how hard is that? Hmm, it just needs a sprinkle of squirrel dung.”

[William picks up a mug of drink, but Tom gets mad at him.]

[Bert:] “There, that’s my grog!”

[William:] “Uhh, uhh, sorry.”

[Bert hits William with his ladle again, knocking him down. He gets back up. Bert tastes the soup in his ladle.]

[Bert:] “Ooh, that is beautifully balanced, that is.”

[Bert lets Tom taste some of the soup in the ladle; Tom gulps it down.]


[Bilbo gets behind William and tries to reach for the knife, but William stand up and scratches his bottom. Bilbo is disgusted.]

[Tom:] “Me guts are grumbling, I've got to snaffle something. Flesh I need, flesh!”

[William, about to sneeze, reaches behind him for his handkerchief, but accidentally grabs Bilbo instead, and
sneezes all over him. He then realizes that he’s not holding any ordinary booger.]

[William:] “Argh!!! Blimey! Bert! Bert! Look what’s come out of me ‘ooter! It’s got arms and legs and everything.”

[The other trolls gather around to look.]

[Tom:] “What is it?”

[William:] “I don’t know, but I don’t like the way it wriggles around!”

[William shakes Bilbo, covered in snot, off the napkin and onto the ground.]

[Tom:] “What are you then? An oversized squirrel?”

[Bilbo:] “I’m a burglar-- uhh, Hobbit.”

[William:] “A Burgla-Hobbit?”

[Tom:] “Can we cook `im?"

[William:] “We can try!”

[William tries to grab Bilbo, but he dodges, only to be cornered by Bert.]

[Bert:] “He wouldn’t make more than a mouthful, not when he’s skinned and boned!”

[Tom:] “Perhaps there’s more Burglar-Hobbits around these parts. Might be enough for a pie.”

[Bert:] “Grab him!”

[William:] “It’s too quick!”

[As the trolls try to catch Bilbo, he runs around trying to dodge them. Bert accidentally hits William with his ladle while trying to hit Bilbo. Bilbo is eventually caught by the legs by Tom, and held upside down in the air.]

[Tom:] “Come here, you little... Gotcha! Are there any more of you little fellas `iding where you shouldn’t?”

[Bilbo:] “Nope.”

[William:] “He’s lying.”

[Bilbo:] “No I’m not!”

[William:] “Hold his toes over the fire. Make him squeal.”

[Kili suddenly runs out of the bushes and cuts William in the leg, making him howl and fall down.]
[Kili:] “Drop him!”

[Tom:] “You what?”

[Kili:] “I said, drop him.”

Tom throws Bilbo at Kili; Bilbo lands on Kili, knocking them both down. The rest of the Company charges out of the bushes yelling and brandishing their weapons. They begin fighting the trolls, hacking, slashing, and hammering their legs. As the dwarves fight, Bilbo grabs William’s knife and cuts the ropes, freeing the ponies. Tom, seeing this, grabs Bilbo. The dwarves stop fighting when they see the trolls holding Bilbo by the arms and legs.

[Kili:] “Bilbo!”

[Thorin:] “No!”

[Tom:] “Lay down your arms, or we’ll rip his off.”

[Thorin looks at Bilbo in frustration, then plants his sword in the ground. The others drop their swords and weapons as well.]

[The trolls have tied several dwarves (Dwalin, Bofur, Dori, Ori and Nori) onto a spit and are roasting them over a fire; the rest (Thorin, Kili, Gloin, Bombur, Balin and Oin), and Bilbo, are tied up in sacks nearby.]

[William:] “Don’t bother cooking them. Let’s just sit on them and squash them into jelly.”

[Bert:] “They should be sautéed and grilled with a sprinkle of sage.”

[Dori:] “Is this really necessary?”

[William:] “Ooh, that does sound quite nice.”

[Oin:] “Untie us, you monsters!”

[Gloin:] “Take on someone your own size!”

[The dwarves on the spit and in the bags are all making noises and talking in fear.]

[Tom:] “Never mind the seasoning; we ain’t got all night! Dawn ain’t far away, so let’s get a move on. I don’t fancy being turned to stone.”

[Bilbo, hearing what Tom said, has an idea.]

[Bilbo:] “Wait! You are making a terrible mistake.”

[Dori:] “You can’t reason with them, they’re half-wits!”
[Bofur:] “Half-wits? What does that make us?”

[Bilbo manages to stand up, although still tied up in a sack. He faces the trolls.]

[Bilbo:] “Uh, I meant with the, uh, with, uh, with the seasoning.”

[Bert:] “What about the seasoning?”

[Bilbo:] “Well have you smelt them? You're going to need something stronger than sage before you plate this lot up.”

[The dwarves yell at Bilbo, calling him a traitor. The ones in sacks kick him.]

[Tom:] “What do you know about cooking dwarf?”

[Bert:] “Shut up, and let the, uh, flurgaburburrahobbit talk.”

[Bilbo:] “Uh, the--the secret to cooking dwarf is, um--”

[Bert:] “Yes? Come on.

[Bilbo:] “It’s, uh--”

[Bert:] “Tell us the secret.”

[Bilbo:] “Ye--yes, I’m telling you, the secret is ... to skin them first!”

[Bert:] “Tom, get me the filleting knife.”

[Gloin:] “If I get you, you little--”

[Dwalin:] “I won't forget that!”

[Tom:] “What a load of rubbish! I've eaten plenty with their skins on. Scuff them, I say, boots and all.”

[Bilbo sees Gandalf slipping behind some trees nearby.]

[William:] “’e’s right! Nothing wrong with a bit of raw dwarf! Nice and crunchy.”

[William grabs Bombur, who is in a sack, and dangles him upside down over his mouth, about to eat him.]

[Bilbo:] “Not--not that one, he--he’s infected!”

[Tom:] “You what?”

[Bilbo:] “Yeah, He’s got worms in his ... tubes.”
“In—in fact they all have, they’re in—infested with parasites. It’s a terrible business; I wouldn’t risk it, I really wouldn’t.”

“Parasites, did he say parasites?”

“We don’t have parasites! You have parasites!”

“What are you talking about, laddie?”

The rest of the dwarves chime in about how they don’t have parasites and how Bilbo is a fool. Bilbo rolls his eyes as the dwarves mess up his plan. Thorin, understand Bilbo’s plan, kicks the others. They then understand and go along with it. All the dwarves begin proclaiming about how they’re “riddled” with parasites.

“I’ve got parasites as big as my arm.”

“Mine are the biggest parasites, I’ve got huge parasites!”

“We’re riddled.”

“Yes, I’m riddled.”

“Yes we are. Badly!”

“What would you have us do, then, let ‘em all go?”

“Well...”

“You think I don’t know what you’re up to? This little ferret is taking us for fools!”

“Ferret?”

“Fools?”

“The dawn will take you all!”

“Who’s that?”

“No idea.”

“Can we eat ‘im too?”

Gandalf appears on top of a large rock above the clearing.

“The dawn will take you all!”

“Who’s that?”

“No idea.”

“Can we eat ‘im too?”

Gandalf strikes the rock with his staff, splitting it in half, allowing the sunlight behind it to pour into the clearing. When the sunlight touches the trolls’ skin, they begin turning into stone amidst loud screams and howls of pain. Within seconds, there are three stone statues of trolls in the clearing. All the dwarves cheer for Gandalf. Of
course, the dwarves on the spit, including Dwalin, still look uncomfortable."

[Dwalin:] "Oh, get your foot out of my back!"

[It is morning; the dwarves have been freed from the spit and from the sacks. Gandalf walks to one of the troll statues and thumps it with his staff, with a pleased smile on his face.]

[Thorin, to Gandalf:] "Where did you go to, if I may ask?"

[Gandalf:] "To look ahead."

[Thorin:] "What brought you back?"

[Gandalf:] "Looking behind. Nasty business. Still, they are all in one piece."

[Thorin:] "No thanks to your burglar."

[Gandalf:] "He had the nous to play for time. None of the rest of you thought of that."

[Thorin looks repentant. Gandalf and Thorin examine the statues of the trolls.]

[Gandalf:] "They must have come down from the Ettenmoors."

[Thorin:] "Since when do mountain trolls venture this far south?"

[Gandalf:] "Oh, not for an age, not since a darker power ruled these lands."

[Gandalf and Thorin look meaningfully at each other.]

[Gandalf:] "They could not have moved in daylight."

[Thorin:] "There must be a cave nearby."

[The company finds a large cave nearby, and they enter it. It is full of treasure the trolls have been hoarding.]

[Nori:] "Oh, what's that stench?!"

[Gandalf:] "It's a troll hoard. Be careful what you touch."

[As they enter the cave, many of the dwarves cough and retch at the pungence. Inside, they find piles of gold coins and other treasure in caskets.]

[Bofur:] "Seems a shame just to leave it lyin' around. Anyone could take it."
“Agreed. Nori, get a shovel.”

While exploring, Thorin finds two swords covered in cobwebs. Gandalf approaches him.

“These swords were not made by any troll.”

Thorin hands one sword to Gandalf and keeps the other one.

“Nor were they made by any smith among men.”

Gandalf draws the sword in his hand out of its sheath a few inches.

“These were forged in Gondolin by the High Elves of the First Age.”

Realizing that they are Elven swords, Thorin starts to put his away in disgust.

“You could not wish for a finer blade.”

Reluctantly, Thorin holds on to the sword. He draws it out of its sheath a few inches as well.

Some of the dwarves fill a chest with treasure, then bury it in a hole in the ground. Dwalin looks on in disgust.

“We’re makin’ a long term deposit.”

“Let’s get out of this foul place. Come on, let’s go. Bofur! Gloin! Nori!”

On his way out, Gandalf steps on something metallic. Brushing aside the leaves beneath him with his staff, he finds another sword. Gandalf exits the cave and heads over to where Bilbo is sitting. He hands Bilbo the sword he just found.

“Bilbo”.

“Hmm?”

“Here. This is about your size.”

“I can’t take this.”

“The blade is of Elvish make which means it will glow blue when orcs or goblins are nearby.”

“I have never used a sword in my life.”

“And I hope you never have to. But if you do, remember this: true courage is about knowing not when to take a life, but when to spare one.”

“Something’s coming!”

“Gandalf-”
Gandalf: “Stay together! Hurry now. Arm yourselves.”

Bilbo slowly draws his sword and looks at it. He then follows the others, who have run off into the woods.

Radagast rides at full speed through the forest on his rabbit-drawn sled. He pulls up short by the Company.

Radagast: “Thieves! Fire! Murder!”

Gandalf: “Radagast! Radagast the Brown. Ah. What on earth are you doing here?”

Radagast: “I was looking for you, Gandalf. Something's wrong. Something's terribly wrong.”

Gandalf: “Yes?”

Radagast opens his mouth to speak, but shuts it. He opens his mouth again, but closes it again. He has forgotten what he was going to say.

Radagast: “Oh, just give me a minute. Um, oh, I had a thought, and now I’ve lost it. It was, it was right there, on the tip of my tongue.”

He curls up his tongue, and looks surprised.

Radagast: “Oh, it's not a thought at all; it's a silly old...”

Gandalf pulls a stick insect out of Radagast’s mouth.

Radagast: “-stick insect!”

The dwarves and Bilbo look flustered. Radagast and Gandalf go off a few paces and speak privately.

Radagast: “The Greenwood is sick, Gandalf. A darkness has fallen over it. Nothing grows any more, at least nothing good. The air is foul with decay. But worst are the webs.”

Gandalf: “Webs? What do you mean?”

Radagast: “Spiders, Gandalf. Giant ones. Some kind of spawn of Ungoliant, or I am not a Wizard. I followed their trail. They came from Dol Guldur.”

Gandalf: “Dol Guldur? But the old fortress is abandoned.”

Radagast: “No, Gandalf, it is not.”

Flashback to when Radagast explored the old fortress when he chased after the spiders which attacked Rhosgobel.

Radagast crosses a stone bridge and enters a dark, ruined fortress, his staff at the ready.
[Radagast, narrating:] “A dark power dwells there, such as I have never felt before. It is the shadow of an ancient horror.”

[As Radagast walks through the seemingly abandoned fortress, a statue behind him slowly clenches its fingers around the hilt of its sword.]

[Radagast, narrating:] “One that can summon the spirits of the dead.”

[The spirit of a king, possibly the Witch-king of Angmar, attacks Radagast, but he fends it off with his staff. As the spirit disappears with a screech, it drops its blade.]

[Radagast, narrating:] “I saw him, Gandalf. From out of the darkness, a Necromancer has come.”

[Radagast sees a black shadow take the form of a man, and it whispers a dangerous-sounding speech. Radagast flees from the castle, pursued by bats. He calls to his rabbits which are waiting with the sled.]

[Radagast:] “Quick! Quickly! Run! Wait for me!”

[The rabbits start running, and Radagast has to run hard to catch up with and jump onto his sled. He races through the forest with the bats behind him, dodging tree trunks and hitting the bats with his staff.]

[In the present, Radagast “wakes up” from his flashback, and realizes that he has gotten very excited.]

[Radagast:] “I’m sorry.”

[Gandalf:] “Try a bit of Old Toby. It’ll help settle your nerves.”

[Gandalf cleans his pipe with his beard, then offers it to Radagast. Radagast breathes in the smoke.]

[Gandalf:] “And out.”

[Radagast, with his eyes crossed and a blissful look on his face, blows out the smoke, then stays in a trance-like state for a few seconds.]

[Gandalf:] “Now, a Necromancer. Are you sure?”

[Radagast pulls out a cloth-wrapped package and hands it to Gandalf. Gandalf unties it and opens it; upon seeing its contents, which the camera doesn’t see, he looks concerned.]

[Radagast:] “That is not from the world of the living.”

[Suddenly, a howl is heard in the distance.]

[Bilbo:] “Was that a wolf? Are there--are there wolves out there?”

[Bofur:] “Wolves? No, that is not a wolf.”
[From behind a nearby crag, a Warg appears; it leaps into the midst of the Company, knocking down one of the dwarves. Thorin strikes and kills it using Orcrist. Another Warg attacks from the other side; Kili shoots it with an arrow, bringing it down. However, it gets back up, only to be killed by Dwalin.]

[Thorin:] “Warg-Scouts! Which means an Orc pack is not far behind.”

[Bilbo:] “Orc pack?”

[Gandalf:] “Who did you tell about your quest, beyond your kin?”

[Thorin:] “No one.”

[Gandalf:] “Who did you tell?”

[Thorin:] “No one, I swear. What in Durin’s name is going on?”

[Gandalf:] “You are being hunted.”

[Dwalin:] “We have to get out of here.”

[Ori:] “We can’t! We have no ponies; they bolted.”

[Radagast:] “I’ll draw them off.”

[Gandalf:] “These are Gundabad Wargs; they will outrun you.”

[Radagast:] “These are Rhosgobel Rabbits; I’d like to see them try.”

[Yazneg, the orc leader of the Warg Riders, and his Wargs are searching through the forest for the Company; suddenly, Radagast and his rabbits shoot out of the forest, and the Wargs start chasing him.]

[Radagast:] “Come and get me! Ha ha!”

[Gandalf watches from behind a rock as Radagast and the Wargs disappear in the distance.]

[Gandalf:] “Come on!”

[The Company rushes across a rocky plain. In the distance, Radagast is being chased by the Wargs. One of them crashes while trying to catch him. As the Company runs across the plain, they see the Wargs not too far from them, so they hide behind the rocks.]

[Gandalf:] “Stay together.”

[Thorin:] “Move!”
As the Company runs, Radagast drives his sled beneath an overhanging projection of rock; he ducks, but the Orc on the Warg behind him gets knocked off.

As the chase continues, Thorin stops behind a rock so that he is not seen by the Wargs. Ori starts to run out of the cover.

[Thorin:] “Ori, no! Come back!”

[Gandalf:] “Come on! Quick!”

As the dwarves continue running, Thorin turns to Gandalf.

[Thorin:] “Where are you leading us?”

Gandalf doesn’t answer. As the Warg scouts chase Radagast, one of them stops and scents the air. The dwarves take cover behind an outcropping of rock. The scout and his Warg appear on top of the outcropping, scenting the air. Thorin looks at Kili and nods; readying an arrow, Kili quickly steps out and shoots the Warg. The Warg and the orc on it fall near the dwarves, and the dwarves kill them. The sounds of their fight carry quite far; the other Wargs and Orcs stop chasing Radagast as they hear roars and screams from behind the rocks.

[Yazneg:] “The Dwarf-scum are over there! After them!”

The Warg scouts howl as they stop pursuing Radagast and begin pursuing the Company.

[Gandalf:] “Move. Run!”

The company runs through a grassy plain; Wargs begin to surround them from all sides.

[Gloin:] “There they are!”

[Gandalf:] “This way! Quickly!”

They run for a while longer, then halt in a clearing as they see Wargs on all sides.

[Kili:] “There’s more coming!”

[Thorin:] “Kili! Shoot them!”

Looking around, Gandalf sees a large rock; he runs toward it and disappears.

[Fili:] “We’re surrounded!”

Kili begins shooting at the Warg and the Warg-riders, killing some of them.

[Kili:] “Where is Gandalf?”

[Dwalin:] “He has abandoned us!”

The dwarves gather close to each other near the rock Gandalf disappeared by. As Yazneg and his Warg
approach, Ori shoots a rock at Yazneg with his slingshot, to no effect. Thorin pulls out his sword.]

[Thorin:] “Hold your ground!”

[Gandalf pops up from a crack in the rock.]

[Gandalf:] “This way, you fools!”

[Thorin:] “Come on, move! Quickly, all of you! Go, go, go!”

[As the Wargs approach, the dwarves and Bilbo slide into the large crack in the rock, sliding into a cave. Thorin kills a Warg that gets too close. Kili shoots another.]

[Gandalf:] “Nine, ten”

[Thorin:] “Kili! Run!”

[Thorin and Kili jump into the crack last. Just as Yazneg and his Wargs reach the crack, an Elvish horn sounds, and a group of mounted Elves rush into the fray, shooting and spearing the Wargs and Orcs. The Company listens to the conflict from inside the crack. One of the orcs, shot by an arrow, falls into the cave. Thorin plucks out the arrow and examines its make.]

[Thorin:] “Elves.”

[There is a pathway at the end of the cave, leading away.]

[Dwalin:] “I cannot see where the pathway leads. Do we follow it or no?”

[Bofur:] “Follow it, of course!”

[Gandalf:] “I think that would be wise.”

[The Company begins following the path. It is quite narrow, and it is a crack between two tall cliffs. At times, the dwarves have difficulty going through. The pathway eventually opens out into an open area; there is a valley below, and in that valley is the city of Rivendell.]

[Gandalf:] “The Valley of Imraldis. In the Common Tongue, it’s known by a another name.”

[Bilbo:] “Rivendell.”

[Gandalf:] “Here lies the last Homely House east of the sea.”

[Thorin:] “This was your plan all along, to seek refuge with our enemy.”

[Gandalf:] “You have no enemies here, Thorin Oakenshield. The only ill-will to be found in this valley is that which you bring yourself.”

[Thorin:] “You think the Elves will give our quest their blessing? They will try to stop us.”
[Gandalf:] “Of course they will. But we have questions that need to be answered. If we are to be successful, this will need to be handled with tact and respect and no small degree of charm. Which is why you will leave the talking to me.”

[The Company walks across a bridge and enters Rivendell. A few elves are seen strolling about. Bilbo gazes in awe at the beauty of the place. The dwarves look uneasy.]

[A dark-haired elf walks down a flight of stairs and greets them.]

[Lindir:] “Mithrandir.”

[Gandalf:] “Ah, Lindir!”

[As Lindir and Gandalf greet each other, the dwarves murmur amongst themselves in distrust. Thorin whispers to Dwalin.]

[Thorin:] “Stay sharp.”

[Lindir:] “Lastannem i athrannedh i Vruinen.” [subtitle: We heard you had crossed into the Valley.]

[Gandalf:] “I must speak with Lord Elrond.”

[Lindir:] “My lord Elrond is not here.”

[Gandalf:] “Not here? Where is he?”

[Suddenly, the Elvish horns from earlier are heard again. The Company turns around and they see a group of armed horsemen approaching along the bridge at a rapid rate.]

[Thorin:] “Ifridi bekár!” [translated: Ready weapons!] “Hold ranks!”

[The dwarves bunch up together into a tight circle with their weapons pointed outward; the mounted Elves arrive and ride in circles around the dwarves. Eventually, they stop, and one elf, Elrond, separates himself from the others.]

[Elrond:] “Gandalf.”

[Gandalf bows gracefully.]

[Gandalf:] “Lord Elrond. Mellonnen! Mo evínedh?” [subtitle: My friend! Where have you been?]

[Elrond:] “Farannem ‘lamhoth i udul o charad. Dagannem rim na lant Vedui.” [subtitle: We’ve been hunting a pack of Orcs that came up from the South. We slew a number near the Hidden Pass.]

[Elrond dismounts from his horse, then he and Gandalf hug.]

[Elrond:] “Strange for Orcs to come so close to our borders. Something, or someone, has drawn them
near.”

[He holds up an Orc sword and shows it to everyone, then hands it to Lindir.]

[Gandalf:] “Ah, that may have been us.”

[Thorin steps forward, and Elrond looks upon him with recognition]

[Elrond:] “Welcome Thorin, son of Thrain.”

[Thorin:] “I do not believe we have met.”

[Elrond:] “You have your grandfather’s bearing. I knew Thror when he ruled under the Mountain.”

[Thorin:] “Indeed; he made no mention of you.”

[Ignoring this insult, Elrond turns to the dwarves and speaks in Elvish (Sindarin). The dwarves don’t understand what he is saying.]

[Elrond:] “Nartho i noer, toltho i viruvor. Boe i annam vann a nethail vin.” [no subtitles; translation is: Light the fires, bring forth the wine. We must feed our guests.]

[Gloin:] “What is he saying? Does he offer us insult?”

[The dwarves grow bellicose and grip their weapons uneasily. Gandalf speaks exasperatedly.]

[Gandalf:] “No, master Gloin, he’s offering you food.”

[The dwarves quickly discuss this amongst themselves.]

[Gloin:] “Ah well, in that case, lead on.”

[The dwarves are sitting around tables in the Elven court, eating. However, they are not very appreciative of the Elves’ vegetables.]

[Dori:] “Try it. Just a mouthful.”

[Ori:] “I don’t like green food.”

[Dwalin looks through a bowl of greens.]

[Dwalin:] “Where’s the meat?”

[Oin holds up a vegetable with his knife and looks at in disgust.]

[Ori:] “Have they got any chips?”
An Elf maiden plays a harp in the background. Elrond and Gandalf walk through the halls of Rivendell.

Gandalf: “Kind of you to invite us. I’m not really dressed for dinner.”

Elrond: “Well, you never are.”

They both laugh, and they arrive at the courtyard where the dwarves are eating. An elf maiden plays a flute; Oin, not liking the sound, stuffs a napkin in his hearing trumpet, and looks happy that he can no longer hear the music.

Still at the feast, Elrond examines the swords Gandalf and Thorin found in the trolls’ hoard. He looks at Orcrist first.

Elrond: “This is Orcrist, the Goblin Cleaver. A famous blade, forged by the High Elves of the West, my kin. May it serve you well.”

He hands Orcrist back to Thorin, who accepts it with a nod. Elrond then examines Glamdring.

Elrond: “And this is Glamdring, the Foe-hammer, sword of the King of Gondolin. These swords were made for the goblin wars of the First Age...”

Elrond’s voice fades on the soundtrack, as Bilbo pulls out his sword and looks at it.

Balin: “I wouldn’t bother, laddie. Swords are named for the great deeds they do in war.”

Bilbo: “What are you saying, my sword hasn’t seen battle?”

Balin: “I’m not actually sure it is a sword; more of a letter opener, really.”

Elrond: “How did you come by these?”

Gandalf: “We found them in a troll hoard on the Great East Road, shortly before we were ambushed by orcs.”

Elrond: “And what were you doing on the Great East Road?”

[No one answers; Thorin looks perturbed.]

It is night. Gandalf, Elrond, Thorin, Balin, and Bilbo are standing in a hall in Rivendell.

Thorin: “Our business is no concern of elves.”

Gandalf: “For goodness sake, Thorin, show him the map.”
"It is the legacy of my people; it is mine to protect, as are its secrets."

"Save me from the stubbornness of Dwarves. Your pride will be your downfall. You stand here in the presence of one of the few in Middle-earth who can read that map. Show it to Lord Elrond."

Thorin thinks quietly for a few seconds, with everyone looking at him. He begins to hand the map to Elrond, and Balin tries to stop him.

"Thorin, no!"

Thorin brushes Balin aside and hands Elrond the map. Elrond looks at it.

"Erebor. What is your interest in this map?"

Thorin is about to speak, but Gandalf interrupts him.

"It's mainly academic. As you know, this sort of artifact sometimes contains hidden text. You still read Ancient Dwarvish, do you not?"

Elrond walks a little bit away, looking at the map. As the moonlight hits the map, Elrond realizes something.

"Cirth Ithil."

"Moon runes. Of course. An easy thing to miss."

"Well in this case, that is true; moon runes can only be read by the light of a moon of the same shape and season as the day on which they were written."

"Can you read them?"

Elrond leads them all to an open area outside, on the side of a cliff, with waterfalls all around. The moon is behind some clouds. They walk toward a large crystalline table.

"These runes were written on a Midsummer's Eve by the light of a crescent moon nearly two hundred years ago. It would seem you were meant to come to Rivendell. Fate is with you, Thorin Oakenshield; the same moon shines upon us tonight."

As they look up, the clouds covering the moon float away, and rays of moonlight hits the crystalline table, causing light to flow through the map which has been laid on the table. Ancient runes become visible on the map, and Elrond translates them out loud.

"Stand by the gray stone when the thrush knocks, and the setting sun with the last light of Durin's Day will shine upon the keyhole."

"Durin's Day?"
“It is the start of the dwarves’ new year, when the last moon of autumn and the first sun of winter appear in the sky together.”

“This is ill news. Summer is passing. Durin’s Day will soon be upon us.”

“We still have time.”

“Time? For what?”

“To find the entrance. We have to be standing at exactly the right spot at exactly the right time. Then, and only then, can the door be opened.”

“So this is your purpose, to enter the Mountain.”

“What of it?”

“There are some who would not deem it wise.”

“You are not the only guardian to stand watch over Middle-earth.”

As Elrond walks away, Gandalf turns slowly, thinking deeply.

It is late at night. Wargs howl. Yazneg and his Warg Scouts and Wargs step into the ruin on Weathertop, where many other Wargs and Orcs are gathered. A large, white Warg growls at him. Behind the White Warg is a tall, pale Orc, facing away. It is Azog.

“Khozdayin... Dorguz... zuranimid.” [subtitle: The Dwarves, Master... we lost them.] “Shugi golgai gelnahkanishim--” [subtitle: Ambushed by Elvish filth, we were--]

“Sha nargiz ob-hakhtil...” [subtitle: I don’t want excuses...] “Nargiz khobdi Rani Khozdil!” [subtitle: I want the head of the Dwarf King!]

“Azog turns around and approaches Yazneg. His left arm, which Thorin Oakenshield cut off long ago during the battle of Azanulbizar, has been replaced with a metal arm and claw.

“Murganish dum... Turim hag shad.” [subtitle: We were outnumbered...there was nothing we could do.] “Zorzor go-kairaz obguraniz.” [subtitle: I barely escaped with my life.]

“Ki go-kairag baganig.” [subtitle: Far better you had paid with it.]

Azog strokes Yazneg’s head with his right hand, then grabs and lifts Yazneg by the throat with his metal left hand. With a roar, Azog throws him against the pillars to the side. Wargs attack Yazneg, killing him and eating
him. Yazneg's fellow Rider quakes in fear at the sight; however, the White Warg and Azog are unfazed.

[Azog:] “Khozd-shrakhun gud sha kilyash-zag.” [subtitle: The Dwarf-scum will show themselves soon enough.] “Zidgar obod tung nash ru khobdud!” [subtitle: Send out word, there is a price on their heads!]

[The rest of the Orcs leap on their Wargs; they all run off from Weathertop to do Azog’s will.]

Back in Rivendell, the Dwarves are having a late-night party in their quarters. They roast sausages over a fire made by burning the Elvish furniture. Bofur, seeing a heavy Bombur sitting on a bench and eating a large bowl of food, looks at his sausage thoughtfully.

[Bofur:] “Bombur!”

[As Bombur looks up, Bofur throws him the sausage. Bombur catches it; the weight of the sausage is just too much for the bench, and the bench breaks; Bombur, shrieking, falls to the floor, along with all his food. The dwarves laugh uproariously.]

[Gandalf and Elrond walk up a flight of stairs and into a pavilion.]

[Gandalf:] “With or without our help, these dwarves will march on the mountain. They are determined to reclaim their homeland. I do not believe Thorin Oakenshield feels that he’s answerable to anyone. Nor for that matter am I.”

[Elrond:] “It is not me you must answer to.”

[Gandalf looks and sees a tall, beautiful, female Elf standing framed against the moonlight. She slowly turns around. It is Galadriel.]

[Gandalf:] “Lady Galadriel.”

[Galadriel:] “Mithrandir. It has been a long time.”

[Gandalf:] “Nae nin gwistant infanneth, mal ú-eichia i Chíril Lorien.” [subtitle: ‘Age may have changed me, but not so the Lady of Lorien.’]

[Galadriel smiles.]

[Gandalf:] “I had no idea Lord Elrond had sent for you.”

[A voice sounds out of the darkness.]

[Saruman:] “He didn’t. I did.”

[Gandalf turns and sees Saruman the White; he bows to him.]
[Gandalf:] “Saruman.”

[Saruman:] “You’ve been busy of late, my friend.”

[The White Council, composed of Saruman, Elrond, Galadriel, and Gandalf, are in the pavilion. Gandalf and Saruman sit at a table; Elrond and Galadriel stand or walk about. Dawn is slowly breaking.]

[Saruman:] “Tell me, Gandalf, did you think these plans and schemes of yours would go unnoticed?”

[Gandalf:] “Unnoticed? No, I’m simply doing what I feel to be right.”

[Galadriel:] “The dragon has long been on your mind.”

[Gandalf:] “This is true, my lady. Smaug owes allegiance to no one. But if he should side with the enemy, a dragon could be used to terrible effect.”

[Saruman:] “What enemy? Gandalf, the enemy is defeated. Sauron is vanquished. He can never regain his full strength.”

[Elrond:] “Gandalf, for four hundred years, we have lived in peace. A hard-won, watchful peace.”

[Gandalf:] “Are we? Are we at peace? Trolls have come down from the mountains. They are raiding villages, destroying farms. Orcs have attacked us on the road.”

[Elrond:] “Hardly a prelude to war.”

[Saruman:] “Always you must meddle, looking for trouble where none exists.”

[Galadriel:] “Let him speak.”

[Gandalf:] “There is something at work beyond the evil of Smaug. Something far more powerful. We can remain blind, but it will not be ignoring us, that I can promise you. A sickness lies over the Greenwood. The woodsmen who live there now call it ‘Mirkwood’. and they say...”

[Saruman:] “Well, don’t stop now. Tell us about the woodsmen say.”

[Gandalf:] “They speak of a Necromancer living in Dol Guldur, a sorcerer who can summon the dead.”

[Saruman:] “That’s absurd. No such power exists in the world. This...Necromancer is nothing more than a mortal man. A conjurer dabbling in black magic.”

[Gandalf:] “And so I thought too. But, Radagast has seen--”

[Saruman:] “Radagast? Do not speak to me about Radagast the Brown. He is a foolish fellow.”

[Gandalf:] “Well, he’s odd, I grant you. He lives a solitary life.”
“It’s not that. It’s his excessive consumption of mushrooms. They’ve addled his brain and yellowed his teeth. I warned him, it is unbefitting of the Istari to be wander in the woods…”

[Galadriel, telepathically:] “You carry something. It came to you from Radagast. He found it in Dol Guldur.”

[Gandalf, telepathically:] “Yes.”

[Galadriel, telepathically:] “Show me.”

[Gandalf lifts Radagast’s package, which he had in his lap, and places it on the table. It lets out a dull thud.]

“…or I’d think I was talking to myself…”

“What is that?”

“A relic of Mordor.”

[Elrond, who was reaching out to unwrap the package, draws his hand back. He then reaches for it again and opens it, revealing the sword Radagast took from the spirit in Dol Guldur. The White Council members look upon it in shock.]

“A Morgul blade.”

“Made for the Witch-king of Angmar, and buried with him. When Angmar fell, men of the North took his body and all that he possessed and sealed it within the High-Fells of Rhudaur. Deep within the rock they buried them, in a tomb so dark it would never come to light.”

“This is not possible. A powerful spells lies upon those tombs; they cannot be opened.”

“What proof do we have this weapon came from Angmar’s grave?”

“I have none.”

“Because there is none. Let us examine what we know. A single Orc pack has dared to cross the Bruinen. A dagger from a bygone age has been found. And a human sorcerer, who calls himself the Necromancer, has taken up residence in a ruined fortress. It’s not so very much, after all. The question of this dwarvish company, however, troubles me deeply. I’m not convinced, Gandalf; I do not feel I can condone such a quest. If they’d come to me, I might have spared them this disappointment. I do not pretend to understand your reasons for raising their hopes…”

[Galadriel, telepathically:] “They are leaving.”
[Gandalf, telepathically:] “Yes.”

[Galadriel, telepathically:] “You knew.”

[Saruman:] “…I am afraid there is nothing else for it.”

[Gandalf nods. Galadriel smiles slightly. A step is heard, and they all turn around; Lindir come up and bows.]

[Lindir:] “My Lord Elrond; the dwarves, they’ve gone.”

[It is morning; the dwarves are hiking along the path away from Rivendell.]

[Thorin:] “Be on your guard; we’re about to step over the edge of the Wild. Balin, you know these paths; lead on.”

[Balin:] “Aye.”

[Bilbo turns around and looks back at Rivendell, longingly.]

[Thorin:] “Master Baggins, I suggest you keep up.”

[The dwarves and Bilbo continue on their journey.]

[Back in Rivendell, Gandalf and Galadriel are the only ones remaining in the pavilion.]

[Galadriel:] “You will follow them?”

[Gandalf:] “Yes.”

[Galadriel:] “You are right to help Thorin Oakenshield. But I fear this quest has set in motion forces we do not yet understand. The riddle of the Morgul blade must be answered. Something moves in the shadows, unseen, hidden from our sight. It will not show itself, not yet. But every day it grows in strength. You must be careful.”

[Gandalf:] “Yes.”

[Gandalf turns and starts walking away. When he has gone a short distance, Galadriel speaks again.]

[Galadriel:] “Mithrandir? Why the Halfling?”

[Gandalf:] “I don’t know. Saruman believes that it is only great power that can hold evil in check. But that is not what I have found. I’ve found it is the small things, everyday deeds of ordinary folk, that keeps the darkness at bay. Simple acts of kindness and love. Why Bilbo Baggins? Perhaps it is
because I am afraid, and he gives me courage.”

[Galadriel suddenly appears in front of Gandalf, and she takes his old, weary hands in hers.]

[Galadriel, telepathically:] “Do not be afraid, Mithrandir.”

[Galadriel, aloud:] “You are not alone.”

[Galadriel tucks a loose strand of Gandalf’s hair back.]

[Galadriel:] “Ae boe i le eliathon, im tulithon.” [subtitle: If you should ever need my help, I will come.]

[Gandalf bows, and Galadriel gently moves her hands away from his. Gandalf looks up, and Galadriel has disappeared.]

[Many scenic shots of the Dwarves and Bilbo hiking through the wilderness of Middle-earth, over ranges, mountains, and plains.]

[They are crossing the Misty Mountains; the trail is narrow and dangerous, with a cliff on one side and a sheer drop on the other. There is a fierce storm in the air, with lightning and rain all around.]

[Thorin:] “Hold on!”

[As Bilbo walks, the stone beneath his feet gives away, and he starts falling into the chasm; Dwalin manages to pull him back in time.]

[Thorin:] “We must find shelter!”

[Dwalin:] “Watch out!”

[The Dwarves look up and see a massive boulder hurtling through the air; it hits the mountainside above them, causing rocks to fall all around them as they press themselves against the mountain.]

[Balin:] “This is no thunderstorm; it’s a thunder battle! Look!”

[A stone giant rears up from a nearby mountain; it rips off a massive boulder from the top of the mountain.]

[Bofur:] “Well bless me, the legends are true. Giants; Stone Giants!”

[Thorin:] “Take cover: you’ll fall!”

[Kili:] “What’s happening?”

[Giant #1 throws the boulder far in the air; another stone giant, #2, appears from behind the Company, and it is hit in the head. The dwarves yell at each other to brace and hold on, and the rocks beneath their feet begin to give way from all the vibrations and from the impact of the falling rocks. The ground between some of the Company members splits; part of the group is on one side, and part on the other.]
"Kili! Grab my hand! Ki..."

As the two stone giants fight with their fists, the dwarves hold on tight as they are flung around. One of the groups manages to jump to a different spot. A third stone giant appears, and it throws a boulder at the head of one of the first two. That one falls over; as the first group watches, it appears to them that the other group of the Company has been smashed to bits. The hurt stone giant loses its footing and falls down the chasm.

“No! No! Kili!”

The group rushes to the spot where the others appeared to have been crushed, but they are safe.

“We’re all right! We’re alive!”

“Where’s Bilbo? Where’s the Hobbit?”

“There!”

“Get him!”

Bilbo is seen hanging onto the edge of the cliff with just his fingertips. Ori dives onto the ground and tries to grab Bilbo’s arm, but Bilbo slips and falls another few feet before he catches another handhold. As the dwarves try to pull him up unsuccessfully, Thorin swings down on the cliff next to Bilbo and boost him up, where the others pull him to safety. Dwalin tries to lift Thorin back up too, but Thorin loses his grip and begins falling too; however, Dwalin, with much effort, is able to pull him back up.

“I thought we’d lost our burglar.”

“He’s been lost ever since he left home. He should never have come. He has no place amongst us. Dwalin!”

They go off and find a cave.

“It looks safe enough.”

“Search to the back; caves in mountains are seldom unoccupied.”

Dwalin searches the cave with a lantern.

“There’s nothing here.”

Gloin drops a bundle of wood on the floor and rubs his hands.

“Right then! Let’s get a fire started.”

“No, No fires, not in this place. Get some sleep. We start at first light.”
“We were to wait in the mountains until Gandalf joined us. That was the plan.”

“Plans change. Bofur, take the first watch.”

Outside, in the valleys before the Misty Mountains, the White Warg sniffs the ground; Azog is on its back. He speaks in the Black Speech; the translated meaning is:

Ashzog: [subtitle: The scent is fresh! They have taken the mountain pass.]

He and the rest of the Warg Scouts race off after the dwarves.

The Company is resting in the cave; all the dwarves are asleep. Bilbo, only pretending to be asleep, stealthily opens his eyes and looks around. Seeing that no one is watching, he quietly rolls up his blankets and packs his things. Grabbing his walking stick, he starts to leave the cave, tiptoeing over the sleeping dwarves.

Bofur, who is standing watch, sees Bilbo trying to leave. He jumps up and tries to stop him. They whisper so as not to wake the others.

“Where do you think you’re going?”

“Back to Rivendell.”

“No, no, you can’t turn back now, you’re part of the Company. You’re one of us.”

“I’m not though, am I? Thorin said I should never have come, and he was right. I’m not a Took, I’m a Baggins, I don’t know what I was thinking. I should never have run out my door.”

Thorin, who is awake, stares thoughtfully at the wall as he listens.

“You’re homesick; I understand.”

“No, you don’t, you don’t understand! None of you do - you’re dwarves. You used to - to this life, to living on the road, never settling in one place, not belonging anywhere.”

Bofur looks offended, and Bilbo is repentant.

“I am sorry, I didn’t...”

Thorin listens on.

“No, you’re right. We don’t belong anywhere. I wish you all the luck in the world. I really do.

Bofur smiles and places his hand on Bilbo’s shoulder; Bilbo soon turns and begins to walk away.”
“What’s that?”

Something is glowing; Bilbo pulls his sword partway out of its sheath and sees that it is growing bright blue, meaning Orcs are nearby. Thorin raises his head as he hears strange machinery noises and sees cracks form in the sand on the floor of the cave.

“Wake up. Wake up!”

Before anyone can react, the floor of the cave collapses downwards; the floor is really a giant trap door. The entire Company falls down a chute, slides through a tunnel, and lands in a giant wooden cage. As they struggle to get up, a horde of goblins attacks them, takes away their weapons, and drags them all away. As the dwarves are lead away kicking and yelling, Bilbo somehow gets missed by the goblins; not seeing him they leave him behind. Nori, looking over his shoulder, sees this happen. Bilbo scampers behind some railing to hide as he watches the goblins proceed through the tunnels. Bats fly in the darkness. Bilbo draws his sword, which is glowing bright blue, and slowly follows the goblins. Suddenly, one goblin jumps out in front of him and rushes at him with his sword. After a brief fight in which Bilbo barely manages to keep himself alive, the goblin and Bilbo both fall over the edge of a platform and fall through the darkness.

Meanwhile, the goblin horde brings the dwarves through a vast network of tunnels and wooden bridges to the throne room and platform of the Great Goblin. The Great Goblin is a massive Goblin sitting on a throne, holding a mace topped with a skull. He is far larger than any other goblin, and he is incredibly ugly, with warts all over her swinging chin. The dwarves’ weapons are piled together. The Great Goblin jumps off his throne, trampling several goblins, and approaches the Company.

“Who would be so bold as to come armed into my kingdom? Spies? Thieves? Assassins?”

“Dwarves, Your Malevolence.”

“Dwarves?”

“We found them on the front porch.”

“Well, don’t just stand there; search them! Every crack, every crevice.”

The goblins search the dwarves thoroughly, throwing away whatever they find. Oin’s hearing trumpet is thrown on the floor and crushed underfoot.

“What are you doing in these parts? Speak!”

None of the dwarves respond.

“Well then, if they will not talk, we’ll make them squawk! Bring out the Mangler! Bring out the Bone Breaker! Start with the youngest.”

The Great Goblin points at Ori. However, Thorin steps forward.
[Thorin:] “Wait.”

[Great Goblin:] “Well, well, well, look who it is. Thorin son of Thrain, son of Thror; King under the Mountain.”

[The Great Goblin bows exaggeratedly to Thorin.]

[Great Goblin:] “Oh, but I’m forgetting, you don’t have a mountain. And you’re not a king. Which makes you nobody, really. I know someone who would pay a pretty price for your head. Just the head, nothing attached. Perhaps you know of whom I speak, an old enemy of yours. A Pale Orc astride a White Warg.”

[Thorin looks up in surprise and disbelief.]

[Thorin:] “Azog the Defiler was destroyed. He was slain in battle long ago.”

[Great Goblin:] “So you think his defiling days are done, do you?”

[The Great Goblin laughs, then turns to a tiny goblin sitting in a basket and holding a slate.]

[Great Goblin:] “Send word to the Pale Orc; tell him I have found his prize.”

[The tiny goblin writes down the message on his slate; cackling, he then pulls a lever, causing his basket to start sliding down a system of ropes and pulleys into the darkness.]

[Bilbo regains consciousness and finds himself in a dark cavern, lying behind a clump of mushrooms. He sees the goblin who attacked him lying nearby, nearly dead. Suddenly, Bilbo sees a strange figure approaching the goblin. It is Gollum.]


[Bilbo, out of sight behind the mushrooms, watches as Gollum circles around the goblin. Gollum then begins pulling the goblin away by the feet. Suddenly, the goblin wakes up and begins flailing around. In a fit of rage, Gollum grabs a rock and pounds the goblin on the head with it, knocking it unconscious again. As Bilbo watches in horror, a golden ring falls out of Gollum’s loincloth and falls on the floor. Gollum resumes pulling the unconscious goblin away.]

[Gollum:] “Nasty goblinse. Better than old bones, Precious; better than nothing.”

[Bilbo, emerging from his hiding spot and retrieving his sword, follows after Gollum. By the light of the sword, he sees the Ring on the ground and he picks it up, examining it.]

[Hearing Gollum singing in the distance, Bilbo puts the Ring into his pocket and follows the sound of Gollum’s voice.]

[Smeagol:] “Too many boneses, Precious! Nothing of flesh!”
“Shut up! Get its skin off. Start with its head.”

“The cold hard lands, they bites our hands, they gnaws our feet. The rocks and stones, they’re like old bones, all bare of meat. Cold as death, they have no breath, it’s good to eat!”

Rounding a corner, Bilbo sees Gollum silhouetted on top of a rock in the middle of a small lake. Gollum is singing as he beats the goblin’s body. He smashes it in the head again with a rock. Seeing the glow of Bilbo’s sword, Gollum looks up. Bilbo quickly hides behind a rock, realizing that his sword is still glowing brightly. However, the sword’s light starts flickering, then completely dies out, signifying that the goblin is dead. Bilbo peeks out from behind the rock, then is shocked to see that Gollum is no longer there. Gollum stealthily paddles through the lake in his little boat, using his hands as paddles. Bilbo slowly looks up and finds Gollum on a rock above him; Gollum jumps down in front of Bilbo.

“Bless us and splash us, Precious! That’s a meaty mouthful.”

Gollum approaches Bilbo, but Bilbo places the point of his sword on Gollum’s throat, causing Gollum to retreat in fear.


“Back. Stay back. I’m warning you, don’t come any closer.”

“It’s got an elfish blade, but it’s not an Elfs. Not an Elfs, no. What is it, Precious? What is it?”

“My name is Bilbo Baggins.”

“Bagginses? What is a Bagginses, Precious?”

“I’m a Hobbit from the Shire.”

“Oh! We like Goblinses, batses, and fishes, but we hasn’t tried Hobbitses before. Is it soft? Is it juicy?”

As Gollum approaches again, Bilbo holds out his sword in front of him and wildly waves it about.

“Now, now, K--keep your distance! I’ll use this if I have to!”

Gollum snarls at Bilbo, causing Bilbo to step back.

“I don’t want any trouble, do you understand? Just show me the way to get out of here, and I’ll be on my way.”

“Why, is it lost?”

“Yes, yes, and I want to get unlost as soon as possible.”

Upon hearing this, Gollum answers in a different voice than before; this is his Smeagol personality speaking.
[Gollum:] “Ooh! We knows! We knows safe paths for Hobbitses. Safe paths in the dark.”

[The Gollum side suddenly takes over the Smeagol side; this exchange of control happens several more times in the rest of Bilbo and Gollum’s conversation.]

[Gollum:] “Shut up.”

[Bilbo:] “I didn’t say anything.”

[Gollum:] “Wasn’t talking to you.”

[Gollum:] “But yes, we was, Precious, we was.”

[Bilbo:] “Look, uh, I don’t know what your game is, but I--”

[Gollum:] “Games? We love games, doesn’t we, Precious? Does it like games? Does it? Does it? Does it like to play?”

[Bilbo:] “Maybe?”

[Smeagol holds up his hands, then begins reciting a riddle.]

[Gollum:] “What has roots as nobody sees, is taller than trees. Up, up, up it goes, and yet, never grows.”

[Bilbo:] “...The mountain.”

[Smeagol begins laughing uproariously.]

[Gollum:] “Yess, yess, oh, let’s have another one, eh? Yes, come on, do it again, do it—do it again. Ask us.”

[Gollum:] “No! No more riddles. Finish him off. Finish him now. Gollum! Gollum!”

[Gollum snarls, and begins rushing at Bilbo to kill him, but Bilbo holds out his hand to stop him and begins speaking.]

[Bilbo:] “No! No, no, no. I wa—I want to play. I do. I want to play. I can see you are very good at this. S—so why don’t we have a game of riddles? Yes, just, just you and me.”

[Bilbo crouches until he is level with Gollum; Gollum scuttles forward, close to Bilbo, whispering excitedly.]

[Gollum:] “Yes! Yes, just, just—just us.”

[Bilbo:] “Yes. Yes. And—and if I win, you show me the way out.”

[Gollum:] “Yes. Yes -”
[Gollum takes over and snarls, turning away from Bilbo. Gollum’s two personality’s talk to each other.]

[Gollum:] “And if it loses? What then?”

[Gollum:] “Well, if it loses, Precious, we will eats it!”

[Gollum laughs to himself, then turns back to Bilbo]

[Gollum:] “If Baggins loses, we eats it whole.”

[There is a pause for several seconds as Bilbo digests this new information.]

[Bilbo:] “Fair enough.”

[Bilbo stands up and puts his sword away as Gollum looks on interestedly.]

[Gollum:] “Well, Baggins first.”

[As Bilbo thinks of a riddle, Gollum rests his hands and chin on the edge of a rock.]

[Bilbo:] “Thirty white horses on a red hill. First they champ, then they stamp, then they stand still.”

[As Gollum thinks, he keeps opening his eyes and mouth as if he knows the answer, then changes his mind. This goes on for several seconds, until he finally replies questioningly.]

[Gollum:] “Teeth?”

[Bilbo looks unhappy, as the answer is correct. Gollum becomes ecstatic and laughs throatily.]

[Gollum:] “Teeth!! Yes, my Precious. But we—we—we only have nine.”

[Gollum displays his mouth, showing that he really does only have nine teeth. Bilbo is disgusted. Gollum begins reciting his next riddle, while getting closer and closer to Bilbo. Bilbo keeps a large rock between the two of them.]

[Gollum:] “Our turn. Voiceless it cries, wingless flutters, toothless bites, mouthless mutters.”

[Bilbo:] “Just a minute.”

[As Bilbo walks off thinking, Gollum’s evil face turns into Smeagol’s excited face]

[Gollum:] “Oh, oh! We knows. We knows!”

[Gollum:] “Shut up.”

[As Bilbo observes the water, he notices tiny waves forming as a breeze ruffles the surface of the water.]
Bilbo: “Wind. It's wind! Of course it is.”

Gollum snarls in frustration and begins slinking around, approaching Bilbo.

Gollum: “Very clever, Hobbitses, very clever.”

As he gets too close for comfort, Bilbo pulls out his sword and points it at Gollum again, but also begins saying his own riddle.

Bilbo: “Ah, ah, ah, ah. A—a box without hinges, key, o—or, or lid; yet golden treasure inside is hid.”

Gollum thinks hard, talking to himself and making many hand motions.

Gollum: “A box...and a lid...and then a key....

Bilbo: “Well?”

Gollum: “It's nasty. Uh, box, uh...”

Bilbo: “Give up?”

Gollum: “Give us a chance, Precious, give us a chance!”

In frustration, Smeagol begins pounding the floor and snarling. He puckers his face up deeply, then suddenly opens his eyes wide as he gets the answer.

Gollum: “Eggses! Eggses! [He laughs.] What crunchy little eggeses, yes. Grandmother taught us to suck them, yes.”

As Smeagol laughs, a bat makes a noise in the darkness. Bilbo turns to look for the source of the noise; as he turns back around, he realizes that Gollum is gone. Gollum’s voice suddenly starts sounding like an echo from different parts of the cave. Gollum speaks his riddle from some unknown spot.

Gollum: “Ahh. We have one for you: All things it devours, birds, beasts, trees, flowers. Gnaws iron, bites steel, grinds hard stones to meal. Answer us.”

Bilbo: “Give me a moment, please, I gave you a good long while.”

Bilbo tries to think while at the same time he walks around with his sword drawn, looking for Gollum.

Bilbo: “I don’t know this one.”


As Gollum says ‘crunchable,’ he appears behind Bilbo and tries to grab him by the throat, but Bilbo jumps away and points his sword at Gollum.

Bilbo: “Let me think. Let me think.”
“It’s stuck. Baggines is stuck.”

[Bilbo paces back and forth next to the water, thinking. Gollum smiles eerily and puts up his hands in a shrug.]

“Time’s up.”

[Gollum shifts, preparing to leap on Bilbo.]

“Time. Ti—the answer is time.”

[Gollum snarls in frustration.]

“Actually, it wasn’t that hard.”

“Last question. Last chance.”

“Ah, uh....”

“Ask us. ASK US!!”

[Although Gollum is smiling sweetly, he has a rock clutched behind his back with which to hit Bilbo. The first time he says “Ask us,” he says it sweetly. He then roars it a second time angrily.]

“Yes, yes, alright.”

[Bilbo strolls to the edge of the lake to think. He absentmindedly rubs his pocket and feels the ring inside.]

“What have I got in my pocket?”

[Although Gollum is smiling sweetly, he has a rock clutched behind his back with which to hit Bilbo. The first time he says “Ask us,” he says it sweetly. He then roars it a second time angrily.]

“That’s not fair. It’s not fair! It’s against the rules!”

[In frustration, Gollum throws down the rock he’d been clutching. Bilbo makes a startled noise.]

“To us another one.”

“No, no, no, no. You said ‘Ask me a question.’ Well, that is my question. What have I got in my pocket?”

[Gollum jumps off his rock and approaches Bilbo; Bilbo moves to keep a rock between him and Gollum.]

“Three guesses, Precious. It must give us three.”

[Gollum holds up two fingers to quantify three.]

“Three guesses. Very well, guess away.”
“Handses!”

“Wrong, guess again.”

“Fish-bones, goblins’ teeth, wet shells, bat’s wings ... Knife!”

“Oh, shut up.”

“Wrong again. Last guess.”

“String!”

“Or nothing.”

“Two guesses at once; wrong both times.”

“Did we say so, Precious? Did we say so?”

“String!”

“Or nothing.”

“Two guesses at once; wrong both times.”

“What has it got in its pocketses?”

“That’s no concern of yours. You lost.”

“Lost? Lost? Lost?”

“Where is it? Where is it? No! Ahh! Where is it? No! No!!!”

“Lost! Curses and splashes, my precious is lost!”
[While Gollum’s back is toward him, Bilbo, realizing what it was that Gollum lost, quickly takes the Ring from his pocket and holds it in his hand behind his back.]

[Bilbo:] “What have you lost?”

[Gollum:] “Mustn’t ask us! Not its business! No! Gollum, Gollum.”

[Gollum, leaning over the edge of the lake, sobs quietly. As he stares into the water, his sobs cease and his face becomes contorted in anger.]

[Gollum:] “What has it got in its nasty little pocketses?”

[In fear, Bilbo clutches the Ring behind him more tightly and points his sword at Gollum. Gollum slowly looks up in shock and anger. At first, he whispers; he then gets louder and louder until he is roaring.]

[Gollum:] “He stole it. He stole it! Ahh! HE STOLE IT!”

[Snarling, Gollum throws a stone at Bilbo. Bilbo deflects it with his sword, then runs away, with Gollum chasing him.]

[Back in the throneroom of the Great Goblin, dozens of goblins carry massive instruments of torture on their shoulders, bringing them to the Great Goblin. Meanwhile, the Great Goblin is dancing and singing lustily.]

[Great Goblin:] “Bones will be shattered, necks will be wrung! You’ll be beaten and battered, from racks you’ll be hung. You will lie down here and never be found, down in the deep of Goblin-town.”

[Grinnah, one of the goblins, is examining the weapons the dwarves brought with them. He picks up Thorin’s sword, Orcrist, and slides it a few inches out of its sheath. Recognizing the sword, he gasps in horror and throws down the sword. It lands in view of all the goblins. Recognizing it, the goblins howl in fear and rage as they retreat from it; the Great Goblin runs rapidly to his throne, trampling many goblins on his way. He speaks loudly, pointing at the sword.]

[Great Goblin:] “I know that sword! It is the Goblin-Cleaver, the Biter, the blade that sliced a thousand necks.”

[As he speaks, Grinnah and the rest of the Goblins begin whipping the dwarves with ropes and leaping upon them, biting and slashing.]

[Great Goblin:] “Slash them! Beat them! Kill them! Kill them all! Cut off his head!”

[Goblins hold Thorin down, and one of them pulls out his knife and prepares to behead Thorin.]

[Suddenly, there is a massive explosion of bright light; the sound goes muted as a shockwave rips through the area, flinging goblins in the air and destroying the torturing machines. Everyone is knocked down, including the Great Goblin. When the force of the explosion has passed, most of the lights in the area have been snuffed out;]
in the background, a shadow with a tall pointy hat walks up. It is Gandalf, holding his staff and his sword, Glamdring. Light slowly returns to the area as the goblins and the dwarves slowly look up, recovering from the shock. They all stare at Gandalf.]

[Gandalf:] “Take up arms. Fight. Fight!”

[The dwarves quickly get up and begin fighting the goblins. As goblins run at Gandalf, he kills them with his sword and staff. The Great Goblin, still lying on the ground, sees Gandalf’s sword and points at it, crying aloud to his goblins.]

[Great Goblin:] “He wields the Foe-Hammer, the Beater, bright as daylight!”

[Some of the dwarves reach their pile of weapons and begin tossing the weapons to each other; they use their weapons to defeat the goblins around them. Oin manages to reclaim his hearing trumpet, although it has been quite flattened. Nori, while fighting, lands on the floor; the Great Goblin runs at him and swings his mace.]

[Dwarf:] “Nori!”

[Thorin jumps forward and deflects the Great Goblin’s blow, causing the Great Goblin to stumble backward and fall off the edge of his platform, falling to the depths below. The rest of the dwarves and Gandalf continue to fight.]

[Gandalf:] “Follow me. Quick! Run!”

[Cutting down the goblins around them, the dwarves and Gandalf run along a pathway leading away from the throne room.]

[Bilbo hurries through a cave, fleeing from Gollum, whom we can hear in the distance.]

[Gollum:] “Give it to us!”

[Bilbo is in a side cave; he sees Gollum running past the entrance of the cave he is in. Gasping, he turns around and tries to run through a crack in the wall. However, he gets stuck partway through. He looks up in fear as Gollum, attracted by the noise, backtracks and sees Bilbo stuck in the crack. Snarling, Gollum approaches Bilbo.]

[Gollum:] “It’s ours. It’s ours!”

[Gollum snarls again; Bilbo exhales and pushes as hard as he can; he manages to slip through the crack, but his waistcoat buttons are ripped off in the process and they hit Gollum in the face. Gollum snarls. On the other side of the crack, Bilbo falls down from his exertions. As he hits the ground, the Ring, which was in his hand, flies into the air. As it descends, Bilbo reaches up to grab it; instead of landing in his hand, however, the Ring slides onto his finger, and Bilbo suddenly becomes invisible. Gollum jumps into the area where Bilbo is, growling, and looks around for Bilbo; however, since Bilbo is invisible, he doesn’t see him, and Gollum continues down the cave. Bilbo, with the Ring on, sees everything as if he’s in a different reality. All the colors are muted, and the edges of everything are blurred and wavy.]
[Gollum:] “Thief! Baggins!”

[Seeing Gollum run away, Bilbo slowly stands up in shock.]

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[Gandalf and the dwarves are running through the suspended passageways of Goblin Town, with hundreds of goblins running after them.]

[Gandalf:] “Quickly!”

[A dwarf:] “Faster!”

[Dwalin sees several goblins running at them from in front]

[Dwalin:] “Post!”

[He and some of the dwarves cut a guardrail post from the side of the path and they hold it out in front of them like a massive spear.]

[Dwalin:] “Charge!”

[He and the other dwarves charge at the oncoming goblins and sweep them away with the long rail. Dropping the rail, Dwalin pulls out his axes and begins knocking aside goblins. The rest of the company do the same. Gloin hits one goblin who falls and lands on another suspended path, breaking the path and dropping all the goblins on it into the darkness below. The rest of the Company also fight the goblins around them with their various weapons and fighting styles. Several goblins snarl as they swing on ropes toward the dwarves.]

[Thorin:] “Cut the ropes!”

[Thorin and some of the dwarves cut the ropes holding a raised platform in place; the platform falls outward, entangling the goblins swinging on the ropes. As Kili fights, several goblins start shooting arrows at him. He deflects some arrows with his sword; he then grabs a nearby ladder and drops it on the oncoming goblins. Kili and some of the other dwarves run forward, pushing the ladder and the goblins it has trapped in front of them. As they approach a missing area of the path, the goblins fall down into the darkness; the ladder, however, acts as a bridge for the dwarves to cross to the rest of the path. As soon as they cross it, Dwalin breaks the ladder, preventing the goblins chasing them from crossing it.]

[Gandalf:] “Quickly!”

[The dwarves and Gandalf continue running through the maze-like paths; they get on a section of the path suspended by ropes from above. They slice some ropes, and the pathway swings away from the rest of the path, approaching a different path.]

[Thorin:] “Jump!”

[Several of the dwarves manage to jump to the other path; however, before the rest can, the suspended path...]

swings back like a pendulum to where it started, and several goblins leap on. As the path swings back again, the rest of the dwarves and Gandalf manage to jump to the new path as well; they cut the ropes, causing the swinging path and the goblins on it to fall. The dwarves and Gandalf continue running through the tunnels, killing all the goblins in their way. Gandalf strikes a rock above them with his staff, causing the rock to fall down and begin rolling in front of the Company, squashing all the goblins in their way. Soon, they approach a bridge between two walls of the cavern. As they try to cross it, the Great Goblin suddenly breaks through from underneath the bridge and pulls himself up onto the bridge, in front of the Company. As the Company pauses, hundreds of goblins approach them from all sides.

[Great Goblin:] “You thought you could escape me?”

[The Great Goblin swings his mace twice and Gandalf, causing Gandalf to stumble back and almost fall.]

[Great Goblin:] “What are you going to do now, wizard?”

[Gandalf leaps forward and strikes the Great Goblin in the eye with his staff. The Great Goblin drops his mace and clutches his face in pain.]

[Great Goblin:] “Ow, ow, ow!”

[Gandalf steps forward and slices the Great Goblin in the belly; the Great Goblin falls to his knees, clutching his belly.]

[Great Goblin:] “That’ll do it.”

[Gandalf again swings his sword and slices the Great Goblin’s neck, causing him to fall down dead.]

[His weight causes the bridge to start shaking; suddenly, the section of the bridge on which the company is standing breaks away from the rest of the bridge and starts sliding down the side of the cavern. The bridge slides at a terrific speed down the cavern’s wall, demolishing everything in its way; the dwarves cling on, screaming in terror. The bridge slows down and lands at the base of the cavern, breaking apart and burying the dwarves in the timber and wood. Gandalf gets up from the pile of wreckage and inspects the rest of the dwarves, who are still stuck in the wreckage.]

[Bofur:] “Well, that could have been worse.”

[Suddenly, the heavy corpse of the Great Goblin lands on the wreckage, squishing the dwarves further. They cry out in pain.]

[Dwalin:] “You’ve got to be joking!”

[As the dwarves extricate themselves from the rubble, Kili looks up and sees thousands of goblins running at them.]

[Kili:] “Gandalf!”

[Dwalin:] “There’s too many! We can’t fight them.”
“Only one thing will save us: daylight! Come on! Here, on your feet!”

The dwarves get up quickly, helping each other out of the rubble, and they run away, following Gandalf.

Gollum jumps into a tunnel, a tunnel with an exit to the side of the mountain. Daylight is visible through the exit.

“Wait, my Precious! Wait! Gollum, Gollum.”

Bilbo slowly approaches, invisible with the Ring on. He has his sword drawn. Hearing a noise, Gollum quickly hides behind a rock. As Bilbo watches, Gandalf and the dwarves run by, escaping through the exit. Bilbo, seeing his companions, is frantic. The dwarves and Gandalf run down the side of the steep, tree-covered mountain. Gollum again enters the tunnel, looking for Bilbo and the Ring. Bilbo, still invisible, puts his sword to Gollum’s neck, then pulls back to swing the sword and cut off Gollum’s head. Before he can swing, however, Gollum turns around, looking down the passageway behind him. He cannot see Bilbo, but Bilbo can see him. Again, Bilbo places the tip of his sword at Gollum’s throat, but he hesitates upon seeing Gollum’s extreme sadness. For a second, Gollum looks almost human. Bilbo lowers his sword, pitying Gollum and remembering what Gandalf told him about swords and courage. Bilbo then looks determined and takes a deep breath, stepping back a few feet. Hearing Bilbo’s feet, Gollum frowns and begins to growl. Bilbo runs forward and leaps over Gollum, stepping on Gollum’s head and knocking him over in the process. Still invisible, Bilbo runs out the exit. Gollum jumps up and scrabbles around him, trying to grab the invisible Bilbo, roaring all the while.

“Baggins! Thief! Curse it and crush it, we hates it forever!”

Still invisible, Bilbo runs down the mountain after the rest of the Company. Far in front of him, Gandalf pauses to count how many dwarves are with him. The dwarves pause to collect their breath.

“Five, six, seven, eight...Bifur, Bofur...that’s ten...Fili, Kili...that’s twelve...and Bombur - that makes thirteen. Where’s Bilbo? Where is our Hobbit? Where is our hobbit?!”

“Curse the halfling! Now he’s lost?!”

“I thought he was with Dori!”

“Don’t blame me!”

“Well, where did you last see him?”

“I think I saw him slip away, when they first collared us.”

“What happened exactly? Tell me!”

[Bilbo, still invisible, has caught up to the rest of the group. He hides behind a tree as Thorin speaks.]
“I’ll tell you what happened. Master Baggins saw his chance and he took it! He’s thought of nothing but his soft bed and his warm hearth since first he stepped out of his door! We will not be seeing our Hobbit again. He is long gone.”

[Bilbo, who is still invisible, hears everything Thorin said. He leans on the tree as he ponders what he has just heard. The dwarves look at each other.]

“No, he isn’t.”

[Bilbo steps out from behind the tree, no longer invisible. The dwarves look up in shock and relief. Gandalf laughs as he speaks.]

“Bilbo Baggins! I’ve never been so glad to see anyone in my life!”

[Bilbo strides forward into the group; he pats Balin affectionately on the shoulder.]

“Bilbo, we’d given you up!”

“How on earth did you get past the Goblins?!”

“How, indeed.”

[There is an awkward silence as Bilbo tries to think what to say. In the end, he gives a nervous laugh and puts his hands on his hips. Gandalf is the only one to notice Bilbo sliding the Ring into his waistcoat pocket. Gandalf looks a bit perturbed.]

“Well, what does it matter? He’s back!”

“It matters! I want to know: why did you come back?”

“Look, I know you doubt me, I know you always have. And you’re right, I often think of Bag End. I miss my books. And my armchair. And my garden. See, that’s where I belong. That’s home. And that’s why I came back, cause you don’t have one. A home. It was taken from you. But I will help you take it back if I can.”

[After Bilbo speaks, there is silence as the dwarves think about what Bilbo said. Gandalf smiles slightly, happy that Bilbo has changed so much - for the better.]
“...and into the fire! Run! RUN!”

[They all start running down the mountain as fast as they can. The Wargs follow them rapidly; it becomes nighttime. Soon the foremost Warg catches up to the group and leaps at Bilbo; Bilbo ducks behind a rock and the Warg’s jaws snap in the air over his head. The Warg lands in front of him. Growling, it charges at him.]

[Bilbo pulls out his sword and holds it in front of him; the charging Warg impales itself in the head on the sword and falls down dead. Bilbo looks on in surprise. A few more Wargs catch up to the fleeing dwarves, but they are quickly dispatched. The Company reaches a large outcropping of land with a few trees growing on it; they are trapped there, as there is no way off the outcropping besides a great fall down the mountain.]

“Up into the trees, all of you! Come on, climb! Bilbo, climb!”

[Bifur throws an axe, killing a Warg which was approaching him. Bofur jumps off a rock and grabs a tree branch, using Dwalin’s head as a stepping stone to the tree. Other dwarves begin climbing into the trees as well. Bilbo tries to pull his sword out of the dead Warg’s head, but it is stuck firmly. He continues to pull.]

“They’re coming!”

[Gandalf climbs to the top of the furthest tree; Dwalin boosts Balin up. Thorin, Bombur, and the rest climb up trees too. The main body of Wargs and Warg Riders approach. Bilbo finally manages to pull his sword out of the Warg; he looks up to see several more Wargs running at him. He quickly clammers up a tree as the Wargs rush below him. Dozens of Wargs circle the trees in which the Company members are perched. Gandalf reaches out with his staff and picks up a moth sitting in the same tree as him. Bringing the moth close to his face, he whispers to it; he then blows it gently, causing it to flutter away. The Wargs cease their growling and turn as the White Warg, with Azog on its back, approaches slowly. Thorin looks at Azog in shock.]

“Azog?!"

[As his White Warg growls, Azog strokes it and talks ominously.]

“Nuzdigid? Nuzdi gast?” [subtitle: Do you smell it? The scent of fear?] “Ganzilig-i unarug obod nauzdanish, Torin undag Train-ob.” [subtitle: I remember your father reeked of it, Thorin son of Thrain.]

[Thorin looks stricken with pain and grief, realizing that Azog had captured his father.]

“It cannot be.”

[Azog speaks to his Wargs and Riders.]

“Kod, Toragid biriz.” [subtitle: That one is mine.] “Worori-da!” [subtitle: Kill the others!]

[At his command, the Wargs leap forward and try to climb the trees. They jump as high as they can, scrabbling at the tree trunks and breaking apart branches in their jaws in their efforts. The trees shake violently at the assault, and the dwarves struggle to hold on.]
With the weight of the Wargs climbing it, the furthest tree from the edge of the cliff, which Bilbo and several other dwarves are in, gets uprooted from the ground and begins leaning wildly. As more Wargs grab onto it, the tree tips over and lands on the next tree; the dwarves and Bilbo jump from the falling tree to the next. However, this tree as well tips over; like dominoes, all the trees begin falling over. All the dwarves, Bilbo, and Gandalf manage to jump onto the last tree, on the very edge of the cliff. This tree doesn't fall over. Azog laughs. Looking around in desperation, Gandalf spies a pinecone. He grabs it and uses his staff to set the pinecone on fire; he then throws it down amid the Wargs, who retreat in fear of the fire. Azog is startled and angry at the unexpected resistance. Gandalf lights two more pinecones and throws one down to Fili.

[Fili catches the pinecone. Bilbo and the dwarves gather pinecones and Gandalf sets them on fire; they then throw the flaming pinecones like missiles at the Wargs. All the area around the tree gets set on fire, forcing the Wargs to retreat a distance. At least one Warg gallops away with its fur alight. Azog roars in anger and frustration as the dwarves cheer. Suddenly, their cheers turn into cries of fear as the roots of the tree they are in start to give way; the tree tips precariously over the edge of the cliff, but comes to a rest sticking straight out away from the edge of the cliff. Gandalf looks down and sees the ground far, far, below. The dwarves try to hold on as they get flung around. Ori loses his grip on the tree and falls, but manages to grab on to Dori’s leg.]

[Ori:] “Aahhh! Oh! Oh no!”

[Dori:] “Mister Gandalf!”

[Because of the extra weight, Dori loses his grip on the tree as well and falls, but Gandalf quickly swings his staff down and Dori grabs on to the end of it.]

[Dori:] “Hold on, Ori!”

[Azog growls; Thorin, clinging to the tree, looks at him in hate and anger. Thorin pulls himself up, his sword drawn, and walks down the leaning trunk as Bilbo and the others, hanging from the tree, look on. Thorin runs through the burning ground at Azog and his White Warg. Azog spreads his arms wide with a smug grin on his face. Thorin growls as he runs with his sword up and his oaken branch shield held in front of him. Azog crouches, then roars as his Warg leaps at Thorin. Thorin tries to swing his sword, but the Warg hits him in the chest with its forepaw, smashing Thorin to the ground. The other dwarves in the tree look on in shock. Dori struggles to hold on to Gandalf’s staff.]

[Ori:] “Help!”

[As Thorin gets back on his feet, panting, Azog and his White Warg wheel around; they charge at Thorin again. Azog swings his mace and smashes Thorin in the face before Thorin can react. Thorin is brutally flung to the ground by the impact.]

[Balin:] “Nooo!”

[Azog roars in excitement. Bilbo manages to stand up on the tree. The White Warg clamps its jaws around Thorin and Thorin yells in pain. Dwalin tries to get off and tree to assist Thorin, but the tree branches he is
holding on to break, swinging him precariously over the edge and preventing him from reaching Thorin.]

[Dwalin:] “Thorin! Nooo!”

[As the White Warg holds Thorin in its mouth, Thorin manages to hit its head with the pommel of his sword. Roaring, the White Warg throws Thorin several feet away onto a flat rock nearby. Thorin lands heavily, his sword falling out of his hand. He is almost unconscious.]

[Azog:] “Biriz torag khobdudol.” [subtitle: Bring me the Dwarf’s head.]

[One of Azog’s Warg Riders jumps off his Warg and approaches Thorin. Bilbo, seeing this, pull out his own sword, which glows blue. The orc approaches Thorin and places its sword against his neck; raising the sword, the rider prepares to decapitate Thorin. As he swings his sword down, Bilbo throws himself at the orc and knocks him over. As they fight, Bilbo manages to stab and kill the orc. As Azog grows in anger, Thorin goes unconscious. Pulling his sword out of the dead orc’s body, Bilbo stands in front of the unconscious Thorin and protects his body. He waves his sword wildly at Azog and the other Wargs. Azog smiles in hatred and speaks in the Black Speech to his Orcs; the translated meaning is:]

[Azog:] [subtitle: Kill him.]

[A couple of Wargs and Riders approach Bilbo, snarling. Suddenly, Fili, Kili, and Dwalin, who have managed to get off the tree, plow into the Wargs from the side and start fighting them. In the confusion, Bilbo yells and leaps forward, wounding a Warg. The White Warg hits Bilbo with his head and sends him flying, however. As the fighting around them continues, Azog and his White Warg approach Bibo to kill him. Fili, Kili, and Dwalin have been surrounded by Wargs, and Bilbo is at Azog’s mercy. Suddenly, the moth returns to Gandalf. Dori slips from the end of Gandalf’s staff, and Dori and Ori fall toward the ground far below. An eagle swoops out of nowhere and catches them on its back; they yell in fear as they are carried swiftly away. Several more Eagles appear and join the fray. Some grab Wargs and Orcs and toss them over the cliff. Others knock down trees, which crush the Wargs below them. Another Eagle fans the flames with its wings, causing an inferno which burns the Wargs. Azog snarls in frustration. One Eagle gently grabs Thorin and his sword in its talons and flies away. As Thorin is lifted off the ground, his oaken branch shield slips off his arm and lands on the ground. Azog roars and jumps back as an Eagle flies by him; the Eagle heads straight for an alarmed Bibo and snatches him off the ground. It then throws Bilbo, and he screams as he falls toward the ground, only to land on the back of another Eagle. The rest of the Eagles proceed to snatch the dwarves out of the tree and fly away. When only Gandalf is left in the tree, the roots give way and the tree falls off the edge of the cliff. Gandalf leaps clear of it and is caught by an Eagle. As the Eagles fly away with all the Company, Azog and the few Warg Riders left growl in anger and frustration.]

[The Eagles soar through the sky over a great distance and over many landscapes. Thorin lies unconscious in one Eagle’s talons; the others worry about him.]

[Fili:] “Thorin!”

[The Eagles approach a massive rock structure shaped like a bear; it is the Carrock. The Eagle carrying Thorin gently deposits him and his sword on a flat area on top of the Carrock. Another Eagle lands on the Carrock and Gandalf slides off its neck, running toward the unconscious Thorin.]
[Gandalf:] “Thorin! Thorin.”

[Thorin is not responding. Bilbo runs up. Gandalf places his hand on Thorin’s face and whispers a spell. Thorin’s eyes flutter open and he gasps for air. He speaks weakly.]

[Thorin:] “The halfling?”

[Gandalf:] “It’s all right. Bilbo is here. He’s quiet safe.”

[By now, the other dwarves have all been landed on the Carrock, and they surround the wounded Thorin. Dwalin and Kili help Thorin up. However, once he’s up, he shrugs them off and approaches Bilbo.]

[Thorin:] “You! What were you doing? You nearly got yourself killed! Did I not say that you would be a burden? That you would not survive in the wild and that you had no place amongst us?”

[Thorin advances until he is face to face with Bilbo, who looks worried and frightened.]

[Thorin:] “I’ve never been so wrong in all my life!”

[Thorin grabs Bilbo and embraces him deeply. The other dwarves cheer loudly and slap each other on the back. Gandalf smiles. Bilbo, looking quite surprised, hugs Thorin back.]

[Bilbo:] “No, I would have doubted me too. I’m not a hero or a warrior...not even a burglar.”

[As everyone chuckles, the Eagles fly away, screeching. Thorin looks beyond Bilbo and sees something; he strides forward, and the others follow his gaze.]

[Bilbo:] “Is that what I think it is?

[In the distance, on the horizon, they see the outline of a single, solitary mountain.]

[Gandalf:] “Erebor—The Lonely Mountain. The last of the great dwarf kingdoms of Middle-earth.”

[Thorin:] “Our home.”

[A bird cheeps and flies by.]

[Oin:] “A raven! The birds are returning to the mountain.”

[More birdsong is heard.]

[Gandalf:] “That, my dear Oin, is a thrush.”

[Thorin:] “But we’ll take it as a sign - a good omen.”
[Bilbo:] “You’re right. I do believe the worst is behind us.”

[The Company looks on at the Lonely Mountain as the sun comes up behind them.]

[The thrush flies across the Desolation of Smaug, flying in front of the ruined gates of Erebor, and then finally lands on a rock on the side of the mountain. It picks up a snail and bangs the snail shell against the side of the mountain. Inside the mountain, a massive pile of gold, coins, jewels, and treasures is piled up in the throne room, and the sounds of the thrush echo through the massive chambers. Some of the gold is blown away, revealing Smaug’s snout beneath the pile. As Smaug slowly raises his head from beneath the pile, more treasure falls away from his face. The camera focuses on his closed eye. Suddenly, his eye opens, and Smaug growls.]

[The scene fades to black. As the credits roll, Neil Finn’s song “Song of the Lonely Mountain” plays.]