



THE WEINSTEIN COMPANY

LAWLESS

PRODUCTION NOTES

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Running Time: 110 minutes

MPAA Rating:

R for strong bloody violence, language and some sexuality/nudity

LAWLESS PRODUCTION NOTES

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SYNOPSIS

'We control the fear, you understand? Without the fear, we are all good as dead.'

Acclaimed director John Hillcoat (THE ROAD, THE PROPOSITION) delivers a thrillingly vivid slice of American outlaw history in his epic gangster tale, LAWLESS. LAWLESS is the true story of the infamous Bondurant Brothers: three bootlegging siblings who made a run for the American Dream in Prohibition-era Virginia. Based on author Matt Bondurant's fictionalized account of his family, "The Wettest County in the World," the film gathers an ensemble of gifted, dynamic new-generation stars – Shia LaBeouf, Tom Hardy, Jessica Chastain, Jason Clarke, Mia Wasikowska, Dane DeHaan – alongside two of the finest actors of their generations, Guy Pearce and Gary Oldman. A riveting, intense story of crime and corruption, loyalty and love, brutality and tenderness, LAWLESS is a rich addition to the American gangster canon.

In the mountains of Franklin County, Virginia, the Bondurant brothers are the stuff of legend. The eldest, Howard (Jason Clarke), managed to survive the carnage of the Great War, but he returned home unmoored by what he had seen and done. His brother Forrest (Tom Hardy) nearly died from the Spanish Flu that took his parents. He beat back death with a quiet strength and ferocious, visceral invincibility that came to define him. Jack (Shia LaBeouf) is the youngest sibling, impressionable, sensitive, smart. Times are tough and jobs are scarce, but the Bondurants are entrepreneurs and have built a thriving local business by concocting an intense and popular brand of moonshine. But Franklin County's bootlegging days are about to end with the arrival of Special Deputy Charlie Rakes (Guy Pearce) from Chicago. The new "law" Rakes brings is lethal and corrupt and will challenge everything the brothers have built and represent. But while the rest of the county gives in to Rakes' ruthless crackdown, the Bondurants will bow to no one.

As the family rallies to fight Rakes, the fraternal dynamic shifts. Jack's ambitions and enterprises alter the balance of power between the brothers as he careens into manhood. Dreaming of expensive suits, fast cars and beautiful women, Jack starts his own bootlegging operation, with his friend Cricket (Dane DeHaan) helping him to soup up cars and build stills – even against Forrest's wishes. Jack starts to prosper, even selling his moonshine to Floyd Banner (Gary Oldman), the big city gangster he idolizes. The lives of the Bondurants are soon complicated by the appearance of two beautiful women: the exotic, steadfast Maggie (Jessica Chastain), who brings a secret past with her and catches the eye of the guarded

Forrest - and the quiet, pious Bertha (Mia Wasikowska), who slowly warms to Jack's charms and channels her own rebellious streak.

Jack's confidence however soon trumps his good sense, and the consequences will test the brothers' loyalty and endangers them all. Determined to do whatever is necessary to fight for what is theirs, the Bondurants take up arms and confront the corrupt forces of the law in a faceoff to determine who controls the wettest county in the world.

ABOUT THE PRODUCTION

The notorious gangster Al Capone observed that “Prohibition has made nothing but trouble,” and “I am like any other man. All I do is supply a demand.” While his bailiwick was Chicago by way of Canada, the Bondurant brothers in Virginia would have heartily agreed. Brazen rebels, the Bondurant boys – Howard, Forrest and Jack – ran a flourishing family bootleg business in Franklin County, Virginia, where the hills glowed orange from the light of countless illegal stills.

“The Wettest County in the World” began when Matt Bondurant decided to write a fictional account of the very picaresque exploits of his paternal grandfather Jack and grand-uncles Forrest and Howard. Though his novel is inspired by true events, it isn’t entirely factual. As he writes in the author’s note, “The basics of this story are drawn from various family stories and anecdotes, newspaper headlines and articles and court transcripts ... However, this historical information does not help us fully understand the central players in this story, at least in terms of their situation or what their thoughts were; all involved are now deceased and little record exists. There are no letters, and my grandfather and his brothers did not keep diaries. My task in writing this book was to fill in the blank spaces of known record. There are family stories ... and these memories and stories are vague, and often specious at best, mixed with several decades of rumor, gossip and myth ... My intention was to reach the truth that lies beyond the poorly recorded and understood world of actualities.”

The book, published in 2008, garnered rhapsodic reviews and won two early, ardent fans in Red Wagon producers Douglas Wick and Lucy Fisher. Says Wick, “The book was overflowing with moments of hard men and their softness; fierce, violent behavior intertwined with silent moments of desire and longing; vivid flesh-and-blood pain mixed with legends of indestructibility. You could not read the book without imagining performances.” Rachel Shane, executive vice-president at Red Wagon Entertainment alerted her bosses to the book prior to its publication, and Red Wagon quickly secured the movie rights to the novel. Bondurant was thrilled; his tale was already a “dramatic reimagining” and the notion of a filmmaker and screenwriter further exploring the material excited him.

“There wasn’t a whole lot of information available to me to write a non-fiction piece so I took several of the principal events that are verified as happening and strung them together like a constellation, using some things I knew about the brothers, along with pictures and documents, to create lives for them. I knew my grandfather when I was a young man but I certainly didn’t know him as an 18-year-old, so there’s a lot of artistic license that I took. I knew the movie would take that one step further and that seemed natural,” Bondurant says.

Meanwhile, Red Wagon executive Shane approached director John Hillcoat. Says Shane, “John’s previous work on *THE PROPOSITION* was incredibly visceral and dramatized violence in a way I had never really seen before. You could also see the care he takes with his actors through the specificity of their performances, and how he loves creating worlds that are similar to ours, but also very alien. I knew John would bring everything we needed to take this book to film and it would be a very happy marriage.”

Hillcoat realized “*The Wettest County in the World*” offered an opportunity to tackle two of his favorite genres in an intrepid and innovative way. “I loved the world of the novel. I love westerns, but I was actually looking for a gangster movie. I had really struggled with that over the years because there are so many fantastic gangster movies, I was hard pressed to find one with anything new to say. And this was new. It was like a western as well as a gangster film. I hadn’t seen a gangster film in the rural landscape since *BONNIE AND CLYDE*. And moonshine has mostly been treated in comedies like *SMOKEY AND THE BANDIT*. This was based on a true story, which was incredible. It felt vivid and alive and unique. So that was really it for me,” Hillcoat says.

Hillcoat enlisted his old friend and frequent collaborator since art school, Nick Cave, to write the screenplay and the music, as he did on *THE PROPOSITION*. On a Hillcoat/Cave project, the script and the music are always intertwined at the project’s inception and evolve together. Because *LAWLESS* is set in the backwoods of Virginia, the main characters’ speech has a special, almost musical cadence, which Cave incorporated into the dialogue, as if it were a musical score.

“Nick’s songs are really narrative-driven, which of course lends itself to screenplays but more than that, I think all films have a musicality to them,” says Hillcoat. “There’s a rhythm to the way Nick writes, to the dialogue, the way scenes unfold. It’s subtle thing but it’s definitely there. With *LAWLESS*, we talked about adapting the novel - it’s the first time he has adapted a book - but we also talked about the score, what sort of music it would be. When Nick writes the material and the music, it’s a very organic process. The music comes first, and then the script, and then the music again.”

Bondurant was especially pleased that John Hillcoat and Nick Cave would bring his book to the screen. “I am John Hillcoat fan; I loved *THE PROPOSITION* and *THE ROAD*. And I’m a fan of Nick Cave’s music and writing, so I was super-excited when I heard he was writing the script. He did some really amazing work with the adaptation, and I’m flattered that he retained quite a bit of my language. I was incredibly honored to have John and Nick adapt my work,” Bondurant says.

Shia LaBeouf joined the team soon after Hillcoat and Cave, taking on the role of the youngest Bondurant - smart, sensitive, forward-thinking Jack. The next two years would prove a rollercoaster

ride of near-starts and disappointing setbacks, but LaBeouf never wavered in his commitment to *LAWLESS*, even as his star rose further with the *TRANSFORMERS* franchise.

LaBeouf was drawn to the project for myriad reasons, not the least of which was John Hillcoat. “I’m a fan, I would show up to do anything with John,” the actor enthuses. “John’s films are all very visceral and honest. He is a truth-seeker, incredibly intelligent and has a great visual style. He lets shots breathe; it’s old-school, John Ford vista-type stuff. He knows how to tell the story in one frame and he lets that frame do the work. It’s a style of working I hadn’t experienced before, and I was very excited by it.”

LaBeouf was also captivated by Bondurant’s novel and the seminal period of American history it explored. He delved into the history of bootlegging, its specific relationship in Virginia to the legacy of coal mining, the socioeconomics of the region, particularly the religious and racial schisms. Above all, the role of Jack intrigued LaBeouf. Jack, enterprising and eager, has to find his way, not only as resourceful young bootlegger but also within the Bondurant clan, as the power dynamic between the three brothers begins to shift. Jack experiences a spectrum of emotions throughout the course of the film as, essentially, he grows up.

“I had never played a part like this before. This is a boy becoming a man in many ways. He has his first drink of moonshine, his first kiss,” LaBeouf observes. “The film is also about a family going through combustion. They’re dealing with many problems all at once; meanwhile, the power balance is shifting from Forrest and Howard to Jack. When you first meet Jack, he’s full of empathy; he lives on a farm and he can’t watch his brothers kill a pig. That empathy is hindering his criminal career, and this is a family of criminals. During that time, bootlegging was the only avenue available to many poor and disenfranchised people. All they had was their skills. For the Bondurant family, their talent was for making liquor.”

He adds that Jack has a fascination for the bootleggers, specifically the Chicago-style gangsters and that admiration informs much of the character’s drive and ambition. “Jack comes from a new generation. He was seeing these Robin Hood-type characters fighting against the government, specifically Prohibition, and succeeding. These were the new Americans. Guys who came from the bottom of the barrel and were able to muscle their way into some kind of foundation where they could not only support their families but their entire communities. This family was spearheading this revolution at the time. The bootlegger was the superhero of that period, especially to someone in his twenties, like Jack,” LaBeouf notes.

LaBeouf was not yet a major international star when Hillcoat caught the young actor’s

performing in the 2006 independent drama A GUIDE TO RECOGNIZING YOUR SAINTS. Remembers the director, “I thought, who the hell is that kid? Then I saw him in DISTURBIA and again I thought his performance was amazing. Then came TRANSFORMERS, and even as he was surrounded by special effects and robots, Shia managed to create a compelling, three-dimensional character. So I thought he was really interesting and it would be great to see him do something more unexpected. Shia had the range to play Jack, who experiences every single emotion, from rage and despair to total joy and happiness. And I could easily see him as a young man in the Prohibition era. He was very interested, he was very passionate when I met him and continued to be throughout, so I knew this was the guy. And I am pretty particular about casting.”

Meanwhile, LaBeouf had been looking for opportunities to work with acclaimed English actor Tom Hardy. The two had struck up a friendship after LaBeouf sent Hardy a fan email about his arresting performance in the crime biopic BRONSON, and had begun forwarding scripts back and forth to one another. LaBeouf sent Bondurant’s novel to Hardy, followed by Cave’s screenplay. Hardy loved them both, and proved to be ideal casting for the role of quiet, fearless and fearsome Forrest Bondurant.

Hillcoat was also keen to work with Hardy, whose reputation as an exceptional talent preceded him. “I kept hearing about this incredible guy called Tom Hardy. I started watching his work, and I was awestruck - he was amazing. I could also see Tom and Shia as brothers. And Tom’s take on the character was quite audacious - he saw Forrest as the matriarch and the patriarch of the family, in the wake of their parents’ deaths. He wanted to explore Forrest’s softer side and play him in a quiet, contained way. By taking on the roles of the mother and the father of this family, he was really responsible and very caring, especially towards his brothers. But because of the time and the culture, he is unable to articulate it. Tom’s approach was very much about the different emotional textures there were to Forrest and how distilled and controlled he was. It was a unique and fascinating attitude towards the character,” Hillcoat notes.

With LaBeouf and Hardy in place, the casting process steamed forward. Attracting financing, however, was proving to be a struggle, says producer Lucy Fisher. “Our material was intrinsically original and idiosyncratic. It was a portrait of three brothers, violent outlaws with fierce family ties; at the same time, it was lyrical and romantic. It didn’t fall into any easy category.”

In the end, it take two years of dedicated work before Red Wagon found the creative, enthusiastic production support they were looking for. In 2011, Annapurna Pictures, a new production company headed by Megan Ellison, and Benaroya Pictures, headed by Michael Benaroya, signed on to finance LAWLESS and produce with Wick and Fisher.

Finding the right combination of actors had been a complicated and lengthy process, but Hillcoat, Fisher, and Wick agree that each of the actors who would ultimately bring the Bondurant tale to life was the perfect artist for the job.

“It’s a weird thing about films; it’s almost like alchemy,” Hillcoat muses. “You’re playing around with all these ingredients and sometimes there’s this combination that finally comes together that’s the perfect one. There were earlier combinations that would have made a different film and would have been amazing and special too, I’m sure. But I do feel like we found the ideal group in the end. It’s tricky with an ensemble because it’s a real balancing act so as soon as one person drops out, it may not be just a matter of replacing them. It’s the combination of people, how they work against the different energies and qualities that they have.”

Australian actor Jason Clarke completes the sibling trio as Howard, the eldest Bondurant. Often drunk and woefully unreliable, Howard is outsized in every way, perhaps a reaction to an inner turmoil he is ill-equipped to handle.

“In terms of the violence in him, everything with Howard was projected outward, kind of like a tsunami; whereas with Forrest it was completely controlled and internal. They were polar opposites as a force and Jason completely identified all of that within his character. At one point, the script had changed the eldest brother from Howard to Forrest, and Jason put forward a strong case for Howard as the firstborn. And it had to do with Howard’s sense of guilt and shame. Because in those times and in that world, the eldest brother would become the patriarch of the family after the father passed away. But Howard was kind of a fuck-up, this messed up guy that couldn’t really occupy that position. It’s agonizing for him, the fact that he’s not there for his brothers. And these brothers really love each other and would do anything for each other. We wanted to explore those dynamics and we changed the script for Jason and cast him because of his argument,” Hillcoat explains.

As an Australian, Clarke was deeply familiar with both Hillcoat and Cave’s work, and was eager to work with them. One of several Australians in front of and behind the camera, he did not know Hillcoat or Cave prior to joining the movie but of course was a big fan and student of both.

“It was just a great script. And also being Australian, I am of course a longtime Nick Cave fan and I knew of John’s work – THE PROPOSITION and GHOSTS OF THE CIVIL DEAD - and even his original projects from his film school days. He was always a guy who I thought had a unique, visual voice. After I read the script, I thought, yep, these guys are going to do this well. It’s a dense, fascinating piece of storytelling and these are the right guys to make it. And then when I found out the caliber of the other people involved - it was a no brainer,” Clarke says.

Clarke's expectation of Hillcoat's process and style happily proved to be true. And Clarke had a personal connection to the filmmakers and the material. "His visual sense is really particular and he is a gentle open man who is constantly looking and thinking in a unique way. Plus they shot THE PROPOSITION in a place called Winton where I was born. Not many people have been there, let alone shot there," he says. In fact, Clarke drew on his life in Winton to inform his character.

"Jason came from the country. He grew up in the outback and was used to rural violence, which he drew on and worked out in so many ways ... like he had leg weights on to help give Howard this heft as he walked. He explored moonshine - as they all did except for Tom. Tom is more controlled than that, true to his character," Hillcoat notes.

Clarke believes that Howard considers his relationship with his brothers to be the only thing of value in his life; for this haunted man, his love for his brothers is his only redeeming quality. He credits his onscreen 'brothers' LaBeouf and Hardy, for helping him make the fraternal bonds real.

"Howard has a story and a conflict that can only be answered in the film, not off screen, not by some big event but by what's going on with him and his brothers," Clarke explains. "And my relationship with Shia and Tom, on and off-camera, was great from day one. We are the type of actors who develop character through our interactions. As soon as I was onboard, Shia sent out some texts and pictures and it was just a let's get stuck in it attitude, which is how I like to work. Tom is a very ferocious actor, in terms of his pursuit of character and truth and the choices that he makes. Both of them give you so much to work with that it makes your job easier."

Romantic love is also key to the story of LAWLESS, which lyrically depicts the longing and tenderness that is a much a part of the brothers' world as violence and ferocity. Jessica Chastain plays the enigmatic Maggie, who breezes into the Bondurants' world like an exotic bird assured of finding her place. But Maggie is fleeing her own troubled past, which ultimately will crash into her new life.

Maggie was a tricky role to cast; like Forrest, she is keenly observant and chooses when and what she will reveal. Hillcoat describes what he was looking for: "We needed to find a Maggie that had a real maturity, who was a real woman and complicated. Because she has a history that we don't really know about - she comes from Chicago, she's damaged in a way that Forrest is also damaged and that's why they gravitate to one another. So we needed to find someone who had that emotional depth to convey that connection without too much being said. She also needed incredible strength because in fact she is the strongest character in the film - she's stronger than all the brothers. So we needed someone who had real gravitas, who could stand up to all these alpha males but who is also appealing and has this warmth." Benoit Delhomme, Hillcoat's cinematographer, suggested that he meet with Jessica Chastain,

at the time mostly known for her stage work. A single meeting was all it took to convince the director he had found his Maggie. After watching some of her film work, he knew he had struck gold.

Chastain was already a Hillcoat admirer and she was immediately hooked by *LAWLESS*. “I thought the script was dynamic and shocking and great,” she remarks. “What really drew me to the character was the love story between Maggie and Forrest. I liked the idea that they were two damaged people who have one shot at happiness. That was very moving.” Having won the role, Chastain immersed herself in research, with topics ranging from Chicago gun molls to the Depression and moonshine.

Chastain shared most of her screen time with the three brothers and enjoyed them immensely. “The casting is amazing. The three of them look like brothers to me and even act like them. They play-fought and joked - really stupid ‘guy’ jokes - and it was wonderful to see their dynamic together. Shia was so prepared all the time, such a professional, it was really exciting to see him in this role. I worked with Jason before and he is fantastic as Howard. It’s such a huge metamorphosis, I’ve never seen him do anything like this. And Tom, who I have most of my scenes with, for me, it was just another level of acting.”

Mia Wasikowska plays Bertha, a member of the Dunkards, a conservative Christian sect, who nonetheless attracts Jack Bondurant’s attention and affection. She eventually responds in kind, in complete defiance of her family and clan. “I liked Bertha because she was a really independent spirit and I admired the journey that she went on. And the creative team was so incredible, from John to the cast and crew. John is a great actors’ director. He is so collaborative and trusting and so open to hearing all of your ideas and everything you have to offer,” Wasikowska says. Besides researching the Dunkard and Mennonite religious sects, the actress took mandolin lessons to prepare for her role.

Hillcoat had met Wasikowska years before through mutual friends and had long been impressed by her talent and uncanny maturity. Like her onscreen romantic interest, she possessed both the talent and look necessary for the role. “Mia had the perfect face and bearing for someone in that religious sect. She had studied ballet for a long time so she had that elegant, strict posture; She is a really skilled actress with a immense range” Hillcoat says.

The influence of these two female characters, Maggie and Bertha, and their relationships with the Bondurants, was pronounced in Bondurant’s novel and became a critical theme in *LAWLESS*. “I like the contrast of having strong women in a gangster movie; that’s not very common in contemporary cinema,” Hillcoat observes. “The relationships in the story were very special and fresh. The relationship of the three brothers, the relationship between Forrest and Maggie was very complicated, unusual and

very modern. Whereas Jack and Bertha were timeless, all about youth and innocence. And there was the fact of Bertha, a girl from a strict, closed religious community, getting involved with wild bootleggers – it was fascinating.” Hillcoat explains.

As Jack seeks to prove himself in the moonshine racket, he relies on the mechanical ingenuity of his childhood friend Cricket. Played by rising young star Dane DeHaan, Cricket is gentle soul who is effectively Bondurant brother number four. Like his friend Jack, Cricket has an entrepreneurial spirit and a progressive attitude about the moonshine trade. His drive and ingenuity is even more impressive because he has suffered permanent disfigurement from a childhood case of rickets. To get a feel for the kind of pain and obstacles Cricket must experience every day, DeHaan spoke to a doctor about rickets and decided to literally walk in Cricket’s shoes. “I felt I needed shoes that would make it look like my feet were flush on the floor even though my legs were bent. So we had a lot of costume fittings to craft these boots and make them accurate. When I wore them, my feet on the inside were on an angle but when you see them on screen, it will look like my feet are flat on the ground. Consequently, when I walked around all day wearing the boots, my feet were at an angle. When I was doing my scenes, they were completely crooked and I was putting my weight on the wrong parts of my feet. At the end of a work day, I was in a lot of pain - I was definitely feeling Cricket’s pain.”

Hillcoat credits his longtime and “fantastic casting director” Francine Maisler with introducing him to DeHaan - and praises DeHaan for elevating the character beyond a mere caricature. “Dane’s completely nailed the part in his audition tape. It was just like, ‘oh, there’s Cricket.’ He had a very hard role to pull off. The hillbilly character is so entrenched in popular culture that there is real baggage to it and Dane had the brunt of it. There was the fact that his character had rickets; the fact that he had this huge spirit and was actually extremely bright. I remember someone talking about Appalachia, which has a long history of incredible poverty and is very isolated from the rest of the world and yet there are people there who with the right education and opportunities, they could have done extraordinary things - they DID extraordinary things within that world. And Cricket is one of those people; he basically invents Nascar. Nascar actually came out of the running of the moonshine and outrunning the law. One might think at first glance Cricket was insubstantial and dumb, but Dane beautifully conveyed Cricket’s heart and his intelligence,” Hillcoat says.

LAWLESS marks the third collaboration between Hillcoat, Cave and their fellow Australian, Guy Pearce, following THE PROPOSITION and THE ROAD. Pearce was delighted to rejoin his colleagues, particularly with a role as juicy as Charlie Rakes, the corrupt, sadistic Chicago lawman who is determined to break the Bondurant clan. The actor appreciated Cave’s stylistic flair in creating Rakes.

“In typical Nick Cave fashion, Rakes was a character with very specific quirks and details. He’s very particular in his judgment of people, which shows when he first arrives in the town. His disdain for people like the Bondurant boys was a wonderful thing to play. I think he oozes utter contempt for them and their mere existence,” Pearce explains.

Rakes is a fastidious, narcissistic fellow and his very particular look reflects it. It included pristine attire, a massive part separating shiny, slicked-back ebony hair, and a distinct and disturbing lack of eyebrows. This bold appearance also exemplifies the working relationship between Hillcoat and Pearce. “I did have quite a hand in the look of Rakes,” Pearce allows. “Obviously, it was a collaborative process. John is very interested in making characters memorable and he has a wonderful imagination, so it was satisfying working with him on this character. I feel the haircut, the shaved eyebrows and the dying of the hair were all great ways to express the vanity of the man. Rakes also has a disdain for all things grubby and dirty in a physical sense, and yet is so disgusting as a personality.”

Both Hillcoat and Pearce relished the notion of Pearce playing such a nefarious, complicated character. “I loved the idea of Guy playing a villain and I knew he was capable of it - at this stage in his career, he is capable of playing anyone.”

Somewhere in the zone between good guy and bad guy lies Chicago gangster Floyd Banner, who is both a foe and a friend to the Bondurants. Given that Floyd Banner is a fleeting presence in the film, Hillcoat required an actor who could convey the charisma and bravado that would impress a young bootlegger like Jack – and he counted himself lucky when Gary Oldman signed on for the role.

“Gary Oldman is one of the great actors of his generation. He’s incredibly precise actor and yet he also has this undeniable power. I was trying to think of a Chicago gangster who would have this as well as have a real pizzazz, which Gary certainly possesses. I hadn’t seen him do a character quite like that before, and I like to try to find people who nail the character but also bring something fresh to it. Gary lived up to every bit and we were all very excited to have him,” Hillcoat says.

Fans of Hillcoat and Cave will notice Floyd’s lieutenant Gummy Walsh, played by Noah Taylor, who last worked with the filmmakers on *THE PROPOSITION*. Cave himself makes an appearance in *LAWLESS* as a gangster. Unfortunately his bootlegging days - and scenes in the movie - are numbered to one.

LAWLESS shot for 43 days around Peachtree City, Georgia, a suburb outside of Atlanta. The location proved to be a boon for the production for many reasons, including a broad spectrum of buildings dating back to the Prohibition era or earlier. Notes executive producer Dany Wolf, “Sadly, there has never been a huge economic rebound in most of the small towns in Georgia, so it was fairly

easy for us to find buildings that existed from the late 20s, 30s. A lot of them were in good condition and a lot of them had been abandoned. We really had our choice of different properties.” The Cotton Pickin’ Fairgrounds, a rarely used facility in Gay, Georgia, became a kind of backlot for the production, offering a wealth of unrenovated period buildings.

Another notable location included the Red Oak Creek Bridge, the longest covered bridge in Georgia. Built in the 1840s by freed slave Horace King, it is still in use today and provided a stark backdrop for an operatic shoot out in the movie. The historic town of Haralson, Georgia became Rocky Mountain, Virginia, where an awestruck Jack first glimpses his idol Floyd Banner. Cricket’s Aunt Winnie’s home was an actual rickety wooden cabin that was so period-correct that it also contained a cache of clothing from the 1920s and 1930s. Costume designer Margot Wilson salvaged the garments and used them as wardrobe for some of the extras.

Production designer Chris Kennedy built the main set, Blackwater Station, a rambling wooden building where the Bondurants’ live and conduct business, legal and otherwise. He based his design on a photograph taken in the Virginia Mountains, showing an old barn that had been turned into a gas station. “I was quite taken by the notion of the transition from the old world to the new,” Kennedy explains. He imagined how the developments of the 19th and 20th Centuries would have changed the way Blackwater Station was used. “My idea was that this family has been living here for over 100 years, and initially the area was very remote. Then the road got put through, with some passing traffic, so they started a blacksmith shop and then it became an overnight inn. Then as automobiles became more common, it became a gas station and a general store. Of course the Bondurants run a moonshine operation, so it’s a front for all of that.”

Kennedy’s main color palette was muted earth tones, punctuated with occasional with pops of color. The goal was be true to the period as well as the story. “It’s all natural timber and earth tones; newspapers, which the Bondurants use as wallpaper, brings a little color. The idea was that we’re in a world that is really hand-made, from timber and found materials sourced from the location. The strong primary colors we see, whether in the form of a gas pump, a red sign or colored magazine pages stuck on a wall, those represent the civilized world on the outside,” Kennedy says.

Photography was key inspiration when it came to the look of the film. Given the film’s setting during the Great Depression, the photography of the WPA (Works Progress Administration) was a natural resource. But it wasn’t the well-known black and white images by Walker Evans, Dorothea Lange that most influenced the filmmakers, says Hillcoat. “The real turning point for us came when we discovered a book called ‘Bound for Glory: America in Color,’ which features color photography from

the Great Depression. Another key reference was the great Southern photographer William Eggleston and the organic types of colors he used - he is a master of color photography. Overall, the look of the film owes much more to photography than film.”

They stuck closely to the colors that were prevalent at the time, whether in clothing, advertising or exterior paint. “It was a more limited palette simply because the manufacturing capacity didn’t exist,” Hillcoat explains. “So in advertising, there’s a technical reason that certain colors became more familiar, the same with the color of clothes. It was a more limited palette because of what they could print or dye,” Hillcoat notes.

Much of the color in several scenes, in fact, comes from Jessica Chastain’s Maggie. In vibrant crimsons, purples and turquoises, with her porcelain skin and red hair, she is an exotic bird who flies into the Bondurants’ lives. Says costume designer Margot Wilson, “Maggie was the flower who comes into the story, who introduces another world into the brothers’ lives. Jessica’s costumes were informed by her beautiful red hair, and we picked strong colors that were completely different than the boys’ colors. She was a wonderful canvas.”

Wilson created distinct looks for each of the brothers. “I wanted to set the Bondurant boys in a world of their own, as opposed to the gangsters or other bootleggers. So their colors were very earthy, quiet colors that worked with the landscape and the sets. I set their wardrobe in the late 1920s even though the film is set in the 1930s because they live in the country and they’re not the kind to follow fashion. Jack starts out in the backwoods but he is on a mission to make more money and improve himself. So his clothes change as he becomes closer to the gangsters of the time. Howard’s just Howard; He’s drunk and pretty much stays the same. I put Forrest in a cardigan; it has a quietness and an old feel about it that reflected Forrest’s stillness quite well.”

In his sharply tailored suits and ever-present gloves, Pearce’s villainous Rakes stands out like the intruder he is. Says Wilson, “Rakes is very self-conscious about what he wears and what he looks like. I wanted a very angular silhouette for Rakes, to make the separation clear. He is not from this world and he has come to destroy it.”

As Bertha, Wasikowska was costumed in the nondescript dresses, bonnets and aprons worn by the Dunkards. That finally changes when LaBeouf’s Jack gives her a yellow dress. Remarks the actress, “Margot’s amazing. I always say the costumes are the last piece of the puzzle to figure out who your character is and it really gave me an idea of who the Dunkards are, how they lived. And the yellow dress was beautiful - I loved it. I would wear that dress myself in life.”

Hillcoat and his cinematographer Benoit Delhomme shot the film digitally, with the Alexa

camera - a first for both of them. “Benoit and I jumped off a cliff together on this which is shooting with the Arri Alexa. There’s been this quick kind of shift and we had a choice of being one of the last to shoot on film or one of the first to shoot this new camera,” says Hillcoat. “The big turning point was that we had a lot of night scenes and a very tight schedule. We didn’t want to light it at night; we wanted to see the detail in the woods. The amazing thing about the Alexa - we did side by side tests - is that you have this incredible latitude between stops and you can film beyond what even our eyes can see. Plus it had a softer quality than the other digital cameras.”

Although the film is set in the 1930s, Hillcoat sees parallels between that era and this one, particularly in the Bondurants’ fierce independence and their distrust of the government, personified by the new “law,” Deputy Rakes. “There are many parallels - it was a time of immense unrest. There’s the economic Great Depression and whatever we have now. There were environmental upheavals; there were devastating dust storms, which we reference in the film. There was an incredible imbalance between the rich and the poor. I’d say the corruption and the helplessness of people trying to do the right thing and getting stomped on by greater, more powerful, cynical forces is even more pronounced now. The introduction of modern technology; now it’s the digital and Internet age but then it was the machine gun, the fast car. It was the beginning of the modern media, with the influence of the radio. Then, there was this crazy law called Prohibition, which is not unlike the insane situation with Mexico and the drug cartels - in terms of who is benefiting by outlawing certain substances, who is controlling it and who is making the money,” Hillcoat says.

One of the ways Hillcoat and Cave underscore the similarities between then and now is through the music. They mash-up genres and artists and periods and create a signature sound for film. “The hills of Virginia were full of poor white AND black people. Which is why I think the music from that era is so rich - there’s this interesting cross-pollination between the blues and gospel of the African American people with the country music of that area, which was Scots-Irish,” remarks Hillcoat. “So we have Ralph Stanley, a country bluegrass singer, singing ‘White Light, White Heat’ by the Velvet Underground, which is about drugs. We sort of looked at moonshine like meth is right now. We have Emmylou Harris sing ‘The Snake Song’ by Townes Van Zandt, which I thought was Forrest’s song. He’s kind of like a snake but it’s a love song - he’s got that contrast. We deliberately took musicians like Ralph Stanley and Emmylou Harris to sing songs that aren’t standards from that era but have qualities that are reminiscent. It’s a dynamic, eclectic mix - old Nashville people combined with old punks. It’s got a raw, kinetic energy. Not unlike the Bondurants.”

ABOUT THE CAST

Shia LaBeouf (Jack)

Shia LaBeouf has quickly become one of Hollywood's most sought-after actors. His natural talent and raw energy have secured his place as one of Hollywood's leading men. LaBeouf starred in **TRANSFORMERS: DARK OF THE MOON**, which marked his third turn as the enterprising and heroic Sam Witwicky audiences have come to know and love. From the original **TRANSFORMERS**, released in 2007 (which earned over \$700 million around the world in theatrical release and became the highest grossing DVD of the year); to the second installment in 2009, **TRANSFORMERS: REVENGE OF THE FALLEN**, (which garnered global receipts upwards of \$836 million,) Sam continuously finds himself in the middle of a life and death struggle between warring robot legions on earth.

LaBeouf recently completed production on the political thriller **THE COMPANY YOU KEEP**, opposite Robert Redford, who also directs. The thriller is centered on a former Weather Underground activist who goes on the run from a journalist who has discovered his identity. LaBeouf is currently in Romania shooting **THE NECESSARY DEATH OF CHARLIE COUNTRYMAN**, opposite Evan Rachel Wood.

LaBeouf starred opposite Michael Douglas in the **WALL STREET: MONEY NEVER SLEEPS**. Directed by Oliver Stone, LaBeouf played a young investment banker who forges an alliance with the infamous 80s trader Gordon Gekko, in order to stop a hostile takeover. In 2008, he starred in the highly anticipated fourth installment of Steven Spielberg's **INDIANA JONES** series, **INDIANA JONES AND THE KINGDOM OF THE CRYSTAL SKULL**, opposite Harrison Ford; teamed with director D.J. Caruso's for a second time on the thriller **EAGLE EYE**, co-starring Michelle Monaghan, Rosario Dawson and Michael Chiklis; and appeared with Julie Christie and John Hurt in the Anthony Minghella-scripted segment of **NEW YORK I LOVE YOU**, a romantic anthology.

Additional film credits include the popular thriller **DISTURBIA**; the Oscar® nominated animated film **SURF'S UP**; **A GUIDE TO RECOGNIZING YOUR SAINTS**, which won Best Ensemble Cast at the Sundance Film Festival; Emilio Estevez's acclaimed drama **BOBBY**; **THE GREATEST GAME EVER PLAYED**; **I, ROBOT**; **CONSTANTINE**; **CHARLIE'S ANGELS: FULL THROTTLE**; and HBO's "Project Greenlight" feature **THE BATTLE OF SHAKER HEIGHTS**, produced by Matt Damon and Ben Affleck. In 2003 he made his feature film debut in the comedy **HOLES**, based on the best-selling book by Louis Sachar.

In 2007, he was named the Star of Tomorrow by the ShoWest convention of the National Association of Theater Owners, and in February 2008, he was awarded the BAFTA Orange Rising Star Award, which was voted for by the British general public. In addition, he was nominated for four Teen Choice Awards for **TRANSFORMERS**, winning the Breakout Male Award, the Teen Choice Award for Movie Actor in a Horror/Thriller for his performance in **DISTURBIA**, as well as a Scream Award. In 2004, he was nominated for the Young Artists Award for Leading Young Actor in a Feature Film and the Breakthrough Male Performance at the MTV Movie Awards for his performance in **HOLES**.

On television, LaBeouf garnered much praise from critics everywhere for his portrayal of Louis Stevens on the Disney Channel's original series "Even Stevens." In 2003, he earned a Daytime Emmy award for Outstanding Performer in a Children's Series for his work on the highly rated family show.

Tom Hardy (Forrest)

Tom Hardy has quickly become one of Hollywood's most sought-after actors. He most recently appeared in Christopher Nolan's critically hailed *INCEPTION*, alongside Leonardo DiCaprio, Joseph Gordon-Levitt, Cillian Murphy, Tom Berenger, Ken Watanabe, Michael Caine, Marion Cotillard and Ellen Page. The film centers on a corporate espionage thief who secretly extracts valuable information from the unconscious mind of his targets while they are dreaming. The film was released in July 2010 and became the 24th highest grossing film of all time.

Hardy rejoined Nolan on *THE DARK KNIGHT RISES*. He plays the villain role of Bane opposite Christian Bale, Anne Hathaway, Joseph Gordon-Levitt and Gary Oldman.

Other films include *WARRIOR*, opposite Joel Edgerton, the story of two estranged brothers facing the fight of a lifetime, an inspirational action drama from director Gavin O'Connor (*MIRACLE*); also *THIS MEANS WAR*, directed by McG. The story centers on two CIA agents and best friends (Hardy and Chris Pine) who fight over the affections of Reese Witherspoon's character. In addition, Hardy stars in the Cold War thriller, *TINKER, TAILOR, SOLDIER, SPY* with Colin Firth and Gary Oldman.

In 2009, Hardy won a British Independent Film Award for Best Actor for his work in the title role of the 2008 thriller *BRONSON*. His film credits also include Guy Ritchie's action comedy *ROCKNROLLA*, with Gerard Butler, Thandie Newton, Idris Elba, Mark Strong and Tom Wilkinson; Sofia Coppola's *MARIE ANTOINETTE*; and the crime thriller *LAYER CAKE*, with Daniel Craig.

Hardy hails from England and began his screen career when he was plucked straight from London's Drama Centre for a role in HBO's award-winning World War II miniseries "Band of Brothers," executive produced by Tom Hanks and Steven Spielberg. He went on to appear in the features *BLACK HAWK DOWN*, directed by Ridley Scott; *STAR TREK: NEMESIS*; Paul McGuigan's *THE RECKONING*, alongside Willem Dafoe and Paul Bettany; and *DOT THE I*, from first time writer/director Matthew Parkhill.

On television, Hardy earned a BAFTA TV nomination for Best Actor for his performance in the HBO movie "Stuart: A Life Backwards." He also portrayed Heathcliff in the 2009 ITV production of "Wuthering Heights." Additional credits include the telefilms *OLIVER TWIST*, *A FOR ANDROMEDA*, *SWEENEY TODD*, *GIDEON'S DAUGHTER* and *COLDITZ*, as well as the BBC miniseries "The Virgin Queen," in which he starred as Queen Elizabeth's lover Robert Dudley. Hardy has also starred in numerous plays in London's West End, including "Blood" and "In Arabia We'd All Be Kings," winning the Outstanding Newcomer Award at the 2003 Evening Standard Theatre Awards for his work in both productions. For the latter play, he was also nominated for a 2004 Olivier Award. In 2005, Hardy starred in the London premiere of Brett C. Leonard's "Roger and Vanessa," under the direction of Robert Delamere. He and Delamere also run a theater workshop/gym called Shotgun at London's Theatre 503.

Jason Clarke (Howard)

Jason Clarke has emerged in the U.S. with a slate of performances in both television and film, having most recently been cast in a coveted role in Baz Luhrmann's adaptation of *THE GREAT GATSBY*. Clarke stars opposite Leonardo DiCaprio, Tobey Maguire, Carey Mulligan, and Isla Fisher as George

Wilson, the cuckolded husband of Myrtle (Fisher) and the man who brings the story to its climax. Clarke will also be seen in TEXAS KILLING FIELDS.

Clarke first came to America's attention in the critically acclaimed dramatic Showtime series, "Brotherhood" where he played Tommy Caffee, an ambitious Rhode Island politician who navigates the treacherous worlds of local politics and organized crime. He most recently starred in Shawn Ryan's ("The Shield") acclaimed crime-drama, "The Chicago Code" on FOX. Clarke starred as Veteran Chicago Police Detective Jarek Wysocki who leads the special unit fighting against the corruption.

Previously, Clarke also starred in several high profile films including Michael Mann's PUBLIC ENEMIES opposite Johnny Depp; Oliver Stone's WALL STREET: MONEY NEVER SLEEPS, opposite Shia Labeouf and Michael Douglas; and Paul W.S. Anderson's DEATH RACE.

In the world of independent films, Clarke also starred in Jada Pinkett Smith's directorial debut, THE HUMAN CONTRACT; David Schwimmer's TRUST, opposite Clive Owen and Catherine Keener; YELLING TO THE SKY, directed by Victoria Mahoney; and SWERVE, directed by Craig Lahiff.

In his native Australia, Clarke starred in Phillip Noyce's RABBIT PROOF FENCE, as well as BETTER THAN SEX and PARK STREET. In television, Clarke worked opposite Geoffrey Rush in the series "Mercury."

Clarke graduated from the Victorian College of the Arts in Melbourne and also has extensive credits in theater, both as an actor and a director.

Jessica Chastain (Maggie)

Jessica Chastain has emerged as one of Hollywood's most sought after actors of her generation. Born and raised in Northern California, Chastain attended the Juilliard School in New York City. While there she starred in "Romeo and Juliet" and went on to receive glowing reviews for her performances in "The Cherry Orchard," opposite Michelle Williams at Williamstown; and Richard Nelson's "Rodney's Wife," opposite David Strathairn off-Broadway at Playwright's Horizons.

This year she lent her voice to MADAGASCAR 3: EUROPE'S MOST WANTED as the character of Gia the Jaguar.

Chastain starred opposite Brad Pitt and Sean Penn in the drama TREE OF LIFE, written and directed by Terrence Malick for River Road Productions. The story concerns the loss of innocence as seen through the eyes of the son of the characters played by Chastain and Pitt.

Chastain also starred as the female lead in THE DEBT, alongside Helen Mirren and Sam Worthington. Chastain is an Israeli Mossad agent sent on a mission to apprehend the WWII Nazi surgeon from the concentration camp who tortured Jewish prisoners. Production took place in Budapest and Tel Aviv.

Chastain can be seen in Ami Mann's feature film, TEXAS KILLING FIELDS. This psychological thriller is based on true events that took place in a small Pennsylvania town in 1973. In this project Jessica stars alongside Sam Worthington and Chloe Moretz.

Chastain is best known for her role as Celia Foote, an insecure Southern lady constantly trying to fit in with the high society women who reject her in *THE HELP*, adapted from the best-selling Kathryn Stockett novel. The story centers on black maids working in white households in the early 1960s in Jackson, Miss. Viola Davis, Emma Stone, Bryce Dallas Howard and Octavia Spencer are among the cast. Chastain also played the character Virgilia in *CORIOLANUS*, a film adaptation of Shakespeare's tragedy. The film, shot in Belgrade, Serbia, also stars Gerard Butler and Ralph Fiennes.

In 2009, Chastain played the role of Desmonda in the classic play "Othello," opposite Phillip Seymour Hoffman. Directed by Peter Sellars, the project began in Vienna, before moving to Germany and finishing in New York.

At the senior class Juilliard showcase, Chastain landed a coveted talent deal with Emmy Award-winning executive producer and writer John Wells, the show runner of "E.R." and "The West Wing" and producer of *WHITE OLEANDER*. After completing a pilot for John Wells and director PJ Hogan (*MY BEST FRIEND'S WEDDING*), Chastain returned to the stage in the Los Angeles Wadsworth Theatre production of "Salome," where Academy Award winners Estelle Parsons (director) and Al Pacino hand-picked her to play the title role opposite Pacino. Continuing the collaboration, producer Barry Navidi commenced the film version, *WILD SALOME*, directed by Pacino, where they filmed behind the scenes and portions of the play's production.

Chastain's stage work in "Salome" received enormous critical attention and led to her landing the dynamic title role in Dan Ireland's *JOLENE*, opposite Rupert Friend, Frances Fisher, Dermot Mulroney and Michael Vartan. This adaptation of the E.L. Doctorow ("Ragtime") short story "Jolene" depicts a young woman's odyssey of relationships over the course of ten years. Chastain won the Best Actress Award at the 2008 Seattle Film Festival for this role.

In 2011, Chastain received several nominations and awards for her work in *THE HELP*, *TAKE SHELTER*, *TREE OF LIFE*, *THE DEBT*, *CORIOLANUS* and *TEXAS KILLING FIELDS*. Her nominations include the LA Film Critics, BAFTA, Critics Choice, Golden Globe, Screen Actors Guild as well as an Oscar nomination for Best Supporting Actress for *THE HELP*.

Chastain currently lives in California.

Mia Wasikowska (Bertha)

In a short amount of time, Mia Wasikowska has established herself as a rising star of the big screen. A trained ballerina turned actress, Wasikowska has been challenging herself as a performer since the age of 9.

Wasikowska made her debut to US audiences as the tormented and suicidal teen Sophie in HBO's series "In Treatment." Directed by Rodrigo Garcia, "In Treatment" focused on the relationship between a therapist (Gabriel Byrne) and his patients. In recognition of her performance, Wasikowska was honored by the Los Angeles based organization Australians in Film (whose Host Committee includes Cate Blanchett, Naomi Watts, Nicole Kidman and Hugh Jackman, among others) with the Breakthrough Actress Award. The series was also nominated for a Golden Globe Award for Best Drama Series.

In January 2009, Wasikowska was seen in a supporting role in the film *DEFIANCE*, directed by Ed Zwick. Based on a true story, three Jewish brothers (Daniel Craig, Liev Schrieber and Jamie Bell) escape from Nazi-occupied Poland into the Belarusan forest where they encounter a village of Russian resistance fighters. Wasikowska plays Chaya, a young villager who builds a relationship with one of the brothers.

In October 2009, Wasikowska appeared in a supporting role in Mira Nair's *AMELIA*, starring Hilary Swank and Richard Gere. Wasikowska portrayed Elinor, a young fan of Earhart whose motivations for building a relationship with Earhart are questioned by her reliable friend George (Gere). During the same month, Wasikowska shared the screen with Hal Holbrook in the independent picture *THAT EVENING SUN*, directed by Scott Teems. Wasikowska earned an Independent Spirit Award nomination for Best Supporting Actress for her performance as a naïve Tennessee teenager.

In 2010, Wasikowska starred as the title character in *ALICE IN WONDERLAND*, Tim Burton's retelling of the Lewis Carroll classic. The live and 3-D animated film co-starred Johnny Depp, Anne Hathaway, Michael Sheen and Alan Rickman. The same summer, Wasikowska co-starred in the Academy Award-nominated film *THE KIDS ARE ALL RIGHT* with Annette Bening, Julianne Moore and Mark Ruffalo. The Lisa Cholodenko film was also recognized with an Independent Spirit Award and Golden Globe Award for Best Film. In the Focus Features film, Wasikowska portrayed the teenage daughter of lesbian parents who sets out to find her sperm donor father.

In September 2011, Wasikowska tackled the lead role in *JANE EYRE*, director Cary Fukunaga's screen adaptation of Charlotte Bronte's classic novel. The film was released to worldwide critical acclaim, praising the performances of Wasikowska and Michael Fassbender (as Rochester). In May 2011, Wasikowska starred in another lead role in the Gus Van Sant directed film *RESTLESS* alongside Henry Hopper. Produced by Imagine Entertainment with Bryce Dallas Howard, Wasikowska is Annabel, a terminally ill girl who falls in love with a death-obsessed teenage boy. The script was penned by first-time screenwriter Jason Lew. An official selection of the 2011 Cannes Film Festival, *RESTLESS* was released by Sony Classics.

Wasikowska ended the year co-starring opposite Glenn Close and Janet McTeer in *ALBERT NOBBS*. The period drama gave Wasikowska the opportunity to re-team with her "In Treatment" director Rodrigo Garcia.

Guy Pearce (Charlie Rakes)

From an early age, Guy Pearce was drawn to acting. He first learned his craft as a member of various theatrical groups in his hometown of Geelong, Victoria in Australia. Within days of graduating high school, he landed his first professional acting job on the popular Australian TV show "Neighbours." More theatre and television roles followed but it wasn't until his remarkable performance in Stephan Elliott's international cult hit *THE ADVENTURES OF PRISCILLA, QUEEN OF THE DESERT*, that his talents were truly recognized.

Since then, Pearce has emerged as one of the cinema's most versatile and respected talents. He stars in Ridley Scott's epic sci-fi thriller *PROMETHEUS*, with Michael Fassbender, Charlize Theron and Noomi Rapace. He has starred in such films as the Oscar-winning *L.A. CONFIDENTIAL*, *MEMENTO*, *THE COUNT OF MONTE CRISTO*, *THE TIME MACHINE*, *TRAITOR*, *THE*

PROPOSITION, FIRST SNOW and FACTORY GIRL.

More recently, he appeared in the Oscar-winners THE HURT LOCKER and THE KING'S SPEECH, as well as DON'T BE AFRAID OF THE DARK, LOCKOUT, and the Australian crime thriller ANIMAL KINGDOM. In 2011 Pearce won an Emmy® Award for his portrayal of Monte Beragon in Todd Haynes' adaptation of "Mildred Pierce" for HBO. He has twice worked with John Hillcoat, on THE PROPOSITION and THE ROAD. Additional film credits include BEDTIME STORIES, with Adam Sandler; DEATH DEFYING ACTS, with Catherine Zeta Jones; SEEKING JUSTICE, with Nicholas Cage; 33 POSTCARDS; and IN HER SKIN, alongside Sam Neill and Miranda Otto. He recently completed writer/director Drake Doremus' next untitled feature, opposite Amy Ryan and Felicity Jones.

Gary Oldman (Floyd Banner)

A worldwide presence in major motion pictures for twenty years, Gary Oldman is known to millions as Sirius Black (Harry Potter's Godfather), Commissioner Jim Gordon (Batman's crime-fighting partner), Dracula, Beethoven, Lee Harvey Oswald, Joe Orton, Sid Vicious, and also the terrorist who hijacked Harrison Ford's AIR FORCE ONE. He also starred in Luc Besson's THE PROFESSIONAL and THE FIFTH ELEMENT; in THE BOOK OF ELI; and also as Dr. Zachary Smith in LOST IN SPACE.

Highly regarded as one of foremost actors of his generation, and an internationally known, iconic figure, he has the distinction of appearing in more successful films than any other artist spanning the past eighteen years, and additionally has appeared in more than one of the top ten highest grossing films in history including, not one, but BOTH of the most successful film franchises in history. Oldman is the recipient of the 2011 Empire Icon Award, awarded for a lifetime of outstanding achievement.

He has appeared in the following HARRY POTTER films: HARRY POTTER AND THE PRISONER OF AZKABAN, HARRY POTTER AND THE GOBLET OF FIRE, HARRY POTTER AND THE ORDER OF THE PHOENIX and HARRY POTTER AND THE DEATHLY HALLOWS: PART II. He also appeared in the Christopher Nolan's BATMAN BEGINS and THE DARK KNIGHT, and stars in THE DARK KNIGHT RISES.

As master spy George Smiley, Oldman creates yet another acclaimed iconic character in the film version of John Le Carre's TINKER, TAILOR, SOLDIER, SPY, a performance which earned him an Oscar nomination as Best Actor, and also a British Academy Award nomination as Best Actor.

Oldman began his acting career in 1979, appearing in a number of plays and working from 1985 through 1989 at London's Royal Court. His early BBC films were Mike Leigh's MEANTIME and THE FIRM, by the late Alan Clarke. Feature films were Alex Cox's SID AND NANCY; Stephen Frears's PRICK UP YOUR EARS; Tom Stoppard's ROSENCRANTZ AND GILDENSTERN ARE DEAD; STATE OF GRACE; Oliver Stone's JFK; Francis Ford Coppola's BRAM STOKER'S DRACULA; ROMEO IS BLEEDING; Tony Scott's TRUE ROMANCE; MURDER IN THE FIRST; IMMORTAL BELOVED; and Roland Joffe's THE SCARLET LETTER..

In 1995, Oldman and manager/producing partner Douglas Urbanski formed a production company, which produced Oldman's directorial debut, the highly acclaimed NIL BY MOUTH. The film won nine of seventeen major awards for which it was nominated. It was selected to open the main competition for the 1997 50th Anniversary of the Cannes Film Festival, where co-star Kathy Burke won the award for

Best Actress. The same year Oldman won the prestigious Channel Four Director's Prize at the Edinburgh Film Festival, in addition to winning the British Academy Award (shared with Douglas Urbanski) for Best Film and the BAFTA for Best Original Screenplay.

In 2000, Oldman and Urbanski produced *THE CONTENDER*; Oldman co-starred alongside Joan Allen, Jeff Bridges, Christian Slater and Sam Elliott; the film received several Academy Award nominations. During the past eighteen years, Oldman has appeared in ten films that have opened in the number one box office position; the films in which he has appeared have a cumulative gross in the billions and billions of dollars.

Dane DeHaan (Cricket)

In just three years, Dane DeHaan has made a formidable impression on film audiences and is currently one of the industry's most sought after actors of his generation. DeHaan recently starred in the box office hit, *CHRONICLE*, about three teenagers who develop superpowers and chronicle their experience on video.

DeHaan recently completed filming independent film, *KILL YOUR DARLINGS*, directed by John Krokidas and loosely based on the life of poet Allen Ginsberg. DeHaan portrays Ginsberg's friend, Lucien Carr, who documented their years together at school. The film tells the story of the 1944 murder that brought together a young Ginsberg, Jack Kerouac and William S. Burroughs, played by Daniel Radcliffe, Ben Foster and Jack Huston, respectively. In 2011, DeHaan completed Derek Cianfrance's *THE PLACE BEHIND THE PINES*, opposite Ryan Gosling, Bradley Cooper and Eva Mendes.

DeHaan is best known for his portrayal of Jesse on HBO's critically acclaimed drama series "In Treatment," and he starred in the third season of the series alongside Gabriel Byrne. His performance was lauded as a "revelatory breakthrough" by *Variety* and "brilliant" by the *Chicago Sun Times*.

In 2010, DeHaan received an Obie Award for his performance the critically acclaimed Off-Broadway production of "The Aliens," directed by Annie Baker. A Rattlestick Theatre production, "The Aliens" was given the prestigious honor of Play of the Year by The New York Times. DeHaan made his Broadway debut in 2008 with "American Buffalo."

DeHaan began his film career under the direction of two-time Oscar nominee John Sayles and opposite Chris Cooper in *AMIGO*, released by Variance films in 2011. A graduate of the University of North Carolina School of the Arts, he currently resides in Los Angeles.

ABOUT THE FILMMAKERS

John Hillcoat (Director)

John Hillcoat grew up in America, Canada and Britain. A career in Fine Arts led to enrollment at Swinburne Film School in Australia, where he produced celebrated shorts. He went on to a successful career directing and editing music videos for such artists as Nick Cave, INXS, Crowded House, Depeche Mode, Robert Plant, and Muse, for which he won several international awards and an Australian Recording Industry Award for Best Director. John's first commercial (Levi's "To Work") won two AICP awards and four Cannes Lions including best director.

After three years researching maximum security prisons in America and Australia, Hillcoat co-wrote and directed his first feature film, *GHOSTS OF THE CIVIL DEAD*. The film was nominated for nine Australian Film Institute Awards. His follow up film, released in 1998, *TO HAVE & TO HOLD*, is set in the jungles of Papua New Guinea and starred Tcheke Karyo and Rachel Griffiths.

Hillcoat's next feature film, *THE PROPOSITION*, starred Guy Pearce, Ray Winstone, Danny Huston, John Hurt and Emily Watson. The film is an Australian Western set in remote outback Australia and was released in 2006. It was nominated for twelve Australian Film Institute Awards and won four. It was also nominated for nine IF Awards (The People's Choice Awards) and won four including Best Film. The movie went on to win numerous other international awards.

His next film was *THE ROAD*, based on Cormac McCarthy's best-selling, Pulitzer Prize-winning novel. It starred Viggo Mortensen, Charlize Theron, Robert Duvall, Guy Pearce and newcomer Kodi Smit-McPhee in a post-apocalyptic adventure in which people are pushed to the worst and the best that they are capable of - a future in which a father and his son are sustained by love. Hillcoat received a Golden Lion nomination for Best Director at the Venice Film Festival for his work on *THE ROAD*.

Nick Cave (Screenwriter/Composer)

Nick Cave is a highly regarded, innovative musician, rock star, composer and screenwriter. A longtime friend and creative collaborator of John Hillcoat, he wrote the script for the Hillcoat-directed film *THE PROPOSITION* (2005). He is the front man for Nick Cave and the Bad Seeds and Grinderman, and his songs have been used in the *SCREAM* movies, *SHREK 2*, *HARRY POTTER AND THE DEATHLY HALLOWS* and many others.

Nick Cave and Warren Ellis (Composers)

Nick Cave and Warren Ellis have been playing together for more than seventeen years, with The Bad Seeds, Grinderman and Dirty Three. More recently they have been collaborating on soundtracks for films such as *THE PROPOSITION* (2005), *THE ASSASSINATION OF JESSE JAMES BY THE COWARD ROBERT FORD* (2007), *THE ENGLISH SURGEON* (2007), *THE GIRLS OF PHNOM PENH* (2009), *THE ROAD* (2009), *DIAS DE GRACIA* (2011), and *WEST OF MEMPHIS* (2012); as well as Gísli Örn Gardarsson's acrobatic theatrical productions of "Woyzeck" (2005), "Metamorphosis" (2006) and "Faust" (2009).

LAWLESS (2012) marks their third collaboration with John Hillcoat.

Lucy Fisher (Producer)

Lucy Fisher, the former vice chairman of the Columbia Tri-Star Motion Picture Group, is an award-winning motion picture producer and co-head of Red Wagon Entertainment. Fisher and her Red Wagon partner Douglas Wick are renowned for their classy commercial fare and for working with some of the most accomplished filmmakers in the world. Next up for Fisher and Wick is the much anticipated Baz Luhrmann-directed THE GREAT GATSBY, starring Leonardo DiCaprio, Tobey Maguire, Carey Mulligan, Joel Edgerton, Jason Clarke, and Isla Fisher.

During Fisher's tenure as vice chairman at Sony, the studio broke all-time industry records for biggest domestic and worldwide grosses with films she supervised, which included MEN IN BLACK, MY BEST FRIEND'S WEDDING, AIR FORCE ONE, JERRY MAGUIRE, AS GOOD AS IT GETS, and STUART LITTLE. After leaving the executive suite, Fisher partnered with Oscar®-winning producer Douglas Wick (GLADIATOR, WORKING GIRL), and together they produced a wide range of movies: from MEMOIRS OF A GEISHA to STUART LITTLE 2.

Before moving to Sony, Fisher served for 14 years as executive vice president of worldwide production at Warner Bros., where she developed and supervised a diverse range of commercially successful, critically acclaimed films, including THE FUGITIVE, THE COLOR PURPLE, GREMLINS, THE GOONIES, MALCOLM X, THE BRIDGES OF MADISON COUNTY, SPACE JAM, EMPIRE OF THE SUN, THE OUTSIDERS, and THE WITCHES OF EASTWICK. She served as vice-president of production at Twentieth Century Fox, before being named head of worldwide production for Francis Ford Coppola's Zoetrope Studios.

In addition to her creative achievements, Fisher is considered a pioneer for women and working mothers in the entertainment industry. She was the driving force behind the on-site Warner Bros. Studio Children's Center, which opened its doors in 1992, and has since provided care for over 2000 children and served as a prototype for day care centers at other studios.

Fisher's many awards include the Producer's Guild of America's, David O. Selznick Achievement Award in Theatrical Motion Pictures, The Hollywood Film Festival "Producer of the Year" award, the Hollywood Award for Outstanding Achievement in Producing, the Crystal Award from Women in Film, Premiere Magazine's Icon Award, the Jewish Image Awards' Industry Leadership Award, and Friends of Cancer Research Advocacy's "Lifetime Achievement Award." She has also been listed as one of Fortune magazine's 50 Most Powerful Women in American Business.

A cum laude graduate of Harvard, Fisher currently serves a member of the Harvard Board of Overseers and is also an advisor to the Harvard Office of the Arts. In addition Fisher founded the Peter Ivers' Artist-in-Residency Program at her alma mater, which annually brings cutting edge artists to the campus.

After their youngest daughter was diagnosed with juvenile diabetes, Fisher and Wick co-founded "CuresNow," an organization which promotes regenerative medicine and stem cell research and was critical in bringing the issue of stem cell research to national attention. She served as co-chairman of

The California Stem Cell Research and Cures Initiative (Prop 71), which was passed in the November 2004 election, and is now responsible for awarding \$3 billion to stem cell research in the state of California.

Douglas Wick (Producer)

Douglas Wick and his Red Wagon Entertainment, known for its classy commercial fare, have earned more than \$2 billion at the box office as well as 20 Oscar nominations. Wick's *GLADIATOR*, directed by Ridley Scott, won 5 Academy Awards®, including Best Picture for Wick, a Golden Globe for Best Picture, AFI's Movie of the Year, the MTV Movie Award for Best Movie, the Producers Guild's Motion Picture of the Year Award, and BAFTA's Best Picture.

In 2001, Wick teamed with Lucy Fisher, former vice chairman of Sony's Columbia Tri-Star Motion Picture Group to join him as co-head of Red Wagon. Next up for Fisher and Wick is Baz Luhrmann's much-anticipated *THE GREAT GATSBY*, starring Leonardo DiCaprio, Tobey Maguire, Carey Mulligan, Joel Edgerton, and Isla Fisher.

Wick garnered a Golden Globe for Best Picture and an Academy Award nomination for his first producing effort, *WORKING GIRL*, directed by Mike Nichols. The many other films Wick produced include *STUART LITTLE*, *GIRL INTERRUPTED*, (which won Angelina Jolie both an Academy Award and a Golden Globe for her breakthrough performance); the espionage thriller *SPY GAME*, pairing Robert Redford and Brad Pitt; the original teen witch sensation *THE CRAFT*; Paul Verhoeven's *HOLLOW MAN*; and *WOLF*, directed by Mike Nichols, starring Jack Nicholson and Michelle Pfeiffer. Together Wick and Fisher have produced a range of acclaimed movies including *STUART LITTLE 2*, *JARHEAD*, *PETER PAN*, and *MEMOIRS OF A GEISHA*.

After graduating cum laude from Yale University, Wick began his career as a production assistant for filmmaker Alan Pakula. He earned his first credit as associate producer on Pakula's *STARTING OVER*.

Wick's many awards include the NATO ShoWest Producer of the Year, Hollywood Film Festival's Producer of the Year, the PGA's Lifetime Achievement Award in Motion Pictures Award, Hollywood Film Festival's Outstanding Achievement in Producing Award, George Pal Memorial Award, PGA Motion Picture Producer of the Year Award, Saturn Award, Santa Barbara International Film Festival's Producer of the Year, and the Los Angeles Father of the Year Award.

In addition to his work in the entertainment industry, Wick is the co-founder of "CuresNow," an organization that promotes regenerative medicine and stem cell research. He co-chaired Prop 71, the successful initiative which now generates 3 billion for Stem Cell research in the state of California. He has served on the Board of Trustees for the Center for Early Education in Los Angeles, as well as on the Board of Directors for the Producers Guild of America.

Cassian Elwes (Producer)

Wikipedia calls Cassian Elwes (Producer) one of the most important figures in independent cinema. Elwes began his producing career with 1983's *OXFORD BLUES*, starring Rob Lowe and Ally Sheedy,

and quickly went on to make another 29 films, including MEN AT WORK, with Emilio Estevez and Charlie Sheen; and THE CHASE, with Sheen.

In 1995, Elwes joined William Morris and headed William Morris Independent for 14 years. His first effort was the long stalled project THE ENGLISH PATIENT, which won the Oscar for Best Picture that year. He quickly followed up with such indie hits as SLINGBLADE and THE APOSTLE, both of which were nominated for multiple Oscars, and MONSTER'S BALL, which won the Oscar for Halle Berry.

The Hollywood Reporter recently said that Elwes was "involved in a virtual who's who of every great independent film of the last ten years" with such films as THANK YOU FOR SMOKING, HALF NELSON, and FROZEN RIVER, the last two of which garnered Oscar nominations for Ryan Gosling and Melissa Leo, respectively.

Elwes is considered an expert in the field of arranging financing and distribution for independent films having done so for 283 films during his tenure at William Morris Independent. Since leaving William Morris two years ago, Elwes has been involved in arranging financing and distribution of fifteen films including Derek Cianfrance's BLUE VALENTINE, with Ryan Gosling and Michelle Williams; last year's hit financial thriller MARGIN CALL; and such upcoming releases as THE WORDS, starring Bradley Cooper, and THE PAPERBOY, directed by Lee Daniels, starring Matthew McConaughey, Nicole Kidman and Zac Efron. Elwes also runs a very successful domestic sales operation handling such films as Sony Classics' soon to be released Victorian comedy HYSTERIA, starring Maggie Gyllenhaal.

Megan Ellison (Producer)

Since 2010, Megan Ellison's Annapurna Pictures, has successfully maintained its vision to produce critically and commercially conscious films. Differentiating both Ellison and the company are their championship of director-driven projects, like Paul Thomas Anderson's THE MASTER, Wong Kar Wai's THE GRANDMASTERS, Kathryn Bigelow's ZERO DARK THIRTY, Spike Jonze's HER, and Andrew Dominik's KILLING THEM SOFTLY.

Recently, Ellison acquired the rights to the latest TERMINATOR incarnation, with the aim of rebooting the iconic franchise into what it once was. Along with that she has a number of high quality projects in development with the likes of Paul Thomas Anderson, Spike Jonze and Charlie Kaufman, Bennett Miller, David O. Russell, and Chris Milk.

Along with her love for high-quality pictures, she aims to excite a growing and diverse audience, by making films of all genres and budgets but maintaining to keep their originality. This style of filmmaking is quickly turning Ellison into one of the top producers for the new wave of Hollywood auteurs and elite storytellers.

Benoit Delhomme (Cinematographer)

LAWLESS marks Benoit Delhomme's second film with John Hillcoat; his first was THE PROPOSITION, for which he won the Australian Film Institute Award for Best Cinematography, as well as the Film Critics Circle of Australia Award and IF Award. Other film credits include THE

MERCHANT OF VENICE, starring Al Pacino, Ralph Fiennes and Jeremy Irons; the horror film 1408; and the acclaimed feature THE BOY IN THE STRIPED PAJAMAS. In addition to THE MERCHANT OF VENICE, Delhomme has collaborated with Al Pacino on WILD SALOME, Pacino's interpretation of Oscar Wilde's famed play, which Pacino directed and in which he stars with Jessica Chastain; and the upcoming film version of KING LEAR, directed by Michael Radford, starring Pacino.

Margot Wilson (Costume Designer)

Margot Wilson has worked with John Hillcoat previously on THE ROAD and THE PROPOSITION. A costume designer on over 20 feature films and mini-series, some of her credits include JAPANESE STORY, GHOST SHIP and Terrence Malick's THE THIN RED LINE. She received an Australian Film Institute Award for Best Costume Design for Ray Lawrence's LANTANA and in 2005, she won the award for her work on THE PROPOSITION. She began her career in 1996, when she designed the costumes for the Sydney Theatre Company's production "A Fabulous Night at the Trocadero."

Chris Kennedy (Production Designer)

LAWLESS is Chris Kennedy's fourth film with director John Hillcoat. He previously collaborated with Hillcoat on the seminal Australian film GHOSTS OF THE CIVIL DEAD, which won him his first Australian Film Institute (AFI) Award for Best Production Design in 1989. Since then, Kennedy has worked with a range of filmmakers, exploring a diversity of styles and subjects in films such as COSI and ANGEL BABY. He won another three AFI Awards for SPOTSWOOD, DIRTY DEEDS and Hillcoat's THE PROPOSITION (for which he also won an IF Award); and has been nominated for a further five (DEAD LETTER OFFICE, TO HAVE AND TO HOLD, THAT EYE THE SKY, GINO and SAY A LITTLE PRAYER.) In 2005, he was awarded the coveted AFI Byron Kennedy Award, given each year to someone whose "work is marked by a relentless pursuit of excellence."

Kennedy's passion for filmmaking and visual design took root at Swinburne College, Melbourne, where he graduated from the Film and Television course in 1982. He subsequently art directed films, music videos, commercials and short films.

Dylan Tichenor (Editor)

Dylan Tichenor received an Oscar and Eddie Award nomination from the American Cinema Editors for Best Achievement in Film Editing for his work on Paul Thomas Anderson's THERE WILL BE BLOOD. For his editing on Wes Anderson's THE ROYAL TENENBAUMS, Tichenor also received an A.C.E. nomination; and in 2008, he shared an Eddie nomination with Geraldine Peroni for his work on Ang Lee's BROKEBACK MOUNTAIN. He recently served as editor on Ben Affleck's THE TOWN; Drew Barrymore's WHIP IT (on which he also was the 2nd unit director); John Patrick Shanley's DOUBT; and Andrew Dominik's THE ASSASSINATION OF JESSE JAMES BY THE COWARD ROBERT FORD. He is currently cutting Kathryn Bigelow's thriller ZERO DARK THIRTY, starring Jessica Chastain, Mark Strong, Joel Edgerton, Scott Adkins, Chris Pratt, Jennifer Ehle, Kyle Chandler and Jason Clarke, about Navy Seal Team Six's tracking and killing of Osama Bin Laden.

Geraldine Peroni and Robert Altman gave Tichenor his start in the business, as apprentice editor on

THE PLAYER. Continuing those collaborations, Tichenor became assistant editor on SHORT CUTS, PRÊT-À-PORTER and Alan Rudolph's MRS. PARKER AND THE VICIOUS CIRCLE; technical coordinator on KANSAS CITY; and editor on the documentary JAZZ '34, for which he received an Emmy Award nomination.

He subsequently worked on four films with Paul Thomas Anderson, beginning as post-production supervisor on HARD EIGHT, and then editing the award-winning BOOGIE NIGHTS, MAGNOLIA and THERE WILL BE BLOOD.

Tichenor's other credits as film editor include Brad Silberling's Academy Award-winning LEMONY SNICKET'S A SERIES OF UNFORTUNATE EVENTS, Mike Figgis' COLD CREEK MANOR, M. Night Shyamalan's UNBREAKABLE, and Anthony Drazan's HURLYBURLY.

CREDITS

THE WEINSTEIN COMPANY/YUK FILMS AND BENAROYA PICTURES PRESENTS

AN ANNAPURNA PICTURES PRODUCTION

A DOUGLAS WICK/LUCY FISHER PRODUCTION

A BLUMHANSONALLEN FILMS
PRODUCTION

SHIA LaBEOUF

TOM HARDY

GARY OLDMAN

MIA WASIKOWSKA

JESSICA CHASTAIN

JASON CLARKE

DANE DeHAAN

and

GUY PEARCE

Screenplay By
NICK CAVE

Directed By
JOHN HILLCOAT

Based on the book
“The Wettest County In The World”
by Matt Bondurant

PRODUCED BY
Douglas Wick, p.g.a.
Lucy Fisher, p.g.a.

PRODUCED BY
Megan Ellison

PRODUCED BY
Michael Benaroya

EXECUTIVE PRODUCER
Dany Wolf

EXECUTIVE PRODUCERS
Rachel Shane
Jason Blum
Scott Hanson

EXECUTIVE PRODUCERS
Cassian Elwes
Laura Rister

EXECUTIVE PRODUCERS
Robert Ogden Barnum
Ted Schipper

EXECUTIVE PRODUCERS
Randy Manis
Ben Sachs

DIRECTOR OF PHOTOGRAPHY
Benoit Delhomme, AFC

PRODUCTION DESIGNER
Chris Kennedy

EDITED BY
Dylan Tichenor, ACE

COSTUME DESIGNER
Margot Wilson

MUSIC BY
Nick Cave
Warren Ellis

MUSIC SUPERVISORS
David Sardy
Jordan Tappis

CASTING BY
Francine Maisler C.S.A.
Kathleen Driscoll-Mohler

CO - PRODUCERS
John Allen
Matthew Budman

CO - EXECUTIVE PRODUCERS
Clayton Young
James Lejsek

Unit Production Manager	Dany Wolf
First Assistant Director	Walter Gasparovic
Second Assistant Director	Justin Ritson

CAST

Jack Bondurant	Shia LaBeouf
Forrest Bondurant	Tom Hardy
Howard Bondurant	Jason Clarke
Charley Rakes	Guy Pearce
Maggie Beauford	Jessica Chastain
Bertha Minnix	Mia Wasikowska
Cricket Pate	Dane DeHaan
Danny	Chris McGarry
Mason Wardell	Tim Tolin
Floyd Banner	Gary Oldman
Deputy Henry Abshire	Lew Temple
Deputy Jeff Richards	Marcus Hester
Sheriff Hodges	Bill Camp
Tizwell Minnix	Alex Van
Gummy Walsh	Noah Taylor
Hophead #1	Mark Ashworth
Hophead #2	Tom Proctor
Jimmy Turner	Bruce McKinnon
Spoons Rivard	Erin Mendenhall
Ida Belle	Toni Byrd
Young Jack	Robert T. Smith
Young Forrest	Jake Nash
Young Howard	William Harrison
Aunt Winnie	Joyce Baxter
Doctor	Jeff Braun
Young Black Girl	Malinda Baker
Goon #1	Tom Turbiville
Mugger #1	Chad Randall
Mugger #2	Terry Keasler
Junior	Duncan Nicholson
Bootlegger	Ron Clinton Smith
Old Mountain Woman	Anna House
Bootlegger #2	Ricky Muse
Stogie Pete	Peter Krulewitch
Stunt Coordinator	Mickey Giacomazzi
Jack Stunt Double	Brent Bernhard
	Colin Follenweider
Forrest Stunt Double	Kurt Hockenberry
Howard Stunt Double	William Wagner
	Rob Marrs
Rakes Stunt Double	Lee Smith
Danny Stunt Double	Dale Cannon
ATU Officer Stunts	David Reinhart
Stunt Utility	John Cypert
	Reece Fleetwood

Stunt Driver	Sean Graham
Pilot	Paul Barth
Production Supervisor	Regina Robb
Art Director	Gershon Ginsburg
Set Designer	Sharon Davis
Set Decorator	Maria Nay
Lead Man	Bob Smith
Buyer	Joel Klaff
Gang Boss	Becky Brown
On Set Dresser	Justin Pelissero
Set Dressers	Beth Wheeler
	Javed Noorullah
	Kip Bartlett
	Joshua Noorullah
	Rico Lozier
	Taraja Ramsess
	Dana Corbett
Script Supervisor	Rebecca Robertson
A Camera Operator	Benoit Delhomme
First Assistant A Camera	Glenn Kaplan
Second Assistant A Camera	Ross Davis
B Camera Operator	Manuel Billeter
First Assistant B Camera	Scott Ronnow
Second Assistant B Camera	Matt McGinn
Steadicam Operator	Jimmy Cobb
	Dave Thompson
DIT	Ted Viola
Digital Utility	Jeremy Cannon
Video Assist	Greg Morse
Assistant Costume Designer	Suzy Freeman
Key Set costumer	Keith Wegner
Set Costumer	Melanie Mascioli
Costumer	Kate Watson
Head Tailor (Male Roles)	Jeff Gillies
Head Tailor (Female Roles)	April McCoy
Tailors	Randy Edwards
	Caroline Errington
Seamstress	Judi Chang
Head Ager/Dyer	Esther Marquis
Agers/Dyers	Dallah Cesen
	Keith Hudson
	Carley Parrish
	Elisa Richards
Make-Up Department Head	Ken Diaz
Key Make-Up	Luis Garcia
Make-Up Artists	Sabine Roller Taylor

Prosthetic Make-Up Lab Prosthetic Sculpture Prosthetic Lab Tech	Robert Maverick AFX Studios Glen Eisner J.D. Bowers
Hair Department Head Key Hair Stylists	Kelvin Trahan Catherine Marcotte Bryan Whisnant Scott Reeder
Chief Lighting Technician Assistant Chief Lighting Technician Electricians	Len Levine Chad Schroeder Brian Evans Brent Studler Brian Minzlaff Jeremy Johnson Seth Eltz Mark McKinney Stephen Crowley Steve Sudge Keith Cutler Schenley Sar Gusingh Jr. Ray Myers
Rigger Gaffer Rigging Electric Best Boy Rigging Electricians	
Basecamp Gaffer	
Key Grip Best Boy Grip A Dolly Grip B Dolly Grip Grips	Steve "Gooch" Iriguchi Ty Suehiro Jeff Cutler John Barber Adam "Donny" Cardenas Ryan Kirk R.J. Kirkland Peter Chrimes Wayne Parker Landen Ruddell Christian Burdette Dustin Haven
Rigging Key Grip Rigging Grip Best Boys	
Rigging Grips	
Production Sound Mixer Boom Operator Sound Utility Music Playback Operator	Lisa Pinero Anthony Ortiz Tony McCovey Jim Hawkins
Special Effects Coordinator SPFX General Foreman SPFX Set Foreman SPFX Shop Foreman Pyrotechnic Foreman SPFX Techs	David Fletcher Tom Kittle Brendan McHale Tim Walkey Morgan Guynes Scanlon Backus Vince Ball Sam Bean Greg Oliver Phil Procter Matthew "Skip" Scurry
Location Manager Assistant Location Manager	Andrew Ullman Kai Thorup

Production Coordinator	Kerri Smeltzer
Assistant Production Coordinator	Brian Gonsalves
Travel Coordinator	Sydney V. Huynh
Production Secretary	Dawn Vigil
Office Production Assistants	Tina Sauls
	Zach Monson
Production Accountant	Robert Lane
1 st Asst Accountant	Barbara Lane
2 nd Asst Accountant	Johnnie Richey
Payroll Accountant	Gai Loper
Accounting Clerks	Brenda R. Cross
	Bryce Colquitt
Construction Coordinator	Scott Pina
General Foreman	Eugene Pope
Construction Foreman	Chris Ferris
Welding Foreman	Jeremy Farlow
On Set Carpenters	Tommy Pittman
	Travis Pittman
	Henry "Hank" Atterbury
	Allen Bagley
	Jason Barnes
	Henry A. Cofer Sr.
	Scott Deadwyler
	Kenneth Dean
	Adam Johnson
	Gary Johnson
	Thomas Miner
	Patrick S. Oldknow
	Phillip Proffitt
	William T. Reynolds
	Lee Smith
	Steven Smith
Construction Utility	
Head Paint Foreman	Anne Hyvarinen
Paint Foreman	Faith Farrell
Gang Boss	John "Peabo" DePabon
On Set Painter	Mary Shea Soutar
Scenic Artists	Sarah Regan
	Russell Bullock
	Seay Earhart
	Ruth Mitchell
	Barbara Seinfeld
	Rose Armstrong
	Bobby Martin
	Jimmy Martin
	Robbie Martin
	Jeremy Frick
Set Painters	
Paint Utility	
Lead Greensman	Don Holloway
First Greensman	Ryan Robinson
Greensmen	Cary Goen
	Brad Johnson
	Aaron M. Nash
	Andrew W. Wexler

Property Master	Blanche Sindelar
Assistant Propmasters	Steve Whiteside
	Jared Fleury
On Set Picture Vehicles	Brian P. Todd
	Cecil McCall
Art Department Coordinator	Kelly Richardson
Art Department PA's	Omar Foster
	Aaron Linker
Storyboards	Erik Sedwick
Unit Publicist	Rachel Aberly
Still Photographer	Richard Foreman
Special Still Photographer	Polly Borland
2nd Second Assistant Director	Cody Williams
Assistant to Mr. Wolf	Yun Li
Assistant to Mr. Hillcoat (Georgia)	Jimmy Shaw
Assistant to Mr. Hillcoat (Los Angeles)	Brett Rowe
Assistants to Mr. Wick	Josh Phillips
	Hannah English
Assistant to Ms. Fisher	Bryan Clavenna
Assistants to Ms. Shane	Benjamin Hasskamp
	Andy Dahm
Assistants to Mr. Benaroya	Biagio Desimone
	Adam Ballesteros
Assistant to Ms. Ellison	Andrew Harvey
Assistant to Ms. Borland	Jonathan Owens
Production Assistants	Drew Grant
Luke Crawford	Jennifer Hackney
Ginna Grant	Katarzyna Malec
John Henderson	Josh Mumford
Joe Marzullo	Jonathan Parrott
Sarah Myers	Daniel Short
Alex Sablow	Stephen Stumberg
Adrienne Skrzypek	Jennifer Wang
Leia Verner	
Set Medics	Jason Abercrombie
	Jay Knight
Construction Medic	Joe O'Shea
Georgia Principal & Extras Casting	Lori Eastside
Georgia Casting Associate	Robert Oppel
Los Angeles Casting Assistant	Elizabeth Chodar
Stand Ins	Ronnie Kantorik
	John Wayne Hayne
	Beth Woodruff
	Aaron Mabon
	Drew Giles
	Chris Marrone
Transportation Coordinator	Keith Collis
Transportation Captains	Dennis Carter

Picture Car Captain
Picture Car Mechanic
Dispatcher

Dean Stephens
Gary Duncan
Robert Brubaker
Renee Hinson

Drivers
Van Anderson
William W. Brown III
Ricky Cox
Wayne “Cowboy” Fountain
Tony Fuller
Brad Howard
Yetta Johnson
Dan Latham
Pamela Plummer
John Schisler
Hector Tapia
David C. White

Connie Biles
Tim Collis
David Firth
Todd Fuller
Russell Hanson
Randy Johnson
Danny LaFave
Clifton McSwain
Michael Purvis
Brenda Stephens
Heulon “Bubba” Thrift
Noah Wuellner

Catering
Catering Chef
1st Asst Chef
2nd Asst Chef
3rd Asst Chef

Cinema Catering
Phillippe Gallichet
Gary Naumann
Nick Raynor
Charles Long

Craft Service Provided by
Head Craft Service
Craft Service Assistant
Craft Service Assistant

Goldbug Craft Service
John D. Bert
Miles Logan
Blake Hughes

Alexa Camera and Lenses
Dailies Colorist

Cine PhotoTech
Swan Wang

Animals Provided by
Animal Wranglers

Atlanta Dogworks Animal Talent
Greg Tresan
Carol Tresan

Clearances Coordinator
Stock Footage Clearances
Rights & Clearances

Karen Neasi
Mike Davis
Entertainment Clearances, Inc.
Cassandra Barbour, Laura Sevier
AON/Albert G. Ruben
Daniel R’bibo
Randy Manis, of Randy Manis Law Office
Stephanie Sanet, Esq. of Dembitzer & Dembitzer LLP
Indira Guha, of Legal Indie
Vanessa Fung, Annapurna Pictures
Ricky Tollman

Insurances Services

Production Legal

Assistant to Mr. Manis

Payroll Service

Cast & Crew Entertainment Services

2nd UNIT

Second Unit Director
Second Unit Director of Photography
Second Unit First Assistant Director

Dany Wolf
Manuel Billeter
Justin Ritson

POST PRODUCTION

Post Production Supervisor Robert Hackl
Post Production Supervisor James Masi

1st Assistant Editor Chris Patterson
2nd Assistant Editor Banner Gwin
Editorial PA Peter Dudgeon
Editorial PA (Atlanta) John Henderson

Post Production Sound Services by Wildfire Studios

Supervising Sound Editors Christopher Eakins
Robert C. Jackson
Sound Designer Leslie Shatz
Re-recording Mixers Chris David
Brad Sherman
Sound FX Editor David Esparza
Foley Editor Brian Dunlop
Assistant Sound Editor Callie Thurman
Foley Artist Ellen Heuer AMPAS, MPSE
Foley Mixer Tor Kingdon
Mix Recordist Timothy Limer
Scott Kramer
ADR Mixer Travis Mackay
ADR Recordist Wade Barnett
ADR Mixer/Monkeyland Doug Latislaw
ADR Mixer/Todd AO Dean St. John
Voice Casting by Barbara Harris
Avid Support by Pivotal Post
Codex Digital
Visual Effects Supervisor Bill Taylor ASC
Visual Effects Producer Robert Hackl
Visual Effects Editor Chris Patterson

Visual Effects by Zoic Studios

Visual Effects Supervisor Mark Stetson
Environment Supervisor Syd Dutton
Visual Effects Producer Kristen Leigh Branam
Raoul Yorke Bolognini
Visual Effects Coordinators Joey Bonander

Digital Effects Supervisor	Andrew Cox
Lead Compositor	Jeffrey Edward Baksinski
Compositor	Fumi Mashimo
Lead Animator	Nathan Overstrom
Environment Artist	Dave Funston
	Marcos Shih

Visual Effects by Invisible Effects

Visual Effects Supervisor for Invisible Effects	Dick Edwards
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Visual Effects by Talking Bird Pictures

Lead Compositor	Roger Mocenigo
Compositor	Mike Uguccioni
Roto	Debra George

Visual Effects by DIVE

VFX Supervisor for DIVE	Mark O. Forker
Compositing Supervisor	Ed Mendez
Compositor	Kevin Fanning
VFX Executive Producer	Andy Williams
VFX Producer	Tom Quinn
VFX Editor	Bryan Baker

Additional Visual Effects	Paul Curley
	Tegan Arnold

Additional Matte Artist	Mark Sullivan
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Digital Intermediate Provided by	Technicolor
Supervising Digital Colorist	Michael Hatzler
Second Digital Colorist	Chris Jensen
Digital Intermediate Producer	Bruce Lomet
Digital Intermediate Editor	Everette Jbob Webber
Visual Effects Compositor	Paul Ladd
Account Executive	Ladd Lanford
Film Color Timer	Lee Wimer

Main Titles Designer	Eric Ladd
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End Credits by	Exceptional Minds
Layout Supervisor	Josh Dagg
Credit Layout Artists	Patrick Brady
	Lloyd Hackl
	Anthony Irvin

Post Production Accounting	Trevanna Post, Inc.
Post Production Accountant	Dee Schuka
Post Production Accounting Assistant	Taylor Gerrity

Post Production Assistant	Galen Arnold
---------------------------	--------------

Music Consultant	Joel C. High
Music Producers	Nick Cave, Warren Ellis, David Sardy and Hal Willner

Score Produced by
Score Recorded by
Score Recording Assistant
Score Mixed by
Songs Recorded by
Music Editors

Music Clearances
Music Coordinators

Nick Cave, Warren Ellis and Jim Schultz
Greg Gordon
Joe Cardamone
Greg Gordon and Jim Schultz
Pablo Clements, James Griffith and Joel Cadbury
Jim Schultz
Ron Webb
Christine Bergren
Rachel Fox
Rachel Willis
Julian Chavez
Cameron Barton

MUSIC

“Fire and Brimstone”
Written by Fred Lincoln Wray, Jr.
Performed by The Bootleggers
Featuring Mark Lanegan
Mark Lanegan appears courtesy of 4 AD Ltd.

“He is All”
Written and performed by David Sardy and
Jordan Tappis

“Midnight Run”
Words and music by Marc Copely, James Bernard Dolan
& Adam Stuart Levy
Performed by John Wesley Ryles
Produced by Buddy Cannon
Licensed courtesy of The Weinstein Company, LLC

“Detroit”
Music by Bradshaw
Lyrics by Philip Doddridge
Performed by Western Massachusetts
Sacred Harp Convention

“Wave Storm”
Written and Performed by Blake Mills
Courtesy of Record Collection

“Burnin’ Hell”
Written by Bernard Besman and John Lee Hooker
Performed by The Bootleggers
Featuring Nick Cave

“White Light/White Heat”
Written by Lou Reed
Performed by The Bootleggers
Featuring Mark Lanegan
Mark Lanegan appears courtesy of 4 AD Ltd.

“Cosmonaut”
Written by Nick Cave and Warren Ellis
Performed by The Bootleggers

Featuring Emmylou Harris
Emmylou Harris appears courtesy of Nonesuch Records

“Fire In The Blood”
Written by Nick Cave and Warren Ellis
Performed by The Bootleggers
Featuring Ralph Stanley

“Night of Canakkale”
Written and Performed by David Sardy and
Jordan Tappis
Featuring Wayne Bergeron

“The Cuckoo Bird”
Traditional
Arranged and Performed by Clarence Ashley
Courtesy of Smithsonian Folkways Recordings

“Fire In The Blood”
Written by Nick Cave and Warren Ellis
Performed by The Bootleggers
Featuring Emmylou Harris
Emmylou Harris appears courtesy of Nonesuch Records

“Sweet Truth”
Written and Performed by David Sardy

“So You’ll Aim Toward the Sky”
Written by Jason Lytle
Performed by The Bootleggers
Featuring Leila Moss and Emmylou Harris
Emmylou Harris appears courtesy of Nonesuch Records
Liela Moss appears courtesy of The Duke Spirit/Fiction
Records/Shangri La Music

“The Morning After”
Written by David Sardy
Performed by David Sardy
Featuring Wayne Bergeron

“The Snake Song”
Written by Townes Van Zandt
Performed by The Bootleggers
Featuring Emmylou Harris

Emmylou Harris appears courtesy of Nonesuch Records

“The Telephone Girl”
Written by Orville Reed
Performed by Frank Fairfield

“Hymn”
Written by Nick Cave and Warren Ellis
Performed by The Bootleggers
Featuring Liela Moss

The Bootleggers are Nick Cave, Warren Ellis, Martyn Casey, George Vjestica & David Sard

“White Light/White Heat”
Written by Lou Reed
Performed by Ralph Stanley

“Midnight Run”
Words and music by Marc Copely, James Bernard Dolan
& Adam Stuart Levy
Performed by Willie Nelson
Produced by Buddy Cannon
Licensed courtesy of The Weinstein Company, LLC
Willie Nelson appears courtesy of Sony Music
Entertainment

Footage Provided by Thought Equity Motion
Special Thanks to

Terrence Malick and Sarah Green
Louie Hillcoat & Polly Borland
Maha Dakhil
Roeg Sutherland
Jacqui Weller
Earl & Arthur & Susie Cave
Georgia Film, Music & Digital Entertainment Office
Aaron Harvey
Lee Thomas
Norm Bielowicz
Pam Mayer
Bruce O’Neal
Donald & Cheryl Brandenburg
The People of Coweta County, Georgia
The People of Meriwether County, Georgia
The People of Clayton, Georgia
The Cotton Pickin Fair – Meriwether County, Georgia
Tim Stout – MOAB Fighting Concepts
Georgia Power

A Douglas Wick/Lucy Fisher Production
A Benaroya Pictures Production
An Annapurna Pictures Production
A Pie Films Production

MPAA #47199
MOTION PICTURE ASSOCIATION OF AMERICA

Filmed with Arriflex
Cameras & Lenses

TECHNICOLOR
IATSE
TEAMSTERS

AMERICAN HUMANE ASSOCIATION monitored this production.

THIS FILM IS BASED ON ACTUAL EVENTS. DIALOGUE AND CERTAIN EVENTS AND CHARACTERS
CONTAINED IN THE FILM WERE CREATED FOR THE PURPOSE OF DRAMATIZATION

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