

Mrs. Henderson Presents

Production Notes

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Pathé Picture and BBC Films present
In association with Future Films Limited, Micro-Fusion, and The Weinstein Company
and
UK Film Council

A Heyman Hoskins Production

Judi Dench
Bob Hoskins

A Stephen Frears Film

MRS. HENDERSON PRESENTS

Will Young
Christopher Guest
Kelly Reilly
Thelma Barlow
Anna Brewster
Rosalind Halstead
Sarah Solemani
Natalia Tena

Directed by Stephen Frears

Produced by Norma Heyman

Written by Martin Sherman

Executive Producer
Bob Hoskins

Executive Producer
David Aukin

Director of Photography
Andrew Dunn BSC

Editor
Lucia Zucchetti

Production Designer

Hugo Luczyc-Wyhowski

Music by George Fenton

Make-up and Hair Design
Jenny Shircore

Costume Designer
Sandy Powell

Sound Recordist
Peter Lindsay

Casting Director
Leo Davis

Choreography
Eleanor Fazan
Debbie Astell

Executive Producers for BBC Films
David M. Thompson
Tracey Scoffield

Executive Producers for Pathé
Francois Ivernel
Cameron McCracken

Line Producer
Laurence Borg

Line Producer
Kevan Van Thompson

Associate Producers
David and Kathy Rose

MRS. HENDERSON PRESENTS

Inspired by true events...

London, 1937. Mrs. Laura Henderson, a woman of wealth and connections, has just buried her beloved husband. And now she's bored. At 69, she is far too energetic and vital to fade into gentle widowhood. What she needs, says her friend Lady Conway, is a hobby. Collecting diamonds, perhaps? Or doing charitable works? But, to the shock of her friends she instead buys a theatre – the Windmill Theatre in the heart of Soho.

She knows nothing about running it, so she hires a manager: enter Vivian Van Damm. Their love-hate relationship sparks fireworks – and historic innovations in British theatre.

Van Damm's idea is "Revuedeville" or non-stop entertainment. It is a first, and the Windmill is packed – until other theatres copy it. Then it's Laura's turn to devise another first – put naked girls on stage!

But as the bombing of London begins, the government threatens to close the theatre. Mrs. Henderson's fighting spirit is revealed – and so is the secret that drew her to the Windmill in the first place.

MRS. HENDERSON PRESENTS

THE HISTORY OF THE WINDMILL THEATRE

The site on Great Windmill Street in London's Soho where Laura Henderson was to create her world-famous theatre has had a long and varied past. The street took its name from a real windmill that stood there from the reign of Charles II until the late 18th century. In 1910 a cinema, the Palais de Luxe, opened on the site. It stood on the corner of a block of buildings that included the Apollo and Lyric theatres, just off Shaftesbury Avenue. The cinema was one of the first places where early films were shown, but as larger cinemas opened in the West End, business slowed and it was forced to close.

In 1931, Laura Henderson bought the disused building and hired architect Howard Jones to remodel the interior as a tiny, one-tier theatre. Named The Windmill, it opened on June 22, 1931, with a new play by Michael Barrington called "Inquest." But it was only a minor success as a theatre and returned to screening films, such as THE BLUE ANGEL starring Marlene Dietrich.

Soon after Mrs. Henderson's new manager, Vivian Van Damm, hit upon the idea of producing a non-stop musical revue at The Windmill, work began on putting on the shows with singers, dancers, showgirls and specialty numbers. Revuedeville opened on February 3, 1932, featuring 18 unknown acts. In the first few years the theatre lost £20,000, a fortune at that time. Eventually it became a commercial success and nearby Piccadilly and Pavilion theatres copied it, which took its toll on the Windmill's ticket sales.

But when Mrs. Henderson and Mr. Van Damm decided to recreate the hugely successful Moulin Rouge in Paris and put naked girls on stage, business picked up. Skirting London's draconian censors by having the girls pose completely motionless on stage, like artwork, Van Damm concocted a series sumptuous nude tableaux vivants based around such themes as Mermaids, Red Indians, Annie Oakley and Britannia.

The Windmill was the only theatre in London which stayed open throughout the War (except for 12 compulsory days from September 4-16, 1939), hence earning its legendary slogan, "We Never Closed." During some of the worst air attacks of the Blitz, from 7 September 1940 to 11 May 1941, the showgirls and some of its acts moved into the safety of the theatres two underground floors.

Many of the Windmill's customers were families and troops as well as celebrities, who came as Mrs. Henderson's guests and included Princesses Helena Victoria and Marie Louise (the daughter and granddaughter of Queen Victoria). There were occasional problems with male customers, but security was always on the lookout for improper behavior. More comical was the "Windmill Steeplechase," where at the end of a show, customers in the back rows made a mad dash over the top of the seats to nab the front rows.

Though Laura Henderson's relationship with Van Damm was a stormy one, they had great affection for each other. When she died in 1944, at age 82, she left the Windmill to Van Damm, who continued their work.

After Laura Henderson's time, a host of great British comedians began their careers at the Windmill. Among them were Peter Sellers, Harry Secombe, Michael Bentine, Tony Hancock, Bruce Forsyth and Kenneth More, who did his first Windmill gig in the early 30's and became the UK's top box-office star of the 1950s.

Van Damm continued with the theatre until his own death in December 1960, when he left the venue to his daughter, Sheila. She struggled to keep it going but by this time, Soho had become a far seedier place. Unable to compete with the strip joints and massage parlors, The Windmill closed on October 31, 1964.

In the mid 1960s, The Windmill was reconstructed as a cinema and casino, and in 1973 a campaign was started

to revive "The Old Windmill Days" and reclaim the theatre. But in February 1974, the venue was bought by the nightclub entrepreneur Paul Raymond. He made it a home for nude shows "a la Revuedeville but without the comic element," although for a period in the 80's he re-introduced burlesque when he renamed the Windmill "La Vie en Rose."

Today, a lap-dancing club has taken over the building that once was the Windmill Theatre.

MRS. HENDERSON PRESENTS

ABOUT THE PRODUCTION

Films have been made before about the Windmill Theatre and its manager, Vivian Van Damm; among them is TONIGHT AND EVERY NIGHT, shot in Hollywood in 1945 and starring Rita Hayworth as a Windmill girl. But none until now have told the story of the real lynchpin behind the theatre, Laura Henderson, the formidable lady who defied London's censorship laws to show nudity on the British stage and create a musical institution.

MRS. HENDERSON PRESENTS brings together some of Britain's most remarkable and accomplished talent, including Judi Dench and Bob Hoskins, and two rising stars, the pop singer Will Young and actress Kelly Reilly. It is directed by Stephen Frears, produced by Norma Heyman, executive produced by Bob Hoskins and David Aukin with musical direction by director George Fenton, costumes by Sandy Powell and make-up and hair design by Jenny Shircore. The award winning team further includes director of photography Andrew Dunn BSC and production designer Hugo Luczyc-Wyhowski.

The film serves up a compelling slice of social history. Mrs. Henderson was a philanthropist, involved in influential social and artistic institutions. "We touch on this briefly, in the scene where Mrs. Henderson joins a committee meeting to help unmarried mothers, but she was one of the benefactors of Marie Stopes," [crusading feminist, women's rights activist and birth control-campaigner] says Heyman. And once Van Damm had inherited the Windmill, he paid for the formation of a ballet company by Anton Dolan and Alicia Markova, who was the sister of one of the Windmill girls, Doris Barry, and later became a Dame. "So Mrs. Henderson paid for what began as the Festival Ballet and what is today as the English National Ballet."

FLAUNTING CONVENTION: THE HEYMAN-HOSKINS TEAM

"What so attracted me, apart from this gripping story, was this period of British history: England at war. This story of the Windmill had such an innocence. It represents the end of an era of innocence."

Norma Heyman, Producer

The story began when Bob Hoskins was approached by the producers David and Kathy Rose with their idea for a project on Laura Henderson. "They had found the story of Mrs. Henderson, rediscovered her in a way, and done a lot of ground work. But they'd never managed to get the project off the ground," says Bob, who is executive producer of the film as well as its leading man. "So I took it to Norma (Heyman), and we thought about it and realised what enormous potential it had."

Bob had first worked with Norma Heyman in 1982, on THE HONORARY CONSUL. They remained close friends and in 1996 they formed a joint production company, Heyman Hoskins, to make a screen adaptation of Joseph Conrad's THE SECRET AGENT, directed by Christopher Hampton, and which Hoskins starred in.

"Bob brought me the idea of this movie, along with mountains of research his friends the Roses had compiled over 13 years. They'd wanted it to make a TV series out of it but it was turned down by some of the great and the good," says Norma. "But it haunted me, the idea of this elderly

lady who seems to flaunt every convention of her time. British society was I suppose incredibly right wing at that time in the 1930s, and here comes this rich lady from an imperialist society who, on a whim, buys a theatre and does something her class would never think of or condone: she puts nude girls on stage. She even helped start up homes for unmarried mothers!”

So Heyman suggested that she and Hoskins set up the project as a film. From the start, there was only one actress that Bob and Norma saw in the role of Mrs. Henderson: Judi Dench.

“It was what Judi could give us: something magical,” said Heyman. “The real Judi—the mischievous, naughty, very sexy Judi, the practical joker, the charmer.”

Says Hoskins: “Mrs. Henderson is three things: she’s charming, cheeky and an absolute cow. Only Judi could really get away with that.”

Heyman saw another quality in Dench’s persona that made her so right for the role, and which compliments the character’s extraordinary energy: “Judi is able to find that stillness, which is a quality of the great screen artists, such as Garbo. Her emotions are so close to the surface, you can’t take your eyes off her. She’s very, very special.”

Moving forward, Norma and Bob asked David Aukin, former head of Channel 4 Film on Four and a personal friend of Norma’s, to join them as executive producer.

The next stage was to secure Stephen Frears, their first choice for director. Norma and Stephen first worked together on DANGEROUS LIAISONS 1988 and collaborated on MARY REILLY in 1996.

“There is the theme of class that runs through the films Stephen and I have done together, and Mrs. Henderson is no exception,” notes Heyman. “She and Van Damm came from completely different worlds. She was definitely of the aristocracy and he wasn’t. She was the most terrible snob and typical of that class of the 1930s, when classism was rife.

“The thing we never had—the working class—were the connections,” continues Heyman. “You pick up the phone and you speak to the Lord Chamberlain, the censor, as Mrs. Henderson did and you get your show on. Her networking changed history.”

David Aukin, Executive Producer on the film, agrees that the theme of social connections makes it a “very, very typical” English tale. “England hasn’t changed, it’s still all about who you know. And (the film has) this very embarrassed attitude to sex, which is somehow also quite English.”

MR. FREARS PRESENTS

“Mrs. Henderson is the most appalling right-wing woman, an absolute shocker. But I respect defending the indefensible.”

Stephen Frears

Stephen Frears was the right man for the job for many reasons, says Heyman. “We chose Stephen because of how he works with the material. He never likes to appear to be in control but he’s always in control. And he likes actors; he grew up with them. He has great compassion and the ability to make everyone feel comfortable. Judi rowed up and down the river 30 times on our

first day shooting in England and didn't complain once, and she told me she'd do it again. He is just an extraordinary director."

Frears came to MRS. HENDERSON PRESENTS after directing the internationally acclaimed 2003 film DIRTY PRETTY THINGS and winning a BAFTA award for his TV drama THE DEAL. At first, he was mystified by the story. "Bob and Norma kept talking about this woman, Mrs. Henderson; I didn't have a clue what they were on about. I could see that the idea of making a film about the Windmill and about the naked girls would be very funny, but all I kept saying to people was, *is there a story?* And then I was so amazed by the script. Films are so difficult to make. But when somebody gives you something as good as this – you feel trapped. You simply have to make it."

Frears was thrilled to be working with Dench again, having directed her in two television dramas in the 1980s, GOING GENTLY and SAIGON YEAR OF THE CAT. "Judi was so right because she's wonderful being mischievous," he says. "She is herself the most mischievous woman in the world. That head-girl stuff is nonsense. Judi was made for the role. She's incredibly well equipped."

For Judi Dench, the admiration was mutual: "The clincher for me (in taking the role) was Stephen," she says. "I love working with him; he never gives up until he's satisfied. He nags you in a nice way, and he pretends he doesn't, but he does all the time. He also pretends he doesn't know quite what's happening or what he's doing, but he's not mystified at all. He's got a beguiling way of working. I just trust him."

"She was always interested in the young men. No wonder she was banned from the theatre!"

Judi Dench

Judi Dench had never heard of Laura Henderson, which only added to her interest. "I discovered this woman who was fierce and impossible—she had a wonderful love of life," she says. "She could have sat back after her husband died but she bought a theatre, something she knew nothing about. She and Van Damm irritate the hell out of each other. She must have been impossible – and nobody except Van Damm could have put up with her."

Dench was also intrigued by Laura Henderson's peculiar behavior. "She was very stubborn, and got in the way a lot. She got dressed up as a man once and got in just to make sure everybody was being treated properly – not just the girls but the audience too. That was fantastic. So I love all that. She needs to be around today."

In small ways, she identified with Mrs. Henderson. "I know I'm absent-minded and sometimes quite eccentric now, I think, so I suppose I share a bit of that kind of eccentricity with her."

On the did-they-didn't they question of the real relationship between Van Damm and Mrs. Henderson, Judi will only say: "I think Laura was in love with him, but I'm not sure. That's for someone else to figure out."

"Very often Stephen would tell me, 'No, no, no! You're playing him far too nice! I've never been as nice as that!'"

Bob Hoskins

At first, Bob Hoskins didn't even consider himself for the role of Van Damm. "I was busy being a producer. I suppose I just wanted to get this fantastic story made. But Norma kept saying things

like, ‘You’ve got to have a very, very good wig,’ and it seemed to have been decided. But as soon as Judi was on board, that was it. I was sold.”

Until filming began, Hoskins says he kept an open mind on how to play Van Damm. “When I got on the set I thought, I haven’t the faintest idea what to do with this part or who to be. And then Stephen said, ‘You’ve got no problems; all you’ve got to do is play *me*’. So I played this grumpy old sod who was a pain in the bum. It was the best script note I ever had.”

Locking in Van Damm’s way of talking was a challenge, too. “Van Damm’s not cockney, he’s a bit of a phoney,” says Hoskins. “Back then, intelligence was judged by accent. I’d never heard him speak, but apparently I’ve done the business. That was down to Stephen and Penny Dyer the voice coach.”

Indeed, when Van Damm’s granddaughters, Susan Angel and Jane Kerner, saw Hoskins on set, they noted he looked and spoke just like their granddad.

Hoskins looked upon Van Damm as a gent – though with a likely fondness for a few of the young Windmill ladies. “If you talk to the original Windmill girls, they all loved Van Damm,” says Hoskins. “He was an absolute gent. I’ll bet he slept with a few of them, but he did look after them. He was a bit of a rogue but innocent as well. And he was very naïve. Anybody else wouldn’t have been able to put up with Laura Henderson.”

On the set, the chemistry between Hoskins and his co-star was almost immediate. Says Dench: “I’d never worked with Bob before, but within a day of working together – a day! – we had a shorthand between us. You don’t have that with everyone. He’s so easy to work with. And it’s very nice to have someone I literally don’t have to look up to!”

Hoskins certainly looked up to Dench, in a different way. “What’s great with Judi is she’s so fearless, she’s terrifying,” he says. “If you just throw her a little curve ball like – ‘oh I’ll just see what she does with this!’ – she just wraps you up in pure velvet and throws it back to you again. And then you sort of take it to the edge, and she will take it a little bit further. She’s joy. Acting with Judi is something I should have done at the beginning of my career.”

“I thought of Spencer Tracy and Katharine Hepburn – between a strong woman and a strong man.”

Martin Sherman, Screenwriter

The writer Martin Sherman had first worked with Norma Heyman in 1992 on the BAFTA-nominated TV film *CLOTHES IN THE WARDROBE* (released in the US as *THE SUMMER HOUSE*), which she produced and he adapted from an Alice Thomas Ellis novel.

When approached to write Mrs. Henderson, Sherman had only one response: “Yes, yes, of course yes!” Along with working with Frears, Sherman was attracted to the project for another reason. “I knew from the beginning I was writing this for Judi. I had seen her on stage so many times. It’s the first time I’ve ever written anything directly for somebody.”

Once he committed, though, Sherman—like Frears—worry about finding the core story for the film. But from the start, two things hooked him: Mrs. Henderson’s behavior and a secret Van Damm never openly revealed.

“He wrote his entire autobiography and never, ever mentioned that he was Jewish, though I thought he must be,” says Sherman. “I think that’s because he had this great need for himself and his enterprise to be considered proper and middle class, which has something to do with the way British society sees Jewishness. But the fact he didn’t admit to it gave me a great clue, a great way into his character and a way into the story.”

Indeed, notes Hoskins, “There were a lot of Jewish management in the theatre then – Lou Grade and others. They all went to the same synagogue. A lot of Jews changed their names to European ones – Van Damm must have thought his wasn’t quite proper and middle class enough.”

Once he had found his keys to the story, Sherman soon realised it was the kind of tale he had always wanted to tell. “It was my version of a Hollywood screwball comedy of the 1930s and 40s, with Hepburn or Carole Lombard playing characters who were very rich or wanted to be – the kind of characters I dearly love. Laura Henderson was a major eccentric, and the upper classes of that day tolerated, even encouraged eccentrics. Think of Evelyn Waugh and Nancy Mitford.”

In retelling the story, Sherman blended fiction with fact. “The idea of Mrs. Henderson falling for Van Damm and that gentle pursuit, we can’t be sure about. But from what I read, Laura did have a son who died. A bomb did fall on the café across from the Windmill, and one of the girls was injured, not killed. As for the idea of naked showgirls, that came from the Moulin Rouge in Paris and she and Van Damm picked up on it.”

Sherman produced a first draft in just eight months. “It was a wonderful script from the first draft,” says Bob. “I thought this project would take years to get off the ground, but it was bang, bang, bang and we’re on set, and we’re fine.”

A MUSICAL MOVIE

“It’s not SINGIN’ IN THE RAIN.”

Stephen Frears

As film genres go, *MRS. HENDERSON PRESENTS* is written not as a traditional musical, but a dramatic comedy with music. “This is a musical and it isn’t at the same time,” says Stephen. “I mean, it’s not *SINGIN’ IN THE RAIN* where the characters sing to each other. It’s a film *and* a musical.”

“There’s no attempt to be like *CHICAGO* here,” says Heyman. “Martin trawled the archives at the Musical Museum in Hammersmith and read every script the Windmill did.”

Many of the Windmill’s song lyrics from the 1930s perfectly captured the tenor of the times. One was a song called “Babies of the Blitz.” “As a lyric it’s so revealing of people’s attitudes then, of their humour, defiance, spunkiness and again, a kind of innocence,” remarks Sherman. “It’s as revealing as anything I’ve read about the Blitz.”

Another song that Martin would seize on was “Goody Goody” by Benny Goodman, from 1936, which he used to cut across various scenes in the film to show events happening and time passing at the Windmill.

Sherman worked about 14 numbers into the final script, all linked directly to the action. For Frears, the film's musical content presented one of the greatest challenges for him, as he had never worked with so much music.

"Songs and music are tyrannical: once you start a phrase of music you have to complete it. So I found all that very, very tricky," he says. "But by a sort of miracle I had lunch with the director Alan Parker, who said, 'you can wing a film but you can't wing a musical.' So I read a book about Arthur Freed, who was at MGM and made musicals such as *THE WIZARD OF OZ* and *SINGIN' IN THE RAIN*. It told me how he got all these people into the same room together at the same moment and make them gel. And you have to start doing this early on."

Frears also credits much of his ability to pull off his first musical to George Fenton, the accomplished composer and musical director. Working closely with Sherman, Fenton composed and scored all of the original *Windmill* songs to accompany the lyrics that Sherman had discovered.

"Most of the musical numbers are quintessentially English and of the period," says Heyman. "Martin comes from America and his background is musical theatre. It's his passion, and so this was a great adventure for him. He found these enchanting little numbers that he thought came from an alien world."

THE CASTING

"Sometimes I look at Will and think he was born to be in 1940s musicals."
Stephen Frears.

Auditioning actors to play the *Windmill*'s singers, dancers and tableaux girls was one of the most exciting and difficult tasks. "Because it's a period film about two older main characters, it was important we cast really attractive and talented young people," says producer David Aukin. "It was clearly a story that had the potential to appeal to all ages."

Among those seen for the role of Bertie, the lead singer at the *Windmill*, was Will Young, who shot to fame on *POP IDOL* (the UK version of *AMERICAN IDOL*) and has since had huge success in his singing career.

"Will walks on and the talent just flows out of him," says Bob. "When he recorded 'All The Things You Are,' which is a complicated, difficult song, George Fenton said he did it in one take. Just came on, sung it, bang, that was it." Notes Heyman: "Will was made for the role of Bertie. He comes across like a genuine 1930s juvenile lead."

This is the first film role for Will. "It was George Fenton who suggested me for the part," he says. "Then I met Stephen, not knowing who he was, and we got on very well. I thought he was quite eccentric, and he thought I was, and we were quite eccentric together. I didn't realise then that it was probably quite a serious interview."

Despite being "petrified" during auditions and having to "stand by a piano and hide my hands behind my back because they were shaking so much" he was thrilled to be offered the part. "I don't often show true happiness, I can be quite introverted, but I was so happy when Stephen rung me. The part of Bertie just seemed perfect for me. It's a period I love."

Other spot-on castings followed: Christopher Guest, renowned as an actor in films such as *THIS IS SPINAL TAP* and the director of *BEST IN SHOW*, was given the part of Lord Cromer; Thelma Barlow, loved on British television staple *CORONATION STREET*, nabbed her very first film role, as Lady Conway; and Kelly Reilly, a young rising star landed the role of Maureen, the leading Tableaux girl.

The other Tableaux girls – Rosalind Halstead, Natalia Tena, Sarah Solemani and Anna Brewster – were cast for their outstanding personalities, beauty and screen presence. The demanding role of Jane, the lead female singer at the Windmill, was proving impossible to cast; at the eleventh hour, Stephen discovered Camille O’Sullivan, who had her own show singing Berlin cabaret-style songs at the Edinburgh Festival.

For the Tableaux girls and the Millerettes, Frears and his team wanted girls with shapes authentic to the period – i.e., fuller and more curvaceous - and faces to suit. Height was another factor: average dancers in the 1930s were between about 5ft 2in and 5ft 5in.

Casting the dancers was the job of Artistic and Theatre Consultant Eleanor “Fiz” Fazan and Debbie Astell, the Associate Choreographer. Fazan and Astell coordinated all the dance numbers – about 11 in all, not including the tableaux. Says Fazan “I met Norma and I asked: is this going to be a 2004 version of the Windmill or a step back into the past? Straight away she said the latter. That gave us our directive.”

They held open auditions and 600 applied. Says Fazan, “Debbie did a tap routine for them and a musical comedy. They had to get an A in both. We wanted them young and with personalities, based on what Van Damm would go for. They also had to be visually right for the era.”

With the Millerettes chosen, rehearsals began. The tableaux girls were not allowed to tan or diet, and going to the gym was banned because the showgirls weren’t toned back then.

“We stopped all the dancers from exercising in the gym, because it was very important we wanted them to have this period look,” says Heyman. “Those girls looked so different from the ones today – they had chubby legs. The men didn’t have muscles. Will Young’s muscles were toned down when he started filming; he looked wonderfully lithe and lanky, as did our chorus boys. You wouldn’t believe how difficult it was to find dancers who weren’t incredibly muscular.”

The dance routines were designed to be as authentic as possible. This included ensuring all the nuances of movement, such as the alignment of arms, were in keeping with the 1930s. Fazan and Astell were also aware the girls had to gel as a group. “The original Windmill girls were like a family, they lived, breathed, ate, and slept it,” Astell notes. “And I think we have recreated that family here.”

GETTING INTO CHARACTER: The Supporting Cast

As for his character Bertie, Will Young says: “I think he doesn’t miss a trick. He sees the naked girls as an opportunity to stay in business, so he assists Van Damm in doing it, even though he’s not interested in looking at naked girls.”

Young admired Bertie's frankness about his sexuality. "He is openly gay, and even though it's in the comfort of the theatre, it's still a brave thing to be in the 1930s. It's his second line, to say I'm gay, which is great and kind of appealed to me."

He was also drawn by the prospect of working with Frears. "Stephen and I just got on so well, he's just like my dad. He's not a conformist. He's a bit of an anarchist. People don't see that in me because of my job but I try to be an individual and true to myself, and I have tried to not conform to any other roles – be it pop star or middle-class public schoolboy or gay 25-year old. I think Stephen's like that, and I love it."

Will sings several numbers, including "All The Things You Are," and "The Girl in the Little Green Hat." He had to adapt his style for the film and worked with voice coach Penny Dyer. "I had to change my singing and breathing style. It's a different place in the voice. It's lighter but you use your diaphragm more. It's more classical and the diction's different."

Will was able to draw anecdotes from his grandmother, who saw some of the original Windmill shows. "She said the tableaux weren't sleazy, but there were some sleazy characters watching them in the front row."

Kelly Reilly plays Maureen, the leading tableau girl of the five. "She's a bit older than the other girls. She and Vivian have this mutual respect and understanding. She doesn't idolize him as much as the other girls but she knows his heart's in the right place most of the time." She adds, "My character was in the best way underwritten by Martin. What attracted me was I could use my imagination. Maureen's a bit in her own world."

Kelly says she didn't have a problem with the nudity: "It's complete nudity but there's something very moving and pure in the way that Stephen shot it. We are like sculptures really; we don't move, you can't touch, there's something very ethereal about us. Bombs going off outside and they are embracing the spirit to get these lads in who were just about to go off to their deaths. They gave them escapism, something nourishing and very female, but not too serious – it was wholesome and beautiful, and that's what I loved about it."

Christopher Guest plays Lord Cromer, the Lord Chamberlain whose job it was to censor stage productions until the 1960s. "Lord Cromer is a humourless man, a pompous man, I'd say," says Guest. "A man who probably goes home, looks at pictures of women, but then during the day tells people they shouldn't look at pictures of women. Lord Cromer is not a very straight role. It has some very funny moments because he takes himself very seriously. And I think people who take themselves very seriously are in for a fall."

The attraction for Guest, after reading Martin Sherman's script, was working with Dench, Hoskins and Frears. "Very good actors are very accommodating, and when you are in a scene they want to help you. It's lovely to be able to work with someone that is talented and giving—I only wish I were the same way," he jokes. "The dynamic between my character and Judi's was wonderful because she really puts me in my place every chance she gets."

Guest has a first-rate insight into the mind of the aristocracy: he is the Fifth Baron Haden-Guest of Saling. "I am an actual Lord, it's an inherited title. I did sit for two years in the House of Lords, which was interesting, before they kicked out hereditary peers. I don't think the caricature of that place is accurate. I met a lot of very nice people."

Thelma Barlow plays Lady Conway, a close friend of Laura Henderson. After 50 years as an actress, this is Thelma's first feature film. "I met Stephen and he said 'can you play posh?' I'd played a lot of posh in the theatre but I don't think I had on TV. So it was a great insight that Stephen imagined I could do it."

Thelma learnt about the Windmill when she came to London in 1954 from the north, determined to act. "It was a naughty place as far as I was concerned. But before that, though it was very shocking, it was also very proper. I never thought of going in, but now I wish I had."

PRODUCTION DESIGN

"We wanted to capture the devil-may-care attitude, of being optimistic in the face of adversity."
Hugo Luczyc-Wyhowski, Production Designer

Recreating the Windmill Theatre was the job of the production designer Hugo Luczyc-Wyhowski. As the period and the theatre itself were well documented, there were a lot of photographs, programs and cuttings to aid the research. "We originally looked at various theatres in the West End but realized the most practical thing to do was to build a theatre," says Luczyc-Wyhowski. By a stroke of luck, Luczyc-Wyhowski found the original plans for the restructuring commissioned by Mrs. Henderson in the early 1930s.

Hugo kept the auditorium the same size but made the stage larger particularly in its depth and on either side of it. "We wanted to make it very real so you see pipes and ashtrays and all the paraphernalia of ropes hanging up, carpenter's tool boxes that you'd normally find in a theatre."

He continues, "we copied little windmills for inside the theatre, lots of details in keeping with the spirit of the theatre. The general look of the theatre is warm, rather mustardy, a place where the performers were quite cosy, in contrast to the rather gloomy look it had before it's revamped."

Sixteen stage sets were built for the tableaux. "Some of them we copied and others we designed in the spirit of the Windmill," says Hugo. In keeping with the story, they created a glass floor for the girls to dance on, and used coloured lighting and footlights. "We used a mixture of locations and a set where you kind of drive through the streets of Soho and turn into Great Windmill Street."

The scene when Laura takes Lord Cromer to lunch in a tent she has had erected, was shot in front of Buckingham Palace.

The innocence of this period was key to the design, too. "The Windmill didn't become seedy until the 1950s," says Hugo. "There was nothing vulgar about the period we're portraying. There's a naivety, the sets have got to wobble slightly, not be very well built, not very well painted. It was such a small theatre the relationship between the audience and the performers was very intimate, quite unique, and it's central to the film. People could get within feet of these girls—that's why it was so popular and what made it charming."

COSTUME DESIGN

"Stephen more or less left it up to me, as that is the way he likes to work. Norma just said 'darling, I want it to be fabulous'."

Sandy Powell, Costume Designer

For Sandy Powell, the Academy Award®-winning costume designer, this was the first time she had worked with Stephen Frears. “I don’t really have ideas when I read a script. I wait until I meet the director and see what his take is on it,” says Powell. “The challenge for me was creating these two worlds: one realistic—the world of wartime London outside the theatre—and then another kind of fantasy world on stage as well.

“The whole job was really like doing three jobs all in one go. As a designer, I was designing a film, but then on top of that we design five, six, seven stage shows. I was also designing costumes for the dancers. On top of this there were hundreds of extras on set each day. We rented all of these clothes, with all of our extras wearing clothes from the thirties and forties, mostly brown and black, colors worn by everyday people, which contrast so vividly with the bright, glamorous clothes being worn inside the theatre.”

The faithful recreation of the wartime period of the film meant paying attention to some important details: “During the war years obviously there were restrictions on the amount of fabric that you could use. If you were having a suit made or a dress, because the fabric was rationed you would have to use less fabric. So, for instance, a pair of trousers made in the war would not have a turn up. A skirt or dress made would have been shorter than if it had been made ten years earlier in the 30s. I only cheated when it came to the big finale, when I put all the girls in huge romantic gowns. Technically, they wouldn’t have had access to that much fabric during the war—unless they had a stash of it hidden away.”

Of designing for Laura Henderson, she says: “She lived in India and travelled, so we’ve gone a bit ethnic in places, eclectic, as if she’s gathered pieces from round the world. I hope I haven’t made her look too mad. But she doesn’t look like your average 69-year-old lady from the period!”

Says Dench: “I loved my costumes, because I remember the clothes of that period very well. Funnily enough, I wear a Chinese jacket in one of the scenes and at home I opened a chest of drawers that belonged to my Ma and found the absolute copy of the jacket that I wore in the film, and I remember Ma wearing that, so I had it all redone.”

To create the outfits for the Millerettes and Tableaux girls, Powell studied vintage theatre programmes from the era for her research, and met some of the Windmill girls who had performed from 1935 to 1945. She also worked closely with artistic and theatre consultant Eleanor Fazan and choreographer Debbie Astell, who were working with the music and coming up with themes for the numbers, which Powell also used to inspire her design. Among those themes are a 1920s swimming scene, Hiawatha, Busby Berkeley and the Rockettes. The stage costumes are showy and glam, involving the application of thousands of sequins and hundreds of flowers.

The Tableaux are, by their very nature, mostly naked. “If they wear anything, it’s diaphanous,” Powell said. “Little suggestions of things.”

HAIR AND MAKE-UP DESIGN

“Red lipstick was frowned upon on older women. But Mrs. Henderson wears red lips all the time; she was known for being vain and presenting herself in full makeup.”

Jenny Shircore, Make-up and Hair Designer

Academy Award®-winning make-up and hair designer Jenny Shircore wanted Mrs. Henderson's hair to undergo an interesting change during the film. In the early part, she is given a long hair look tied back in a bun, which is how Mrs. Henderson actually wore it. It is shorter and bobbed when the war has started, as if, in Dench's own words, "she looked at the young tableaux girls with shorter hair and decided to copy them."

Jenny first worked with Bob Hoskins on the British TV series *PENNIES FROM HEAVEN*, 25 years ago. "Watching him dancing on the roof to a 1940s number brought it all flooding back," she smiles. "We've copied Van Damm's hair for Bob and it's worked brilliantly."

As for the dancing girls, Shircore reports that in the 1930s they sported "a shorter hair length and a finger-waved style, waves all through the head. The 1940s were longer, with victory rolls, straighter hair and more roll." Kelly Reilly, who plays Maureen, underwent a radical change. "Kelly had her own long, red hair and we changed her to a platinum blonde."

Shircore says that when designing the make-up, "it was difficult to decide how theatrical or how real it should be. But when we saw what Stephen was doing with the tableaux and how beautiful and elegant and real they were, we kept away from the theatrical, though there are a few scenes demanding it."

There were subtle changes moving from the 1930s to the 1940s, in the eyebrows, for example, changing from a thin line to a fuller line in the war period. "Make-up colors were much brighter, they didn't have the subtlety of color we have now or the sophisticated make-up. So we've done the bright blue eye shadow and the red, red lips."

In a production with so much flesh on display, skin tone and condition was a consideration: "We used body make up and sprayed them to be beautifully smooth and unblemished. I found one reference in the archives where one artist used crushed glass with gold powder as body makeup. But there were no health and safety concerns then."

NUDITY

"There was a time in my teens in the 1950s when you couldn't see pictures of naked women except in a magazine called Health and Efficiency."

Stephen Frears

With his cast in place, Stephen, meanwhile, was considering his approach to the story's issues of public nudity. "I find the nudity issue quite titillating – though we've been clear all the way through about how un-smutty the Windmill was in the period we're featuring."

Handling the nude scenes brought with it certain concerns, says Norma. "Many of the cast had never before been on a film set, including Will Young. We had young girls who took off their clothes for Stephen. They had to trust in him and the film and what he was trying to say. Not one photograph leaked out from the set during the shoot; no one betrayed the trust of these girls. We really became one huge family."

Hoskins himself has his own brief nude scene, where Van Damm, Bertie and the male stage hands all strip during rehearsals when Maureen insists it is not fair only the tableaux girls should

go naked: “Is there a problem with my full-frontal nudity in the film? Of course! All these young gorgeous creatures and there’s Old Wrinkly in the back! I didn’t feel too comfortable about it, but everybody else had to do it.”

To recall the shock value of nudity on stage in the 1930s, Heyman refers to the mores of English society, even in later decades. “Before the 1960s England lived in a straitjacket of Victorian mores. DH Lawrence’s “Lady Chatterley’s Lover” was still unpublished. In 1939, the theatre director Joan Littlewood was arrested because a man in one of her Stratford East productions walked across the stage carrying a plank in a suggestive manner,” she says.

“It must have been unbelievably shocking at the time,” says Dench. “At the same time it was probably quite artistic, and for the young men coming home from the front and going to the Windmill, it must have been fantastic.”

THE ORIGINAL WINDMILL GIRLS

“He was a very persuasive gentleman. He said it was going to be beautiful, like art, not suggestive.”

Doris Barry, Windmill girl

Providing invaluable first-hand information and insight into the era were some of the original Windmill girls, who were invited to meet the cast and crew. Most are now in their 70s and 80s.

Dench admits to being “a little starstruck” upon first meeting some of the original Windmill girls, from whom she learned a good deal about the character of Mrs. Henderson. “They were very well looked after. One of them told me that she got married and Mrs. Henderson bought her wedding dress for her, as it was a time of rations and coupons. An extraordinary tale.”

Frears says of meeting the original Windmill girls: “I went around asking: ‘Why did you agree to take your clothes off?’ One woman who’d been a dancer said, ‘When nudity was introduced, after half a day we were all bored out of our minds and we just did it.’ I instinctively said: weren’t you exploited? But there was no sense of that. It seems they were treated very well. I’ve always found women to be extremely sensible in these matters.”

Doris Barry (Windmill Girl, 1932)

When Doris Barry was chosen as a Windmill Girl from a chorus line of girls, she envisaged staying for just one month. She stayed on for eight years until the Blitz in 1940. Van Damm called her ‘his sixth pony’—the small dancers were the ponies and the rest were the showgirls. She quickly became a ‘soubrette’—a young lead whose acts included dancing, comic sketches and drama parts.

Doris remembers Mrs. Henderson as being “a remarkable lady, very motherly to all of us girls.” “It was a very good revue show and we were known for being the nursery of the stars. There were no nudes when I was first there. They came later.” Doris was one of the dancers who went on strike the moment the naked tableaux became introduced. She remembers Van Damm calling a meeting to announce they were going to have nudity on stage. “He was a very persuasive gentleman. He said it was going to be beautiful, like art, not suggestive, and that you could go to the National Gallery and see beautiful paintings like these tableaux, and it meant the ordinary man in the street could enjoy beauty too. And all the nudes were beautiful.”

Doris left to manage her sister, the renowned Dame Alicia Markova, at The Ballet Russe in the United States. Her particular flair for talent finding led to her coveted present position as Director of the London Studio Centre where she has discovered many well-known actors and celebrities.

Linda Carroll (Windmill Girl, 1942)

Linda Carroll appeared in revues and sketches at the Palace Theatre before joining the Windmill Girls in the spring of 1942. Within a few months she was offered the principal role of Cinderella alongside Fay Compton at the Stoll Theatre. Throughout her time in the pantomime, Van Damm paid a retainer fee for her to come back in a celebrity spot. She finally left the Windmill Girls to get married and Mrs. Henderson bought her wedding dress.

Linda explains that “the whole cast were in awe of Mrs. Henderson” and describes Van Damm as “a wonderful man to work for who was very caring and kind to the cast and artists. It was the best training I have ever had and a memorable experience.”

Maureen Clayton (Windmill Girl)

Maureen auditioned as a Windmill Girl at the age of 17. Her parents considered her too young and she re-auditioned at 22 years. She stayed for five years and dearly regretted not joining on the first occasion.

She recalls her time at the Windmill as a very happy time and good experience. She was deeply impressed how Van Damm would vet everyone that walked through the Stage Door. Her parents attended every Dress Rehearsal and she would wave at them from the stage. “Don’t look at your parents!” Van Damm would shout. She also remembers occasions when she wanted a salary rise. Van Damm would question, “Do you think you are worth it?” She was successful if she came back immediately with a positive answer.

When Maureen left to get married, Van Damm bought her wedding dress. She gave up her career to start a family.

Charmian Innes (Windmill Girl, 1931)

Charmian Innes was chosen as a Windmill Girl in 1931 at the tender age of 15. She lasted one edition and was sacked by Van Damm for being overweight. Van Damm retorted that she “did not quite fit the line.” A much slimmer Charmian auditioned again in 1939; Van Damm employed her once again, and she remained at the Windmill until 1942. After appearing in various touring shows across the UK, she once again returned for two years in 1943. Charmian went on to work in broadcasting and theatre and appeared in Cole Porter’s “Let’s Face It” at London’s Hippodrome Theatre.

Jean Kent (Windmill Chorus Girl, 1934)

Jean Kent became one of the ten Windmill chorus girls back in 1934 aged 15. Van Damm sacked her after 15 months to accommodate his girlfriend. The ‘clothed’ chorus girls sang and danced four numbers for five shows a day, six days a week, for the wage of precisely £2 per week. Jean remembers Mrs. Henderson “used to bring along a teddy bear which she danced on the box ledge whilst watching the show.” After leaving the Windmill, Jean appeared in cabaret and revues in London’s West End and across the regions.

Margaret Law (Windmill Girl, 1948)

Margaret Law joined the Windmill Girls in 1948 where she remained for 10 years. Her husband, John, dancer and choreographer for the company, also stayed for 10 years.

Margaret's specialty was being a can-can dancer; she "wobbled too much to be a muse!" She was also one of the fan dance girls. Amongst her fond memories of Mrs. Henderson was that "everyday Mrs. Henderson came in to see the boys armed with sweeties. She made us all feel like a family. Her generosity was overwhelming and she left £10 to everyone still at the theatre when she died."

When Margaret left the Windmill Theatre to start a family, Sheila Van Damm asked her husband to run the theatre but he moved on to start his own business. Margaret is now 'Head Girl' who still organises get-togethers with all the ex Windmill Girls.

Paulette Lester (Windmill Girl, 1930)

Now at the grand age of 92 years, Paulette still holds fond memories of Laura Henderson and Van Damm. Back in 1930, aged 16 years, she joined the Windmill Theatre as the leading lady with eight chorus girls. Her strongest memory is the hard work. In 1930 the Windmill was open as a cabaret floor and cinema. During the day, five shows were slotted between the screenings with six shows on a Sunday. Rehearsals for new productions took place every fortnight. Mrs. Henderson treated her like a "lovely aunt" who frequently sneaked into the theatre incognito to check up on her staff and watch the show from a box. She remembers how thrilled she became when Mrs. Henderson gave her a handbag to mark their friendship. Paulette only stayed at the Windmill for a year and joined other productions touring the UK and Holland. She returned two years later to see Van Damm.

Peggy Martin (Windmill Girl, 1944)

Peggy Martin tired of touring the UK with various repertory companies. Whilst appearing at the Alhambra Theatre in Bradford, she became lured by London and sent her photo to the Windmill. After her audition Van Damm suggested she saw the show before deciding to join. Peggy joined in 1944 until 1948 and returned again in 1952 for a further three years. Some of her most vivid memories of her time at the Windmill included sleeping in the dressing room after an air war raid followed by brunch at the famous Lyons Corner House. Also she recalls how difficult it was to stay still tableaux at the time the nearby Regent Palace was bombed. None of the dancers were given the chance to celebrate on VJ Night as Van Damm protectively booked them into the Grosvenor Hotel in Victoria straight after the show. She remembers Mrs. Henderson being very well known in society and the night she brought Queen Wilemina of Holland to the performance. She describes Mrs. Henderson as being a diminutive woman, always impeccably dressed who would always be accompanied by her dog, Gilpin.

Jobyna Millhouse (Windmill Girl, 1950)

Jobyna trained as a dancer at the Wessex School of Dancing in Boscombe. She was chosen as a Windmill Girl in 1950. She was an energetic dancer whose roles included tambourine, tap and point work. One year Van Damm presented her with the silver cup, a trophy given to the hardest working dancer. Jobyna remembers Van Damm as being "quite frightening at the beginning." He was a very good entrepreneur who knew how to pick the right dancers. He was a very well educated man who watched over his dancers and would sort out any and all problems. Jobyna met her dancer husband, Peter Ricardo, at the Windmill Theatre. When they left in 1955, they formed a double act "Ricardo and Jobyna," appearing at Ciro's Nightclub and other sophisticated London clubs.

Moira Murphy (Windmill Girl, 1949)

Moira Murphy was barely 15 years old when she auditioned to join the Windmill Girls in 1949. Van Damm insisted that she should see the show first for approval. Moira was a very skinny can-can, muse and fan dance girl who earned £8 per week. She recalls Van Damm always walking

straight into their dressing rooms without warning. One could never hear his step but the girls could always smell his cigar. Moira has very happy memories of her time when they all had lots of fans and admirers and she regularly dined at the Ritz, aged 15. Van Damm would fly the dancers on holiday from Gatwick to France in his plane named “Windmill Girl.” Moira remembers how he insisted that the girls bring their own sandwiches to his house in Amering, Sussex, for photo shoots in swimwear on the freezing beach once a year. This, of course, could only fall on a Sunday, their day off. Moira left in 1952 to work at the Lido, Paris, and went on to teach modern dance and tap in the United States.

Angela Osborne (Windmill Girl, 1951)

Angela Osborne trained as a ballet dancer at the Elmhurst Ballet School before joining the Windmill Theatre in 1951. She never knew Mrs. Henderson but has fond memories of Van Damm. “He was a wonderful man with a dry sense of humor. He always had a twinkle in his eye and ran the establishment like a girl’s finishing school.” Angela was too small to be naked tableaux and concentrated on her modern, ballet and tap dancing. Van Damm sent her off for Spanish dancing lessons and she regularly appeared in the fan dance. In 1959, Angela joined THE BENNY HILL SHOW. For the last 25 years she had been vision mixer for the top comedy BBC shows.

SOHO IN THE 30s

“There was this wild mixture of respectability and seediness.”

Bob Hoskins

Recreating an accurate picture of Soho was vital for MRS. HENDERSON PRESENTS. In the 1930s, it was still a respectable family area—with a little titillation thrown in for good measure. That combination, Sherman believes, is something contemporary audiences can relate to. “In a funny way it’s not that different from today.

Bob Hoskins has very early and personal memories of Windmill and Soho during the time, after Mrs. Henderson’s death, that Van Damm still owned it. “My mum and dad took me to the Windmill when I was five, after the war. Families would go with their kids, and take picnics and just watch these shows. The tableaux were most beautiful things I’d ever seen in my life. Then you had comics and acts in between them. It was innocent. Soho was a sort of village and the Windmill was right in the middle of it.”

Filming in Soho was almost impossible to set up, although some scenes of the exterior of the Windmill were shot in Archer Street in Soho. Most of the film was shot at Shepperton Studios, where a full-scale reproduction of the Windmill theatre was built.

THE WAR

“It started out as a story about a theatre—then it wound up, without trying, to be one of the most potent anti-war films I’ve ever seen.”

Bob Hoskins

Another challenge for Frears was presenting the atmosphere of the war in a new way for contemporary audiences. “The first night of the Blitz, something like 800 squadrons came over to

bomb London,” says Heyman. “We believe Stephen has captured that feeling of supreme danger remarkably well.”

Adds Dench: “I think we’ve been as truthful to the period of the wartime as we can possibly be. It feels fantastically right. I would hate to dramatize the War in a way that is sentimental beyond what it was really.”

Hoskins, who was born in 1942, doesn’t remember the War—“I spent the first three years of my life under the kitchen table during the blitz,” he reports.

But Dench does remember; during the war she was a child growing up in York. “I knew about the Windmill, everybody did. How they did go on throughout the war, how they’d go out on the streets helping people, too. A lot of those girls must have got into trouble, and some of them had children, and were in a bad way but nevertheless there was an extraordinary, courageous innocence about the era.”

Heyman believes that the film’s war background resonates with the strife-filled world of today. “That’s something Stephen was very interested in before he accepted to do this film. It was just very important to him.”

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