



I'll Sleep When I'm Dead

Production Notes

Rated TBD / 102 min
ASPECT RATIO: Flat
SOUND FORMAT: Dolby SRD

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“I really want to take the audience by the hand and take them somewhere they haven’t been before.” Mike Hodges

I’LL SLEEP WHEN I’M DEAD, director Mike Hodges’ ninth feature film, is an exploration of family, revenge, and the conflicts inherent in trying to escape one’s past.

It reunites Hodges with Clive Owen, the star of his mesmerizing CROUPIER, and provides him with a new opportunity to probe both the underworld sensibility he first captured in his groundbreaking gangster thriller, GET CARTER, and the evolving role of the masculine code of honor.

Also starring Charlotte Rampling, Jonathan Rhys Meyers and Malcolm McDowell, I’LL SLEEP WHEN I’M DEAD is based on an original screenplay by award-winning writer Trevor Preston and is produced by Mike Kaplan and Michael Corrente, with Roger Marino as executive producer. Jamie Foreman, Ken Stott and the legendary Sylvia Syms are featured in key supporting roles. Paramount Classics is distributing the Revere Pictures-Seven Arts presentation in the United States. Seven Arts is handling worldwide sales of the Will & Company production.

With the sleeper success of CROUPIER in North America and its unprecedented re-release in Great Britain, Hodges’ stature was confirmed and his body of work presented in retrospectives at the Museum of Modern Art in New York, the American Cinematheque in Los Angeles and the Film Museum in Munich. While long respected by such major filmmakers as Stanley Kubrick, Martin Scorsese, Terence Malick and Sergio Leone, it was CROUPIER that refocused attention to Hodges’ films with the general press and public. CROUPIER was named on over 100 Ten Best lists in North America.

Hodges uses the thriller as the motor that drives many of his movies. Taking those genre conventions as the jumping off point for commenting on the criminal psyche (GET CARTER), science run amok (THE TERMINAL

MAN), the destruction of the environment (BLACK RAINBOW) or the world of addiction (CROUPIER), Hodges' films are peopled by characters on the fringes of society, whose obsessions provide fascinating looks into the darker, compulsive side of human nature. His films are absorbingly atmospheric, often contain an innovative use of voice-over, and have a driving intensity. Humor emerges in all his work and in PULP, his private eye parody, and FLASH GORDON, his comic book extravaganza, his gleeful, trenchant humor dominates.

Being a writer as well as a director, Hodges has uniquely demonstrated his position that the screenwriter is too often overlooked in today's world of excessive credits, where every first time director has "a film by" credit. He has therefore insisted that his gifted screenwriters share the possessory credit in CROUPIER (a Mike Hodges-Paul Mayersberg film), in his Emmy award winning SQUARING THE CIRCLE (a Mike Hodges-Tom Stoppard film) and now in I'LL SLEEP WHEN I'M DEAD, a Mike Hodges-Trevor Preston film. The only precedent has been the joint credit used in the Michael Powell - Emeric Pressburger films.

I'LL SLEEP WHEN I'M DEAD re-teams Mike Hodges and Trevor Preston, who have known each other since the mid-sixties when they frequently worked together on documentaries for TEMPO, ITV's art series. Preston was the writer-researcher on the films Hodges made about Jean-Luc Godard, Orson Welles, Jacques Tati, Charles Eames, Ornette Coleman and others.

Mike HODGES: "Trevor also wrote the first dramatic piece I directed, THE TYRANT KING, a children's story, before emerging as an important writer for British television with many successful series and dramas (OUT, FOX, THE SWEENEY). It was natural for Trevor to send me I'LL SLEEP WHEN I'M DEAD, which was written in a taut, tense, yet human style that complemented the seemingly rough characters and underworld milieu. The thriller is a form I'm particularly drawn to."

"I have often thought of I'LL SLEEP as a Samurai film. Once a samurai always a samurai," Hodges says. "As with *Jack Carter*, *Will Graham* can't escape his past. On a broader canvas it's about man's constant attempt to climb out of the slime."

Preston is the recipient of a BAFTA award for lifetime achievement in television writing. His previous screenplay was Alan Clarke's cult musical

BILLY THE KID AND THE GREEN BAIZE VAMPIRE. He sees SLEEP more like a Greek myth.

Trevor PRESTON: “The basic story is about a man who knows that if he returns to the city, he will die. He doesn’t die physically; he dies spiritually. He finds himself compelled by the mores of the criminal culture he was raised in to commit a violent act of retribution.”

The title, I’LL SLEEP WHEN I’M DEAD, stems from Preston’s work as a song lyricist, a hobby he still practices. While finishing the screenplay, he was listening to one of his favorite songwriters, Warren Zevon, whose STAND IN THE FIRE album, contained the *song froid* track, “I’ll Sleep When I’m Dead.”

Trevor PRESTON: “As *Will Graham* is a restless, driven man who has grown up with shadows on his soul, the title was a perfect fit. Clive Owen has also found such a compelling way to embody *Will’s* haunted, haunting character that one feels he never sleeps...or blinks.”

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ARNIE

YOU THINK YOU’VE CHANGED. YOU HAVEN’T CHANGED.
PEOPLE LIKE US DON’T CHANGE. NOT DEEP DOWN. ALL YOUR LIFE
YOU’VE RACED THIS CITY, IT’S IN YOUR BLOOD. YOU THINK LIVING
LIKE AN ANIMAL IN THE BACK OF A VAN IS GOING TO CHANGE
THAT?

WILL

YOU’RE WRONG, ARNIE.
YOU’RE WRONG ABOUT MOST THINGS MOST OF THE TIME, MATE.

Casting *Will Graham*, the gangster who has retreated to the woods to escape the crime life, was difficult, as the actor had to both convey and contain outer strength and inner turmoil, always in control and always on the edge.

While making CROUPIER, Hodges and Owen really connected and Hodges finally felt he had found his lead.

"Clive is the most precise actor I'd worked with since Michael Caine," he says. "He also has an extensive knowledge of filmmaking and its rhythms."

Mike HODGES: "He has an absolutely impeccable sense of the scenes that really count. It's a bit like Hitchcock, where you are drawn to certain moments in his films. Clive has that uncanny sense of where those passages occur. It's not that he doesn't pay attention to the other scenes but he just knows which ones are the key ones. There are some long dialogue scenes in I'LL SLEEP and the manner in which he delivers them, is startlingly great."

Owen was immediately attracted to the script and the chance of working again with Hodges, whom he says "is a joy and very experienced, which is vital when you're making this kind of intricate film. I loved the emotional world underneath the surface of the script, which is not immediately apparent and how economically it was written."

Clive OWEN: "There tends to be a lot of fussiness in modern filming. Mike Hodges loves to strip that aspect away, to keep things simple. And that's the way I like to work too. With a piece like I'LL SLEEP WHEN I'M DEAD, his way of filmmaking makes the story far more moving and powerful."

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"At first, however, we couldn't find the backing for I'LL SLEEP," remembers Hodges "as CROUPIER looked like it was headed towards video oblivion, without even a proper UK release."

When CROUPIER became immensely successful in America, and redistributed in Britain, people started asking what else Hodges had to offer. "It just shows how completely asinine the movie business is," Hodges says, smiling, "the script hadn't changed; Clive Owen hadn't changed; I hadn't changed. What had changed was people's perception!"

WILL

LOOK AT ME.
LOOK AT WHAT I'VE BECOME.
I SOMETIMES DON'T SPEAK TO ANOTHER LIVING SOUL FOR DAYS,
WEEKS, ALWAYS ON THE MOVE. I TRUST NOTHING. NO ONE.
AND IT HAS NOTHING TO DO WITH ESCAPE.

CROUPIER established Owen as a unique screen presence. He was hypnotic as *Jack Manfred*, the writer who returns to his profession as the masterful croupier-conjurer, “watching people lose.” Although Owen was an established actor in England with acclaimed performances on stage (Patrick Marber’s *CLOSER*, Sean Mathias’ production of *DESIGN FOR LIVING*, the revival of Peter Nichols’ *A DAY IN THE DEATH OF JOE EGG*), screen (Steven Poliakoff’s *CLOSE MY EYES*, Mathias’ *BENT*) and television (*CHANCER*, *SECOND SIGHT*), CROUPIER was a star-making performance.

The press searched for comparisons and actors from Bogart, Mitchum, and Eastwood to Dirk Bogarde, Jack Palance and the young Sean Connery were cited in conveying his impact. There was speculation that he would become the next James Bond.

Hollywood took immediate notice.

Robert Altman asked him to join his all-star ensemble in *GOSFORD PARK*; Martin Campbell offered him the lead opposite Angelina Jolie in Paramount Pictures’ romantic drama, *BEYOND BORDERS*; he had an indelible cameo in *THE BOURNE IDENTITY*, and BMW Films devised an innovative series of short films, *THE HIRE*, to star Owen and directed by many of the world’s most talented filmmakers, including Ang Lee, Wong Kar Wai, John Frankenheimer and John Woo. Owen’s cool, masterful driver in *THE HIRE* garnered recognition and his image was everywhere.

Owen is now portraying the title role in Jerry Bruckheimer’s spectacular, *KING ARTHUR*, directed by Antoine Fuqua, currently shooting in Ireland, and will then join Jude Law, Cate Blanchette and Natalie Portman in Mike Nichols’ film of *CLOSER*, which Owen starred in when the Patrick Marber play originally premiered in the West End.

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Hodges then asked Mike Kaplan to produce I'LL SLEEP. Kaplan had godfathered CROUPIER's success and was an old friend.

"I was sick of making films and nobody ever seeing them. Mike Kaplan's genius, amongst many other talents he has, is for nursing films and looking after them, never giving up," says Hodges.

An innovative distribution/marketing figure and producer, with long associations with Stanley Kubrick (2001, A CLOCKWORK ORANGE), Robert Altman (SHORT CUTS, KANSAS CITY), Hal Ashby (LET'S SPEND THE NIGHT TOGETHER), and Lindsay Anderson (THE WHALES OF AUGUST, O LUCKY MAN!), Kaplan was immediately drawn to the project and the prospect of continuing with the CROUPIER team.

Mike KAPLAN: "The most gratifying aspect of CROUPIER's success was the acknowledgement Mike was finally receiving as a world-class director. More than any other filmmaker of his generation, his films had been disrespectful so that his work was almost criminally under-appreciated, with the exception of GET CARTER in the United Kingdom. CROUPIER changed that for good."

With an impressive script, and with the now hot Hodges and Owen committed, it looked as though financing would be immediate. But as is the movies' rule rather than the exception, what seems obvious often takes years to accomplish. Everyone was eager to read I'LL SLEEP, but despite the moderate budget, Hodges' proven economic resourcefulness and Clive Owen's rising profile, it had controversial elements, and it took nearly three more years to secure financing.

"I'LL SLEEP came together through the commitment of Ruth Vitale and David Dinerstein, the co-president of Paramount Classics, who immediately recognized the film's quality and potential and whose enthusiasm and support never wavered," says Kaplan. And then producer-director Michael Corrente (FEDERAL HILL, AMERICAN BUFFLO), who had known Kaplan as a *simpatico* fellow Rhode Islander, jumped on board when he and computer entrepreneur Roger Marino formed Revere Pictures, whose mandate is to make films of integrity.

Michael CORRENTE: “The film is really not British or American, it’s life on the streets. It doesn’t matter that it takes place in London. It could be set in Greece or Sweden. Because the themes are so specific, what matters is that it puts you in a space mentally, not geographically.”

Roger MARINO: “What was special about I’LL SLEEP were the people attached to it – Mike Hodges has directed many films that I loved, Clive Owen is a great young actor and Malcolm McDowell has always been a hero of mine. Mike puts a lot of thought into everything; his attention to detail is amazing. He forces the viewer into the movie.”

Hodges’ opinion of the project shifted slightly when it was apparent that the money was in place. “Because I see the world as such a dangerous place right now, maybe more so than ever before, and because revenge is much on our minds, our film had an added urgency. I rest my case every single day –with the news.”

Mike HODGES: “Then I started worrying. Was it as good as I remembered? I was even scared to read the script again. I hadn’t looked at it for over a year. As it was four years since I’d made a film, had my directing skills evaporated? But, as always happens, when contemplating a film, I turn into a sponge, absorbing everything around me. I like to be open to every sound and every image. Everything takes on a new resonance, becomes an accidental offering, anything that might add some little touch to the film.”

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Mike HODGES: “Patently, the order in which you put things together is the director’s job. I am not diminishing the role of the director but the director can only make a good film if he has great performances.”

HELEN

GET OUT. (beat)

NOW. (beat)

LEAVE THE CITY. GO BACK WHERE YOU CAN BREATHE.

IF YOU STAY, IT WILL DESTROY YOU.

Hodges then called Charlotte Rampling and Jonathan Rhys Meyers, who had stayed loyal to the project, and whom he had asked to play key people in Will Graham's life... Helen, Will's abandoned lover and middle-class restaurateur, and Davey his dashing younger brother, a small time drug dealer.

Since first committing to I'LL SLEEP, Charlotte Rampling's career had undergone a renaissance with her starring roles in Francois Ozon's UNDER THE SAND, Michael Cacoyanis' THE CHERRY ORCHARD, Michel Blanc's SUMMER THINGS and her second collaboration with Ozon, SWIMMING POOL.

Charlotte RAMPLING: "I was absolutely haunted by the script when Mike first talked to me about it. The best part for me was watching Mike come up with ways of making a traditional theme, revenge, visually interesting and enhancing the beautifully written screenplay. The script was exceptionally well thought out, with no unnecessary words. It is a style of writing that I love - as it says something with meaning, but very simply. The story does take place in the world of gangsters, but it's not a gangster film. It's very moving and very deep."

When Hodges and Preston initially talked about the film, the ages of *Will* and *Helen* were the same. Then, with Owen aboard, Hodges thought

"Why shouldn't *Helen* be older? If so, there would not only be a prior sexual relationship between them, but also a kind of spiritual relationship."

Mike HODGES: "We've also been so accustomed to the older man-younger woman pairings in films -- Cary Grant, Robert Redford, Woody Allen -- romantically starring opposite women who could be their daughters -- that reversing this added this spiritual layer to the piece.

It also made *Helen* more interesting as this well-heeled, classy woman needing the excitement of being with a criminal -- "a bit of the rough stuff". Relationships never cease to puzzle me -- why certain people get married or become lovers. I thought that without stating the obvious, this idea would come through."

From Liliana Cavani's THE NIGHT PORTER through Visconti's THE DAMNED, and Sidney Lumet's THE VERDICT, the multi-lingual actress has frequently exuded an enigmatic quality.

For HODGES, she was a director's dream. "With just one movement of her eye or twitch of her mouth, Charlotte carries enormous weight, an enormous sense of what's going on inside her. She has the ability of communicating all sorts of deep emotions without saying a word."

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DAVEY

WHAT DO YOU WANT TO DO... GO UP, DOWN OR SIDEWAYS?

Jonathan Rhys-Meyers: "There are so many elements within this film. There's a very subtle love story between the two brothers; there's a story of abandonment; a story of lost love; of temptation and of revenge. It's almost a contradiction that this lean, mean script should have so many flavors, but that's the case. When people see I'LL SLEEP, they shouldn't expect one story thread."

The young actor's most recent film, BEND IT LIKE BECKMAN, has proved to be one of the year's surprising international successes. He first amazed audiences with his charismatic role in Todd Haynes' VELVET GOLDMINE and has carefully chosen his work since, including Ang Lee's RIDE WITH THE DEVIL and Guy Ferland's TELLING LIES IN AMERICA.

Hodges noticed Rhys Meyers in the television mini-series GORMENGHAST, in which he had the leading role. "I remember him being incredibly energetic, brave with immense acting flair. We were also lucky that a few years had passed since he agreed to play this difficult part. Jonathan's appearance had subtly changed so that the physical resemblance between Clive and Jonathan was startlingly accurate for my purposes. You believe they are brothers."

Rhys Meyers *Davey* is a petty thief whom the audience has to really like and miss once his character leaves the film.

Mike HODGES: “Jonathan was able to capture the duality of being a petty criminal like the Artful Dodger and still immensely likeable as well as convey the anguish of what happens to him. The pain he displays in the bathroom scene is profound. One can believe his whole person has been ruptured. His is not a massive role but it is vital and I am lucky to have met him.”

Hodges believes that casting is the key to filmmaking.

“The whole process of choosing the cast –and there isn’t a single actor I asked to read – is for me intuitive. Like a chef, you put all the ingredients into the pot and hope it will taste good and look good. But don’t ever delude yourself that the director has anything to do with the acting. You can shape and suggest things but the actual performance comes from the actors, from their mysterious abilities to summon up the truth in their characters.”

Hodges may credit the actors but his actors are the first to return the credit.

Jonathan RHYS MEYERS: “Every frame means something. There are no wasted shots or dubious sequences. Most films you see today have lots of fancy sweeping shots that are just fluff. But everything here makes sense”

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BOAD

HE WAS EVERYTHING I LOATHED, THE CLOTHES, THE WALK, THE TALK, THE LIES, THE WAY HE SMOKED, THE WAY HE LAUGHED. I WANTED TO SHOW HIM WHAT HE WAS... NOTHING... NOTHING... HE WAS LESS THAN NOTHING.

For Malcolm McDowell, who plays *Boad*, the film’s cold, complex catalyst, Hodges’ work is remarkable. “One can’t help but be taken by Mike’s precise, accomplished direction.”

Malcolm McDOWELL: “Mike is a great friend and we always wanted to work together but I had to think twice about taking this role for there is a major scene which is quite horrible, something I refused to do, even in CALIGULA. But I am so impressed with Mike, who did this horrific sequence all in one shot. When you see it, it is very powerful without being salacious. I’m so happy things have come round for him and people are now saying he’s one of Britain’s all-time bests. He’s

a master who never got his due, until now. I also loved working with Clive Owen. He's a minimalist actor and terrific at what he does."

While filming I'LL SLEEP in the fall of 2002, McDowell was working contiguously with Hodges in London and Wales and Robert Altman in Chicago, where he had the leading male role, the artistic director of a ballet company, in Altman's latest, THE COMPANY. The roles were polar opposites for the versatile actor, whose 2002 retrospective at the Film Society of Lincoln Center's Walter Reade Theatre was their most successful. In addition to his landmark performances in Stanley Kubrick's A CLOCKWORK ORANGE, Lindsay Anderson's "if..." and "O LUCKY MAN!" and Nicholas Meyer's TIME AFTER TIME, rare prints of Karen Charknarazov's ASSASSIN OF THE TSAR and Michael Apted's THE COLLECTION, written by Harold Pinter, were also shown.

Mike HODGES: "Malcolm is a very brave actor. In this film he delivers a very measured and underplayed sense of this character. He brought honesty to the role and like the other actors, brought something that was just not on the page, elements which one can't anticipate, wonderful things. In his climactic scene with Clive, which required two heavyweight presences, you just watch him shrink before your eyes as the pettiness of his motivations are revealed."

Mike KAPLAN: "Several people remarked during dailies that Jonathan and Malcolm had uncanny similarities in their energy, which was probably heightened by their playing together but was also one of those symbiotic happenings that can occur when filming. Boad's jealous, psychotic stalking of Davey began to reflect the loss of his own youth."

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With both I'LL SLEEP WHEN I'M DEAD and GET CARTER set in an underworld milieu, there will be the inevitable comparisons between the two, particularly as the latter has been called the best British crime film ever made, with a number 16 ranking on the British Film Institute's list of the best British films of the century.

Mike HODGES: "Films about criminals and criminal events are ideally like autopsies of the society in which we live. When you open up the patient you can see the cause of the sickness. At best I am just a pathologist."

Hodges' GET CARTER was the gangster film that gave the genre a virulent dose of bleak realism and inspired all of the popular British crime films that followed, THE LONG GOOD FRIDAY, THE KRAYS, LOCK, STOCK AND TWO SMOKING BARRELS. Along with these, there were also two questionable remakes and Steven Soderberg paid homage to the original with THE LIMEY.

Set in Newcastle, GET CARTER captured the sickly smell of corruption that permeated the city. *Jack Carter* relished the crime life, and was drawn to it in order to live anywhere but "the craphouse" where he was born. *Will Graham* on the other hand, has been a feared criminal boss, who suffered a moral and emotional breakdown, and is trying to escape from the violence and depravation he was born into on the streets of south London.

Mike HODGES: "Unlike Carter, Will has become a recluse, living in a transit van, constantly on the move, working without identity. After three years in the forest, our story reveals how he is sucked back into his old world, a place that his younger brother still inhabits. It questions the nature of contemporary men, their changing role in society. It examines male anxiety in this macho milieu and the machismo code of honor."

In I'LL SLEEP WHEN I'M DEAD, some may also see what Michael Caine's Jack Carter might have become had he lived. Turner, the crime boss, played by Ken Stott, displays a ruthless humor and unrelenting intensity that served Carter well. One can see Carter adopting Turner's quasi demonic tones as he berates his driver for making the wrong turn or when correcting Mickser's "YES! NOT YEAH!"

Stott, sometimes referred to as an actor's actor, is well known for his starring role in the BBC drama, MESSIAH, and its sequel, and starred alongside Albert Finney and Tom Courtenay, in the original cast of the play, ART. He received an Olivier Award for Best Supporting Actor for the National Theatre's production of BROKEN GLASS.

Stott is also considered part of the Scott pack, the group of contemporary Scottish actors that includes Billy Connolly, Robbie Coltrane, Robert Carlyle and Alan Cumming. Among his film credits are: SHALLOW GRAVE, THE BOXER and PLUNKETT AND MACLEANE.

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Jamie Foreman plays Mickser, the key supporting role in the film, the gofer and second lieutenant who was Davey's minder and best friend. Mickser shows the most overt emotion in the film," says Hodges, who was taken by Foreman's brilliant performance in Gary Oldman's NIL BY MOUTH.

MICKSER

"WHAT AM I GOING TO DO? HE WAS MY FIFTH GEAR?"

Mike HODGES: "When Jonathan leaves the film, he passes the baton to Jamie, who establishes the community's sorrow for what has happened, before Clive takes over. He also makes the audience relax and take a breath when he's on screen, which is essential for the film to work."

Foreman has also appeared in Tim Burton's SLEEPY HOLLOW, Paul McGuigan's GANGSTER NO.1 and Shekhar Kapur's ELIZABETH and is currently filming a major mini-series he conceived, THE FAMILY.

Two familiar faces from CROUPIER have key roles as counselors, trying to help Will understand the psychological and physiological effects of Davey's assault. Alexander Morton, the psychologist (on crutches), played the casino manager in CROUPIER and currently stars on the hit British TV series "Monarch of the Glen." John Surnam, the desperate, sweating gambler whom the croupier gives a second chance, is the pathologist, who hesitates in revealing the implications of his information.

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Sylvia SYMS: "This is an adult film about adult horrors and adult emotions."

The legendary actress, who was a leading lady in some of the most important and socially conscious British films of the 1950's and 1960's, has always tried to get involved in projects with substance, "not the run-of-the-mill stereotyped versions of women we're so used to seeing."

Her work has included: Val Guest's EXPRESSO BONGO, opposite Laurence Harvey, about seedy Soho nightlife and its greedy ambitions; J. Lee Thompson's ICE COLD IN ALEX (DESERT ATTACK) with John Mills, the psychological war drama that remains one of England's most popular films: Roy Baker's FLAME IN THE STREETS, also with Mills,

about the Notting Hill race riots; Arthur Driefuss' *THE SQUARE FELLOW*, with Patrick McGoohan, from the Brendhan Behan play; Jeremy Summers' *THE PUNCH AND JUDY MAN*, opposite the noted melancholy comic Tony Hancock, and Basil Deardon's controversial *VICTIM*, in which she played the betrayed wife of the closeted gay lawyer, Dirk Bogarde.

As Davey's endearingly muddled landlady, Mrs. Barz, Syms brings humor, compassion and the history of a woman whom she sees as "probably being on the game when she was younger."

Sylvia SYMS: "Trevor Preston's script read like an interesting book. I couldn't put it down. I had to find out what happened next. That rarely happens. With most scripts I can usually predict the outcome. But not with *I'LL SLEEP WHEN I'M DEAD*."

The forthright Syms was also eager to work with Hodges, "who has been around for almost as long as I have. When we met, I knew we were on the same wavelength. I also knew the area very well, being from South London, so it was strange seeing Brixton, Deptford and Kennington again."

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I'LL SLEEP WHEN I'M DEAD was filmed over the course of five weeks in locations primarily in south London, centering around Brixton and Clapham, and one week in Wales, based in Fishguard. Fifty two locations were used during the intense 29-day shooting schedule, which included filming at the Strumble Head lighthouse during the worst storm to hit the Welsh coast in 20 years.

The production team, headed by line producer Eliza Mellor, was comprised of key personnel who had worked with Hodges on many of his previous films: director of photography Mike Garfath; camera operator Gordon Hayman; production designer Jon Bunker; costume designer Evangeline Averre; editor Paul Carlin and composer Simon Fisher-Turner.

Hodges, Garfath and Hayman have been together on five different projects and have a tight working relationship, almost like shorthand. Hodges is known for his intuitive resourcefulness and technical preparation, preferring to get each scene completed in one shot, and one take, if he can. He admits that's not always possible but "you can have a good go at it and lots of times it works out."

Mike HODGES: “There should be such simplicity in the storytelling that the director’s hand should not be seen, as far as I’m concerned. Mike Garfaith and Gordon Hayman fit the bill for me. You have to have an operator that understands what you are trying to do and the two of you will provide this flow. Gordie is my right arm basically. I just trust him.

And Mike Garfath has been absolutely amazing. Eighty percent of I’LL SLEEP was shot at night and nightshooting is a notoriously slow process. Mike was impeccable and fast. Shot in 29 days and it doesn’t look lit. I was thrilled seeing the graded print.”

Besides the preponderant night scenes, Preston’s script also had many car sequences. Hodges wanted to avoid the usual, uncomfortable filming of vehicle scenes on low loaders, listening to the dialogue on headphones or “cans.” He was also taken by the silent, dreamlike stillness of modern automobiles that approximate the feeling of being in a bubble. To achieve this cocoon-like state, he devised with his camera team and production designer Jon Bunker a controlled way of filming these scenes.

HODGES on music: “The main objective of every film is to get great performances and then it seems to me to leave them as untampered with as possible. If you ram a lot of music over them they are diluted. I have this theory that a loud sound track allows the audience to become like battery hens, filling their faces with food. If you have a quiet film however they concentrate on the film more than the popcorn, a state of mind that I endorse.”

Hodges has always used music sparingly in his films, yet it is always distinctive: Roy Budd’s renowned jazz score for GET CARTER; the Queen soundtrack in FLASH GORDON; Glenn Gould’s “Goldberg Variations” in THE TERMINAL MAN.

For I’LL SLEEP WHEN I’M DEAD, as with CROUPIER, Hodges has used the eclectic composer and performer Simon Fisher-Turner, who previously scored many of Derek Jarman’s films.

HODGES: “Simon doesn’t think of music as music. He thinks of it as sound and so his approach to film is completely different than that of any other composer. We never had an orchestral session. He constantly comes in with bits of music

and then you try it in various places. It has to do with the right sounds for the particular scenes you're doing."

Simon FISHER-TURNER: "The main thing we did initially was talk a lot. I tend to ask for adjectives. This somehow helps my process. Mike likes a theme, and a tune. It may seem simple, but it's not. He has a fine knowledge of music himself. Many directors with whom I've worked seem to have a vocabulary problem when it comes to describing their musical tastes and concepts. Young directors tend to want to push buttons as well. Mike does not! We simply look at the film in detail; spot it; discuss; look again. On I'LL SLEEP I did a lot of pre-production at home using a Macintosh® laptop. The music is jazz-driven but not jazz as such – disjointed jazz maybe. It's electro-acoustic jazz."

Hodges love of the craftsmanship of filmmaking extends to his editing preferences. While most films today are edited on the Avid ® digital computer, Hodges insisted on doing it the old fashioned way, with editor Paul Carlin, on a Steenbeck, "where you can hold the film and see the light through it."

HODGES on editing: "The reason I like working this way it is that you are constantly reminded that you are making a feature film to be seen on big screens and not a television film. Secondly, the precision with which you can edit on film is so much better than with a computer. On an Avid, you can do things speedily and try all sorts of things. But, I find that process confusing. When I am shooting the film, I am editing it in my head and there is only one version running through my brain. The computer facilitates various assemblies to be instantly circulated, but with all due respect, the editing process is a privilege that belongs to the director, the producer and the editor."

Paul CARLIN: "Editing I'LL SLEEP was in many ways the antithesis of post-production as it's usually experienced today. It was a distinctly cinematic process, unfettered by videotape and computer screens. The dailies were screened in a makeshift theater in a disused section of the Freeman's building on The Clapham Road, which was also the production office, editing room and occasional studio. The film was cut on a flatbed editing table and with its crisp, projected image we were never far from the feel of the cinema. During the latter part of post, no decision was made without the film being run in its entirety in a viewing theater. This allowed us to keep a broad and instinctive perspective on the film at a time when one is easily distracted by unnecessary fixations. Far from being just an

ideological choice, this process was essential to the way Mike makes films: precise, to the point, and with minute details and major themes given equal value.

Our only departure from the classical film cutting process was the soundtrack. We connected a 16 track digital recorder to the flatbed so that we could experiment with complex sound ideas from the early stages of the edit. This allowed Simon Fisher-Turner to supply raw ideas from the outset, and with sound designer, Max Bygrave, we could build a rich and dense soundtrack along with the picture. There are no effects in the film - it fades up at the beginning and down at the end, but like all Mike's films, beneath the direct storytelling there is endless complexity."

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Different audiences will be affected in different ways by I'LL SLEEP WHEN I'M DEAD.

Trevor Preston's deceptively simple screenplay is the foundation for an absorbing narrative that lets the audience experience issues and images to digest and ponder.

I'LL SLEEP WHEN I'M DEAD allows a first-rate group of talented artists to work at their best levels, inspired by Mike Hodges' elegant, inventive, and uncompromising way of making movies.

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