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presents

BEHIND THE CANDELABRA

A Jerry Weintraub Production

Running Time: 118 minutes

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BEHIND THE CANDELABRA

Academy Award® winners Michael Douglas and Matt Damon star in HBO Films' BEHIND THE CANDELABRA. Emmy®-winning producer Jerry Weintraub is the producer of the film, which is directed by Academy Award® winner Steven Soderbergh from a script by Oscar® nominee Richard LaGravenese and executive produced by Gregory Jacobs, Susan Ekins and Michael Polaire. Music for BEHIND THE CANDELABRA was adapted by the late Marvin Hamlisch.

Emmy® winner and Oscar® nominee Dan Aykroyd ("The Blues Brothers," "Driving Miss Daisy"), Golden Globe winner and Emmy® nominee Scott Bakula ("Men of a Certain Age," "The Informant!"), SAG Award winner and multiple Golden Globe nominee Rob Lowe ("Parks and Recreation," "The West Wing"), Tom Papa ("The Informant!," "Analyze That"), multiple Emmy® and Golden Globe nominee Paul Reiser ("The Things About My Folks," "Mad About You") and Oscar®, Golden Globe and Emmy® nominee Debbie Reynolds ("Singin' in the Rain," "The Unsinkable Molly Brown") co-star.

SHORT SYNOPSIS

Before Elvis, before Elton John, Madonna and Lady Gaga, there was Liberace: virtuoso pianist, outrageous entertainer and flamboyant star of stage and television. A name synonymous with showmanship, extravagance and candelabras, he was a world-renowned performer with a flair that endeared him to his audiences and created a loyal fan base spanning his 40-year career. Liberace lived lavishly and embraced a lifestyle of excess both on and off stage. In summer 1977, handsome young stranger Scott Thorson walked into his dressing room and, despite their age difference and seemingly different worlds, the two embarked on a secretive five-year love affair. BEHIND THE CANDELABRA takes a behind-the-scenes look at their tempestuous relationship – from their first meeting backstage at the Las Vegas Hilton to their bitter and public break-up.

SYNOPSIS

The year is 1977 and in a gay bar in Los Angeles, a young Scott Thorson (Matt Damon) makes the acquaintance of handsome ex-choreographer Bob Black (Scott Bakula). The two develop a close friendship and on a weekend get-away to Las Vegas, Bob takes Scott to the Hilton, where his friend Lee, better known as Liberace (Michael Douglas), is playing a sold-out show. Scott is awed by Liberace's flamboyant showmanship and piano virtuosity and when the two meet backstage, there is an instant attraction and mutual appreciation, which continues the next day over brunch at Lee's house.

Fast forward two weeks. Lee has flown Scott out to Vegas to deliver eye medicine for one of his prized dogs. Lee quickly develops a rapport with Scott, sharing his personal problems over champagne in his hot tub. So taken with the attractive young man, Lee asks Scott to move in with him and become his personal assistant. Scott agrees, against the better judgment of his foster parents, and returns to Vegas to live with Lee. Upon his arrival at the mansion, Scott is formally greeted by Lee's manager, Seymour Heller (Dan Aykroyd). Scott and Lee quickly develop a romantic relationship.

Scott enjoys his lavish new life as Liberace's boyfriend. In stark contrast to his days prepping animals for television commercials while living in rural California, Scott now spends his days poolside, being served lunch or shopping with Lee for jewelry, expensive suits and cars. Feeling a growing trust with Scott, Lee makes him the caretaker of his wigs and eventually introduces him into his Vegas act as the sparkling chauffeur who drives him on stage every night in his dazzling Rolls Royce.

The happy couple enjoy domestic bliss, as Lee loves to cook and Scott loves to eat. Numerous nights at home on the couch, snacking and watching Liberace's old television shows eventually catch up with them and their waistlines. While watching his appearance on *The Tonight Show*, Lee is horrified to realize how old he looks. Plastic surgeon Dr. Jack Startz (Rob Lowe) is called to the rescue, and assures Lee that he'll soon look twenty years younger. But Lee's concerns don't stop with his own appearance. He brings out a portrait of his younger self and asks Dr. Startz if he can make Scott look like him. He can, but first Scott will have to

lose weight. Thanks to a cocktail of drugs which Startz refers to as the “California diet,” Scott will lose 15 pounds in four weeks before undergoing complete facial reconstruction.

Scott questions the wisdom of allowing himself to be remade into Liberace’s likeness and discusses it with Bob. Surveying all he has and all the opportunities that Lee has given to him, he realizes it’s a small trade-off for this life of luxury.

Scott’s weight falls off as Lee recovers from surgery, and then Scott goes under the knife himself. Once the bandages come off, a fan mistakes him for Liberace’s son. Lee is ecstatic, and explores avenues to legally adopt Scott.

Lee and Scott visit with Lee’s mother, Frances (Debbie Reynolds), who says she wants to move in with them. Although Lee bought her a house nearby, she enjoys spending much of her time in the casino room at Lee’s mansion.

Despite his successful weight loss pre-surgery, Scott remains on the “California diet.” Dr. Startz assures him that it’s perfectly safe, but Scott’s moodiness and dependency cause concern. Lee orders him to stop, at which point Scott secretly begins exchanging the gifted jewelry for drugs behind Lee’s back.

Their relationship slowly begins to sour. Scott feels that their social lives have grown stale and longs for some diversion from their domestic routine. Lee speaks with Scott and suggests that their relationship is in such a good place, they can now see other people. However, Lee soon makes it clear that he doesn’t want Scott seeing anyone else. An argument ensues and the tension between them mounts.

As Scott slips further into his drug addiction, Lee takes interest in a fresh, young member of his opening act, The Young Americans. Cary is everything that Scott used to be when he first met Lee and Scott becomes aware of this competition for Lee’s affection. When Scott’s foster mother dies, a tenderhearted Lee consoles him, making him feel that he is back in Lee’s favor. But returning to Lee’s Las Vegas mansion after the funeral, Scott senses that something is seriously wrong when he is ignored by the staff. Learning that Lee has replaced him with young Cary, a rampage ensues and Scott destroys everything breakable in Lee’s bedroom before retreating to their L.A. penthouse. It’s not long before an entourage arrives to

forcibly remove Scott, who is at the peak of a drug binge. He resists, but is eventually forced out of the condo and out of Lee's life.

A legal battle ensues and Scott's paternity suit causes a scandal, suddenly thrusting their relationship and Lee's sexual orientation into the headlines. They eventually settle, leaving Scott with next to nothing.

Years later, while working at a postal center, Scott receives an unexpected phone call from Lee. He has AIDS and wants Scott to come visit him in Palm Springs. A visibly sick Lee tearfully tells Scott that no one made him happier. The feeling is reciprocal.

Lee dies shortly thereafter. His representatives try to convince the public that he died due to an anemia caused by a watermelon diet, but an autopsy reveals that he was the victim of AIDS. In the overflowing funeral church in Palm Springs, Scott closes his eyes and imagines what the funeral would be like if Lee had orchestrated it: The altar clears to reveal a magnificent stage awash in spotlights, onto which a glimmering Rolls Royce hearse emerges. A procession of dancers clad in rhinestones and feathers surround the casket and unveil a radiant Liberace who emerges in all-white regalia before drifting upward to an elevated piano. Liberace plays one final tune before thanking his audience, which, he notes, has made him the happiest piano player who has ever lived. Scott is the solo member of the audience.

ABOUT THE PRODUCTION

When producer Jerry Weintraub received a call from director Steven Soderbergh asking his thoughts on Liberace, Weintraub responded with unbridled enthusiasm, noting, “First of all, I knew Liberace and thought he was an extraordinary character way before his time. Secondly, when Steven is interested in doing something, I am immediately interested because he’s my favorite director.”

Soderbergh was working with Michael Douglas on “Traffic” some thirteen years earlier and the actor recalls: “Steven suddenly said ‘Have you ever thought about playing Liberace?’ and I thought, ‘Is he messing with me?’” Soderbergh admits: “I don’t know why that popped into my head, but Michael immediately launched into an impromptu impression of him that was excellent.” Their interest piqued by the spot-on performance, Soderbergh and executive producer Greg Jacobs started searching for a Liberace story.

Soderbergh was struggling with the framework. “I couldn’t find a way in. I didn’t want to do a traditional biopic and I didn’t know what the angle was. I told a writer friend of mine that I really wanted to do a Liberace project and I just didn’t know what the approach was and he said ‘You’ve got to read Scott Thorson’s book, *Behind the Candelabra*’. I said ‘that’s the best title I’ve ever heard’ and I read it and I thought ‘Now I know the way to get in – it’s got a finite period of time that we’re dealing with.’” They took the idea to Weintraub and reached out to “Ocean’s Eleven” alumnus Matt Damon to come on board in the role of Thorson. Oscar® nominee Richard LaGravenese was brought in to write the script.

Says Soderbergh, “It’s important that people understand that Liberace wasn’t a goof. He was a seriously talented, proficient musician. He was a real showman. That kind of ability is rare and it’s important that audiences recognize that – otherwise, it just becomes a cartoon, if you don’t take it seriously. He was really amazing.

“One of the aspects of the book and the story that appealed to me was that, at a certain point in the film, the discussions that they’re having are discussions that every couple has. And what’s unusual about it, obviously, is the environment in which these discussions are taking place. But we take the relationship seriously, because my feeling, based on the research we did,

indicated that it was a real relationship and it was, up to that point, I think, the longest relationship Liberace had had. I was very anxious that we not make a caricature, either of their characters or of the relationship.”

Weintraub credits Soderbergh for being the kind of director who attracts high-calibre actors to a film. Dan Aykroyd, Scott Bakula, Rob Lowe, Tom Papa, Paul Reiser and the indefatigable Debbie Reynolds lend their talent to the cast of characters. “Soderbergh is a sought-after director by actors. They want to work with him because he gives them so much,” explains Weintraub. “He’s just so good with the actors because he’s right there with the camera, he’s right in their face, and they know he gets it.”

Rob Lowe, who plays the infamous plastic surgeon Dr. Startz, is full of praise for Weintraub’s own contribution to the project. “Hollywood was a better place when there were more Jerrys – he is still relevant, still on top of his game. He loves movies with a passion. There was no reason Jerry needed to be on this set every day, but he was there at the beginning and he was there at wrap. He has done and seen more than you, me or anybody in the movie has ever thought of and forgotten more than we’ll ever know. He is there and he is in it to win it – he is truly inspirational.”

Shot in Los Angeles, Palm Springs and Las Vegas, BEHIND THE CANDELABRA is enriched by the authenticity of the filmmaking itself. Many of the locations, sets, costumes and props were connected directly to Liberace. The production filmed in Liberace’s L.A. penthouse; in the United Postal Center in West Hollywood, where Scott Thorson worked following the break-up; in Our Lady of Solitude Catholic Church, where Liberace’s Palm Springs funeral service was held; and on the stage and in the showroom of the LVH, the former Las Vegas Hilton, where Liberace used to perform.

“MR. SHOWMANSHIP”

Wladziu Valentino Liberace, known as Lee to his friends and Walter to his family, was born in West Allis, Wisconsin, USA in 1919, to a Polish mother and Italian father and, from the 1950s to 1970s, he was the highest-paid entertainer in the world. His concerts, recordings, motion pictures, TV appearances and endorsements spawned a huge, primarily female, fan base.

His father was a part-time French horn player whose love of music was instilled in his son at an early age. Liberace was barely four years old when he began to play the piano under his father's strict supervision and he immediately gave signs of his prodigious talent. Able to commit difficult pieces to memory by the age of seven, the young musician was heavily influenced by the great Polish pianist Paderewski and was further encouraged by meeting the great man after a concert in Milwaukee.

Although formally trained in classical piano, he gained extra-curricular experience playing popular music and jazz in a variety of situations, before making his concert debut at 20, with the Chicago Symphony Orchestra. Playing Liszt's Second Piano Concerto, he demonstrated the prodigious hand-span which he shared with the composer and which allowed him to develop some of the dazzling keyboard dexterity which became his signature performing style.

Forsaking the concert hall for the nightclub circuit, Liberace concentrated on his own characteristic musical style, which he called “pop with a bit of classics”, as he travelled around the United States with his custom-made piano, topped with his trademark candelabra. He had adopted the adornment after seeing Charles Vidor's 1945 biopic of Chopin, starring Cornel Wilde as the Polish composer and Merle Oberon as George Sand. The image became a ubiquitous and lifelong symbol of the performer, who even incorporated it into his autograph.

His first, sell-out concert with the Los Angeles Philharmonic at the Hollywood Bowl marked another landmark in Liberace's professional and personal development, when fearing that he would be invisible on the huge stage in his black tuxedo against a black piano, he

donned a gleaming white set of tails, the first of the flamboyant costume choices which enriched his subsequent career.

His fame was cemented by his television series, *The Liberace Show*, launched in 1952, which, once widely syndicated throughout the United States and in some 20 other countries, became one of the most popular shows of the 1950s. This exposure helped to launch his phenomenally successful series of live appearances at Madison Square Garden, and led to the succession of extravagant spectacles in Las Vegas and around the world, over more than 30 years, which made him one of the greatest entertainers of the 20th century.

A supremely talented and versatile performer, he played the piano, sang and danced and joked with the audience during his shows. He appeared in four feature films and in a number of television series in addition to his own and, although his recording career was overshadowed by his live performances, he achieved six gold albums and was listed in the Guinness Book of Records as the highest paid musician in the world.

Producer Jerry Weintraub was, on occasion, a dinner guest at Liberace's home and was always impressed with the star's graciousness and hospitality. As he recalls, "The Rolls-Royce you see on stage in the movie was his bar. We used to enter his house in Palm Springs through the garage and we'd sit down in the back of the Rolls-Royce and somebody would serve us drinks. He was a pretty wild guy!

"It's well-known in the industry and with other musicians that he was one of the great pianists of our time, or any time. But he became a great showman – and this was before Lady Gaga and Madonna and Elton John, etc. He wore these outlandish costumes and he came onstage and entertained people. They were enamored with this great show. He presented a spectacle every night." Weintraub had a very close professional involvement with Elvis Presley and readily acknowledges the influence that Liberace had on 'The King', whose Las Vegas shows of the '70s clearly reflected the glamour and flamboyance of Lee's onstage persona.

Michael Douglas has his own memories of Liberace. "I met him briefly two or three times when my father had a house in Palm Springs and Liberace had a house nearby. He had a very savvy sense of showmanship. Besides all his popularity in Las Vegas, it was the television show that made him so well-known to everybody in the world. He was probably the first

person to talk directly into the camera – it was one of his great abilities, to bring the audience into the room with him. And with that camp style, there was a genuine quality – about him and his performances and how happy he wanted to make people – that won everyone over."

Debbie Reynolds was another visitor to Liberace's homes in Los Angeles and Las Vegas and enjoyed a 35-year friendship with him that included dinners, after-show parties and late night drives in his limousine. "We'd all get together because we were all show people and enjoyed each other's company. Lee was the most fun of all because he liked to stay up late to tell stories and have good times. He was a wonderful, sweet, good man and my fondest memory of him is his unbelievable gift as a pianist. His music was so beautiful."

BENEATH THE RHINESTONES

Throughout his career, there was continuing curiosity about Liberace's private life – despite the steadfast devotion of his adoring female fans and his own obfuscations and denials. It was a time when celebrities were gay only in private and a public persona had to be protected. In the 1950s, Liberace sued and won a settlement against a London newspaper for insinuating that he was a homosexual. In the 1980s, Liberace still maintained the illusion of heterosexuality and his life with Scott Thorson remained behind the scenes. When Thorson sued Liberace for palimony after he was turned aside by the entertainer, Liberace continued to deny that he was gay or that they had been lovers. This was one of the things that attracted Jerry Weintraub to the story of *BEHIND THE CANDELABRA*. "I wanted to make a film to show how we've grown," says Weintraub, "to show the progression of our human race, of our country, of all the people in the world about this subject. Same-sex unions are recognized now and permitted in certain places. Being gay has lost its social stigma."

Michael Douglas relished the opportunity to portray the flamboyant entertainment legend: "It was really a treat to have the chance to play this part. Knowing you're not an impersonator, you're never going to be exactly like Liberace and you have to find the balance that makes you comfortable and makes Steven secure – and makes myself attractive to Matt! It

was a great love story – those guys really fell for each other – and there were a lot of wonderful, funny moments and joyful moments, but it ultimately ended in tragedy.”

Matt Damon also found the story of the relationship compelling. “I think Scott’s love was genuine, but I think it was complicated. He was a foster kid and was looking for a family – and Lee gave that to him. I think they had a profound love for each other. It ended badly, but there were a lot of wonderful moments, a lot of ups and downs and a lot of things that everybody goes through in long-term relationships. I don’t think Scott had an angle. I think he genuinely fell for him, which is why he was hurt, ultimately.

“There were aspects of their relationship that were absurd. There are aspects of all of our lives that are absurd – and they’re not absurd to us because they’re our lives. It was fun, but we weren’t giggling about it, we took it very seriously. We had fun making it, but it’s the kind of fun you have, when you’ve made a lot of movies and you see a script this good. It was so complex, their relationship and Richard (LaGravenese) seemed to nail a really interesting dynamic. I completely believed what he’d written. What it felt like was – a love story, a movie about a real, long-term relationship.

“And I think that, for Michael and me, that was a way in. We’re both married and we’ve both been in these relationships for a while and so we could relate. Richard wrote such a human script, that it was really easy for me to connect with the character and that relationship and to understand what was going on.”

Screenwriter LaGravenese sets the scene: “My mother had three sisters and they all loved Liberace and none of them knew he was gay. His audience just saw him as a wonderful entertainer and they truly believed he was single because Sonja Henie had broken his heart. But he was in his fifties and had a very strong sexual appetite – and he liked young, handsome men. He would put them in his act, driving him onto the stage in his bejeweled Rolls-Royce. And eventually, these men became spoiled and turned into what he would call ‘monsters’ – and they would reject him, or he got bored with them.

“Here was Scott Thorson, this young babe in the woods, a handsome young man whom nobody had taken care of and Liberace had a weakness for taking care of lost things. He clearly was attracted to this young man and Scott saw, in Liberace, a chance to live a better life, beyond

his foster home. He got drawn into this incredible world of Las Vegas and Los Angeles, the entertainment and show business and Liberace's incredible wealth and incredible generosity. And they were together five years."

THE LIBERACE LOOK

Production designer Howard Cummings had the daunting task of capturing Liberace's world from 1977 to 1982, needing to create 30 sets depicting the entertainer's life, both on stage and off, in just six weeks. Inspired by vast research and hours of watching Liberace footage, Cummings decided to embrace the numerous reflective surfaces, depicted as a metaphor for Liberace's life. The mirrored, glittery, sparkly aspect is reinforced throughout the film and every set, whether in the home or on stage, has mirrors, including an enormous one hanging over the stage in the "Dueling Pianos" number.

After Liberace's death, his trademark matching pianos were separated, one going to the Liberace Museum in Las Vegas and the other making its way to the Baldwin Piano showroom, where it remained until set decorator Barbara Munch-Cameron discovered it. For the production of the "Dueling Pianos" number in *BEHIND THE CANDELABRA*, the two pianos were reunited on stage more than 30 years later. In fact, all of the pianos used in the musical numbers were Liberace's own original instruments.

Coming from a Broadway background, Howard Cummings was inspired by Ray Arnett's original staging of Liberace's shows. He discovered that there were only two stages of a suitable size left in Las Vegas and one of these was at the LVH, formerly the Hilton hotel, and was the very platform on which the performer had regularly appeared. At almost twice the width of an average Broadway theatre stage, it was large enough to accommodate the two grand pianos and his extravagant sets, as well as allowing Liberace's 24 foot-long Rolls-Royce to deliver him to his audience. Las Vegas veteran Jerry Weintraub pointed out that the stadium seating in the renovated showroom was incapable of providing an authentic atmosphere and he arranged for it to be removed, the floor leveled and banquettes and tables brought in, to present

the theatre exactly as it was when Liberace played there. As Cummings remarked, “Redoing the entire house....you just feel that it’s really old Las Vegas. We weren’t just doing a little stage show. It was the whole world of Liberace again. Jerry was completely right and, to his credit, he made it all happen.”

For filming, Liberace’s Los Angeles penthouse was restored to its original late ‘70s-early ‘80s look. Cummings and Munch-Cameron conducted an exotic scavenger hunt to assemble the pieces of furniture, pianos, art, candelabras, lamps, etc., that once belonged to Liberace. The penthouse was outfitted with some of his actual décor, which had made its way to various antique dealers and prop houses over the years. They were able to reproduce the exact layout of furniture and décor for the rooms by studying photos kept by the landlord. One of the most unusual features was the kidney-shaped pool on the roof, with a fountain fed from the beaks of painted pottery birds and a tree made from fiber-optic cables, providing a colorfully changing light show.

Weintraub was familiar with the Liberace Museum in Las Vegas and approached the chairman and board of directors about borrowing various Liberace memorabilia – cars, pianos, costumes and jewelry – to be used in the film or to turn over to the art, props and costume departments for inspiration.

Costume designer Ellen Mirojnick, a longtime collaborator of Michael Douglas, was called upon to weave her magic to produce the numerous outfits – both on-stage and off – for Liberace and Scott, plus dress the rest of the cast in appropriate 70s/80s attire. Having access to Liberace’s actual costumes and jewelry preserved by the Liberace Museum aided and inspired her research. To create the entertainer’s elaborate and intricately designed wardrobe, Ellen worked closely with Hollywood’s finest wardrobe specialists, including Mary Ellen Fields at Hargate Costumes, master-tailor Dennis Kim, shirt-maker Anto Beverly Hills, boot-maker Maurizo Osorio at Western Costume, and a team of expert jewelers who replicated his ornate rings and jewelry. Both Michael Douglas and Matt Damon have more than 60 changes of costume throughout the film, each custom-made.

The two stars found that the extravagant, but perfectly researched outfits immediately put them in touch with the characters they were portraying; and the same was true of the rest of

the cast, as Ellen Mirojnick discovered: "It was the best show in the world watching these men transform. Each actor – put on the jewelry, the late 70's silhouetted clothes – and instantly became a peacock! It was really interesting to see men allowing themselves the luxury of being luxurious."

Mirojnick worked closely with production designer Cummings to determine which of Liberace's outfits should go with which musical number. His actual costumes consisted of furs and real, punched stones, causing them to weigh hundreds of pounds. To avoid this discomfort, Mirojnick experimented with various fabrics and decoration, testing their density, weight, glitter and shimmer quality, making sure that they read well for the camera and that the stage lighting would make them come alive. For one of his entrances, Liberace wore a \$300,000 white virgin fox coat, lined in \$100,000 worth of sequins and Austrian crystals, with a 16-foot train. It weighed a hundred pounds and was driven off stage in a miniature version of his Rolls-Royce. The coat Michael Douglas wears to replicate that scene is made of fake fur and Austrian crystals and weighs considerably less. As Mirojnick points out, the sheer bulk of Liberace's performance outfits explains why he spent his leisure time in robes and caftans.

The silver Rolls-Royce Landau that Matt Damon's character drives onstage during that particular scene is actually the same car Liberace used night after night in his Vegas act. Some of the cars shown parked in Liberace's driveway in the film are also from the Museum.

Liberace earned a vast fortune during his career and loved to display it. Modeling himself after his idol, mad King Ludwig II of Bavaria, he acquired homes, clothes, automobiles, jewelry, mirrors, and pianos – always looking to add more glitter and glamour.

ABOUT THE FILMMAKERS

STEVEN SODERBERGH (Director)

Steven Soderbergh reunites with Michael Douglas ("Traffic," "Haywire") and Matt Damon ("The Informant!," "Contagion," "Ocean's Eleven," "Ocean's Twelve" and "Ocean's Thirteen"), as well as producer Jerry Weintraub, on BEHIND THE CANDELABRA. Soderbergh won an Academy Award® for Best Director for "Traffic" in 2000, earning dual Best Director Oscar® nominations that year, also receiving a nomination for "Erin Brockovich." Soderbergh's feature film directorial debut, "Sex, Lies, and Videotape," garnered him an Academy Award® nomination for Best Original Screenplay. The film also won the Palme d'Or at the 1989 Cannes Film Festival.

Soderbergh's recent films include "Side Effects", starring Jude Law, Rooney Mara, Catherine Zeta-Jones and Channing Tatum, "Magic Mike," "Haywire" and "Contagion," Among his other credits are the Spalding Gray documentary "And Everything Is Going Fine," "The Informant!," "The Girlfriend Experience," "Che," "The Good German," "Bubble," "Solaris," "Full Frontal," "The Limey," "Out of Sight," "Schizopolis," "The Underneath" and "Kafka." His film "Equilibrium" was one of a trio of short eroticism-themed films released as "Eros," and also included segments directed by Michelangelo Antonioni and Wong Kar-wai. "Eros" premiered at the 2004 Venice Film Festival.

Soderbergh has produced or acted as executive producer of a wide range of features, including Lynne Ramsay's "We Need to Talk About Kevin"; "His Way," the HBO documentary on Jerry Weintraub, directed by Douglas McGrath; Brian Koppelman and David Levien's "Solitary Man"; Todd Haynes' "I'm Not There" and "Far from Heaven"; Tony Gilroy's "Michael Clayton"; Marina Zenovich's HBO documentary "Roman Polanski: Wanted and Desired"; Gregory Jacobs' "Wind Chill" and "Criminal"; George Clooney's "Good Night, and Good Luck" and "Confessions of a Dangerous Mind"; Richard Linklater's "A Scanner Darkly"; Rob Reiner's "Rumor Has It..."; Stephen Gaghan's "Syriana"; Lodge Kerrigan's "Keane"; John Maybury's "The Jacket"; Christopher Nolan's "Insomnia"; Anthony and Joseph Russo's "Welcome to Collinwood"; Gary Ross' "Pleasantville"; and Greg Mottola's "The Daytrippers."

In December 2009 Soderbergh created and directed the play "Tot Mom" at the Sydney Theatre Company, simultaneously filming "The Last Time I Saw Michael Gregg," an improvised comedy starring the cast of "Tot Mom."

RICHARD LAGRAVENESE (Writer)

Richard LaGravenese earned Academy Award®, BAFTA and Writers Guild of America award nominations for the screenplay of "The Fisher King." His other writing credits include "Water for Elephants," "Beloved," "The Horse Whisperer," "The Mirror Has Two Faces," "Unstrung Heroes," "The Bridges of Madison County," "A Little Princess" and "The Ref." LaGravenese wrote and directed the films "P.S. I Love You," "Paris Je T'aime," "Living Out Loud" and "Beautiful Creatures," as well as "Freedom Writers," which was awarded the Humanitas Prize for Best Screenplay. He also directed the Emmy®-nominated documentary "A Decade Under the Influence."

JERRY WEINTRAUB (Producer)

Jerry Weintraub, subject of the HBO documentary "His Way" (on which Steven Soderbergh was executive producer) and the bestselling autobiography "When I Stop Talking, You'll Know I'm Dead: Useful Stories From A Persuasive Man," has been a staple in show business for more than five decades. Weintraub began his career as a concert promoter, working with the likes of Elvis Presley, Frank Sinatra, Led Zeppelin, Bob Dylan, Neil Diamond and John Denver. He received Primetime Emmy® nominations five years in a row, from 1974 to 1978 for the music specials "The John Denver Show," "An Evening with John Denver," "Rocky Mountain Christmas," "Neil Diamond: Love at the Greek" and "Neil Diamond: I'm Glad You're Here with Me Tonight," winning for 1974's "An Evening with John Denver."

Weintraub reunites with Steven Soderbergh and Matt Damon, the director and star of his hit film series, "Ocean's Eleven," "Ocean's Twelve" and "Ocean's Thirteen," for BEHIND THE CANDELABRA. His producing credits also include the "Karate Kid" trilogy, "Nancy Drew," "The Independent," "The Soldier," "The Avengers," "Vegas Vacation," "The Specialist,"

"The Next Karate Kid," "Pure Country," "My Stepmother Is an Alien," "Happy New Year," "Diner," "All Night Long," "Cruising," "Oh, God!," "September 30, 1955" and "Nashville." His TV credits include the HBO documentary "41," plus "The Cowboy and the Ballerina," "The Karate Kid," "Rocky Mountain Holiday with John Denver and the Muppets," "John Denver: The Higher We Fly," "John Denver: Music and the Mountains," "The Carpenters: Music, Music, Music," "Rocky Mountain Reunion," "Dorothy Hamill Presents Winners," "The Dorothy Hamill Special," "Father O Father," "John Denver and Friend" and "Frank Sinatra: The Main Event."

GREGORY JACOBS (Executive Producer)

Gregory Jacobs continues his collaboration with Steven Soderbergh, for whom he most recently produced "Side Effects." Other films Jacobs has produced for Soderbergh include "Magic Mike," "Haywire," "Contagion," "The Informant!," "The Girlfriend Experience," "The Good German," "Full Frontal," "Bubble," and "Equilibrium," Soderbergh's segment of a trio of short films released together as "Eros." He also produced the upcoming "All You Need Is Kill."

Jacobs was the executive producer on Soderbergh's two part Spanish-language film "Che," which had its debut at the 2008 Cannes Film Festival where Benicio Del Toro received the Best Actor Award. He also executive produced "Ocean's Thirteen," "Ocean's Twelve," and "Solaris." Jacobs was First Assistant Director on "Traffic," "Erin Brockovich," "The Limey," "Out of Sight," "The Underneath," and "King Of The Hill." His directorial credits include "Wind Chill" and "Criminal," which he also wrote.

SUSAN EKINS (Executive Producer)

Susan Ekins served as executive producer on the films "The Karate Kid," "Nancy Drew," "Ocean's Eleven," "Ocean's Twelve," "Ocean's Thirteen," "Soldier," "The Avengers" and "Vegas Vacation." Her associate producer credits include "The Specialist," "The Next Karate Kid," "Pure Country," "Reed Down Under" and "The Karate Kid, Part II."

MICHAEL POLAIRE (Executive Producer)

Michael Polaire was nominated for an AFI Award for the 2001 film "Mulholland Drive." He was executive producer of Soderbergh's "Haywire" and "Contagion," in addition to "Speaking of Sex" and "The Straight Story." His other production credits include Soderbergh's "The Informant!" and "Solaris," as well as "Another Day in Paradise," "Carrier," "Team America: World Police," "CQ," "A Simple Plan," "Flubber," "Eye for an Eye," "Monolith" and "You Talkin' to Me?"

HOWARD CUMMINGS (Production Designer)

Howard Cummings first collaborated with director Steven Soderbergh in 1995, with the production design for the thriller "Underneath", resuming the association in 2011, with the successive productions "Contagion," "Haywire," "Magic Mike" and "Side Effects." His other credits include Alan Rudolph's "Mortal Thoughts," Bryan Singer's "The Usual Suspects," Renny Harlin's "The Last Kiss Goodnight," Francis Ford Coppola's "The Rainmaker," Bruce Beresford's "Double Jeopardy," John Schlesinger's "The Next Best Thing" and Chris Columbus' "Rent" and "Percy Jackson & The Lightning Thief."

ELLEN MIROJNICK (Costume Designer)

Ellen Mirojnick first worked with Michael Douglas in 1986, as costume designer on "Fatal Attraction", followed immediately by "Wall Street," then "Black Rain," "Basic Instinct," "The Ghost and the Darkness," "A Perfect Murder," "Don't Say A Word", "It Runs In The Family," "The Sentinel," "King of California" and "Wall Street: Money Never Sleeps." She also designed the costumes for a variety of movies, including "Cocktail," "Chaplin" (for which she received a BAFTA nomination), "Cliffhanger," "Speed," "Strange Days," "Mulholland Falls," "Face/Off," "America's Sweethearts" and "G.I. Joe: The Rise of Cobra."

MARVIN HAMLISCH (Music Adaptation & Executive Music Producer)

Marvin Hamlisch achieved his first milestone at age seven, when he became the youngest person ever accepted to the prestigious Juilliard School of Music. He went on to an illustrious composing career that included nominations for 12 Academy Awards®, 11 Golden Globes, four Grammys, 12 Tonys and seven Primetime Emmys®, for such films as “The Mirror Has Two Faces,” “Shirley Valentine,” “Sophie’s Choice,” “Ice Castles,” “Same Time, Next Year,” “The Spy Who Loved Me,” “Kotch” and Steven Soderbergh’s “The Informant!” In 1974 he swept the Academy Awards®, becoming the first person in history to win Oscars® in all three music categories the same year for “The Way We Were,” for which he also received a Grammy and Golden Globe. Two years later, he received a Pulitzer Prize for Drama for the Broadway production of “A Chorus Line,” making him one of only two people to have won Emmy®, Grammy, Oscar®, Tony, and Pulitzer Prize awards. When not composing music for film and television, he could often be found conducting major symphony orchestras. Marvin Hamlisch passed away Aug. 6, 2012. BEHIND THE CANDELABRA was his final film.

ABOUT THE CAST

MICHAEL DOUGLAS (Liberace)

Michael Douglas, who has more than 40 years of experience in film, television and theater, earned an Academy Award® and a Golden Globe for playing Gordon Gekko in Oliver Stone's 1987 blockbuster "Wall Street," and received a Golden Globe nomination for the sequel, "Wall Street: Money Never Sleeps," 23 years later. He also received Golden Globe nominations for "Wonder Boys," "The American President," "The War of the Roses," "Streets of San Francisco" and "Hail, Hero!" and was presented the Cecil B. DeMille Golden Globe Award for outstanding contributions to the world of entertainment in 2004. Douglas has been nominated for four Primetime Emmy® Awards, three for "The Streets of San Francisco" and one for a guest actor performance on "Will & Grace." Douglas was named a United Nations Messenger of Peace in 1998, and received an AFI Lifetime Achievement Award in 2009.

BEHIND THE CANDELABRA reunites Douglas with Steven Soderbergh, having worked with the director in "Traffic" and "Haywire." Douglas' other films include "Solitary Man," "Ghosts of Girlfriends Past," "King of California," "The Sentinel," "The In-Laws," "It Runs in the Family," "Don't Say a Word," "One Night at McCool's," "A Perfect Murder," "The Game," "Disclosure," "Falling Down," "Basic Instinct," "The War of the Roses," "Black Rain," "Fatal Attraction," "A Chorus Line," "The Jewel of the Nile," "Romancing the Stone," "The Star Chamber," "The China Syndrome," "Coma" and the recently completed "Last Vegas," co-starring Robert De Niro, Morgan Freeman and Kevin Kline. Douglas was also seen with his father, Kirk, in the intimate HBO documentary "A Father...A Son...Once Upon a Time in Hollywood."

Douglas is also an accomplished producer. In 1976, he won an Academy Award® for producing "One Flew Over the Cuckoo's Nest" and in 2009 accepted a Lifetime Achievement in Motion Pictures Award from the Producers Guild of America.

MATT DAMON (Scott Thorson)

Matt Damon stars in his seventh film for Steven Soderbergh with *BEHIND THE CANDELABRA*, previously working with him in *"The Informant!"*, *"Contagion,"* *"Che,"* *"Ocean's Eleven,"* *"Ocean's Twelve"* and *"Ocean's Thirteen,"* and reunites with *"Ocean's"* executive producer Jerry Weintraub. Damon received Academy Award®, Golden Globe and Screen Actors Guild award nominations for *"Invictus."* His performance in *"Good Will Hunting"* garnered him Academy Award® and Golden Globe award nominations and he received Golden Globe award nominations for Soderbergh's *"The Informant!"*, as well as *"The Talented Mr. Ripley."* Damon starred as Jason Bourne in the thrillers *"The Bourne Identity,"* *"The Bourne Supremacy"* and *"The Bourne Ultimatum."*

Damon's credits also include the recent *"Promised Land,"* plus *"We Bought a Zoo,"* *"Margaret,"* *"The Adjustment Bureau,"* *"True Grit,"* *"Hereafter,"* *"Green Zone,"* *"The Good Shepherd,"* *"The Departed,"* *"Syriana,"* *"The Brothers Grimm,"* *"Stuck on You,"* *"Gerry,"* *"All the Pretty Horses,"* *"The Legend of Bagdad Vane,"* *"Dogma,"* *"Rounders,"* *"Saving Private Ryan,"* *"The Rainmaker,"* *"Chasing Amy,"* *"Courage Under Fire,"* *"Geronimo: An American Legend"* and *"School Ties."*

He also received an Academy Award® and a Golden Globe Award for co-writing *"Good Will Hunting,"* and was nominated for three Primetime Emmy® Awards as executive producer of the three seasons of the documentary series *"Project Greenlight."*

DAN AYKROYD (Seymour Heller)

Dan Aykroyd was nominated for an Academy Award® for *"Driving Miss Daisy,"* and a Primetime Emmy® for *"Saturday Night Live,"* and shares a Primetime Emmy® win with his fellow *"Saturday Night Live"* writers. Aykroyd wrote and starred in such films as *"Ghostbusters,"* *"Ghostbusters II,"* *"The Blues Brothers"* and *"Coneheads."* He also appeared in *"The Campaign,"* *"50 First Dates,"* *"Crossroads,"* *"Pearl Harbor,"* *"The House of Mirth,"* *"The Blues Brothers 2000,"* *"Gross Pointe Blank,"* *"My Girl,"* *"My Girl 2,"* *"Chaplin,"* *"Sneakers,"* *"My Stepmother Is an Alien,"* *"Caddyshack II,"* *"The Great Outdoors,"* *"Dragnet,"* *"Indiana*

Jones and the Temple of Doom," "Trading Places," "Neighbors" and "1941," among others.

SCOTT BAKULA (Bob Black)

Scott Bakula starred in the series "Men of a Certain Age" and "Chuck." In 1992 he won a Golden Globe for playing Dr. Sam Beckett in the TV series "Quantum Leap," and received two additional Golden Globe nominations and four Primetime Emmy® nominations for the same role. Bakula's film credits include "American Beauty," "Life as a House," "Necessary Roughness," the animated "Cats Don't Dance" and Steven Soderbergh's "The Informant!"

ROB LOWE (Dr. Jack Startz)

Rob Lowe currently stars as Chris Traeger in the comedy series "Parks and Recreation." He received a Primetime Emmy® nomination and four Golden Globe nominations for "The West Wing," and shared two Screen Actors Guild awards for Best Ensemble with his "West Wing" co-stars. Lowe's other TV credits include "Californication," "Drew Peterson: Untouchable," "Young Justice," "Brothers and Sisters," "Perfect Strangers," "Salem's Lot" and "The Stand." His film credits include "Thank You for Smoking," the "Austin Powers" films, "Contact," "Mulholland Falls," "Tommy Boy," "Wayne's World," "Illegally Yours," "Masquerade," "Square Dance," "About Last Night..." "Youngblood," "St. Elmo's Fire," "Oxford Blues," "The Hotel New Hampshire," "Class" and "The Outsiders."

TOM PAPA (Ray Arnett)

Tom Papa, best known for his standup comedy, has performed on "The Tonight Show with Jay Leno," "The Oprah Winfrey Show," "Late Show with David Letterman," "Conan," "CBS This Morning," "Lopez Tonight" and "Today." His film credits include Steven Soderbergh's "The Informant!" "Fudgy Wudgy Fudge Face," "The Life Coach," "Analyze That" and the Golden Globe-nominated "Bee Movie." Papa also wrote and hosted the TV series "The Marriage Ref."

PAUL REISER (Mr. Felder)

Paul Reiser earned six Primetime Emmy® nominations, four Golden Globe nominations and two Screen Actors Guild Award nominations for playing Paul Buchman in the hit comedy series "Mad About You." He appeared in the films "One Night at McCool's," "Bye Bye Love," "Mr. Write," "Family Prayers," "The Marrying Man," "Crazy People," "Cross My Heart," "Beverly Hills Cop," "Beverly Hills Cop 2," "Aliens," "Odd Jobs" and Jerry Weintraub's "Diner." His other TV credits include "The Paul Reiser Show," HBO's "Curb Your Enthusiasm," "Women vs. Men," "Strange Relationships," "The Tower," "My Two Dads," "Walt Disney's Wonderful World of Color," "George Burns Comedy Week," "From Here to Maternity," "Sunset Limousine" and "Remington Steele."

DEBBIE REYNOLDS (Frances Liberate)

Debbie Reynolds was an Academy Award® and Golden Globe nominee for the title role of "The Unsinkable Molly Brown." At the age of 19, she starred in the classic musical "Singin' in the Rain" and went on to star in a multitude of other films. Reynolds' films "Bundle of Joy" and "Mother," as well as her TV show, "The Debbie Reynolds Show," earned her more Golden Globe nominations. The Hollywood Foreign Press had recognized her in 1951 with the Most Promising Newcomer Golden Globe Award after she appeared in "Three Little Words."

Her long list of film credits also includes "One for the Money," "In & Out," "Mother," "The Bodyguard," "Charlotte's Web," "Divorce American Style," "The Singing Nun," "Goodbye Charlie," "Mary, Mary," "My Six Loves," "How the West Was Won," "The Second Time Around," "The Pleasure of His Company," "The Gazebo," "The Mating Game," "This Happy Feeling," "Tammy and the Bachelor," "The Catered Affair," "The Tender Trap," "Susan Slept Here," "The Affairs of Dobie Gillis" and "The Daughter of Rosie O'Grady." She also appeared in "The Christmas Wish" and the "Halloweentown" TV movies.

BEHIND THE CANDELABRA

CREDITS

FILMMAKERS

Directed by	STEVEN SODERBERGH
Screenplay by	RICHARD LaGRAVENESE
Based on the book by	SCOTT THORSON
	and
	ALEX THORLEIFSON
Produced by	JERRY WEINTRAUB
Executive Producers	GREGORY JACOBS
	SUSAN EKINS
	MICHAEL POLAIRE
Casting by	CARMEN CUBA
Music adapted by	MARVIN HAMLISCH
Costume Designer	ELLEN MIROJNICK
Production Designer	HOWARD CUMMINGS

HBO FILMS Presents
A JERRY WEINTRAUB Production

CAST AND CREW

Liberace	MICHAEL DOUGLAS
Scott Thorson	MATT DAMON
Seymour Heller	DAN AYKROYD
Bob Black	SCOTT BAKULA
Dr. Jack Startz	ROB LOWE
Ray Arnett	TOM PAPA
Scott's Attorney	PAUL REISER
Carlucci	BRUCE RAMSAY
Mr. Y	NICKY KATT
Billy Leatherwood	CHEYENNE JACKSON
Tracy Schnelker	MIKE O'MALLEY
Adoption Attorney	DAVID KOECHNER
Cary James	BOYD HOLBROOK
Frances Liberace	DEBBIE REYNOLDS
Rose Carracappa	JANE MORRIS
Joe Carracappa	GARRETT M. BROWN
"Liberace" Piano Double	PHILIP FORTENBERRY
First Assistant Director	GREGORY JACOBS
Music Supervisor	EVYEN J KLEAN
Choreographer	MARGUERITE DERRICKS

Supervising Art Director PATRICK M. SULLIVAN, JR.

Department Head Make-Up KATE BISCOE

Make-Up Artist to Mr. Douglas TODD KLEITSCH
Make-Up Artist to Mr. Damon CHRISSIE BEVERIDGE

“Liberace” Make-Up Effects STEPHEN M. KELLEY
“Scott” Make-Up Effects HIROSHI YADA

Department Head Hair MARIE LARKIN

Hair Stylist to Mr. Douglas KERRIE SMITH
Hair Stylist to Mr. Damon KAY GEORGIOU

Special Effects Supervisor JOSH HAKIAN

Post-Production Supervisor DAVID KIRCHNER

First Assistant Editor COREY BAYES

Piano Performances by Liberace

“Tico Tico”

Written by Zequinha Abreu and Ervin Drake
Courtesy of Columbia Records
By arrangement with Sony Music Licensing

“Nola”

Written by Felix Arndt
Courtesy of Columbia Records
By arrangement with Sony Music Licensing

“When Liberace Winks At Me”

Written by Bobby Gimby and Jonny Wayne
Sung by Libby Morris

“Love Is Blue”

Written by Andre Charles Jean Popp, Pierre Cour, and Bryan Andre Blackburn
Courtesy of Geffen Records
Under license from Universal Music Enterprises

“Kitten On The Keys”

Written by Edward Zez Confrey
Courtesy of Columbia Records
By arrangement with Sony Music Licensing

Piano Performances by Randy Kerber

"The Liberate Boogie"

Written by Liberate

"Begin The Beguine"

Written by Cole Porter

"Carioca"

Written by Edward Eliscu, Gus Kahn, and Vincent Youmans

"Sincerely Yours"

Written by Liberate and Paul Francis Webster

"Nocturne in E-flat Major, Op. 9, No. 2"

Written by Frédéric Chopin

"The Impossible Dream"

Written by Joseph Darion and Mitch Leigh

Performed by Michael Douglas

"Why Do I Love You"

Written by Hans Engelmann and Mary Carolyn Davies

Performed by Michael Douglas

"Nola"

Written by Felix Arndt

Additional Music

"I Feel Love"

Written by Peter Bellotte, Giorgio G. Moroder, and Donna Summer

Performed by Donna Summer

Courtesy of The Island Def Jam Music Group

Under license from Universal Music Enterprises

"Déjà Vu"

Written by Adrienne Anderson and Isaac Hayes

Performed by Dionne Warwick

Courtesy of Arista Contemporary/RCA Records

By arrangement with Sony Music Licensing

"Have Yourself A Merry Little Christmas"

Written by Ralph Blane, Hugh Martin, and M. Martin

Performed by Johnny Mathis

Courtesy of Columbia Records

By arrangement with Sony Music Licensing

"Living Inside Myself"

Written and Performed by Gino Vannelli

Courtesy of Arista Contemporary/RCA Records

By arrangement with Sony Music Licensing

"I Belong With You"
Written by Marvin Hamlisch & Rupert Holmes

"Prelude in E Minor, Op. 28, No. 4"
Written by Frédéric Chopin
Performed by Idil Biret
Courtesy of Naxos
By arrangement with Source/Q

"If I Ever Lose This Heaven"
Written by Leon Ware and Pam Sawyer
Performed by Average White Band
Courtesy of Atlantic Recording Corp. and AWB Classics Ltd.
By arrangement with
Warner Music Group Film & TV Licensing

"It's Beginning To Look Like Christmas"
Written by Meredith Willson
Performed by Johnny Mathis
Courtesy of Columbia Records
By arrangement with Sony Music Licensing

Soundtrack available on Elektra Records

The Producers Wish to Thank:
STEVEN KATZ
MARSHALL GROSSMAN
BERNIE YUMAN

STATE OF CALIFORNIA AND THE CALIFORNIA FILM COMMISSION
THE LIBERACE FOUNDATION FOR THE PERFORMING AND CREATIVE ARTS

LVH – LAS VEGAS HOTEL AND CASINO
RICK WHITE CAMI CHRISTENSEN
CHRISTOPHER DUPERRE TONY TAUBER

BAHMAN SEDIGHAN

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This film is a dramatization based on certain facts. Some of the names have been changed, and some of the events and characters have been fictionalized or composited for dramatic purposes.

In loving memory of Marvin Hamlisch.