



35. Venice
International Film
Critics' Week

TOPSIDE

A film by Logan George and Celine Held

Starring: Zhaila Farmer, Celine Held, Jared Abrahamson, Fatlip



****WINNER - Special Jury Recognition for Directing - SXSW Film Festival 2020****

****OFFICIAL SELECTION - SXSW Film Festival 2020****

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Short synopsis

Underneath the streets of New York City, a five-year-old girl and her mother live among a community that has claimed long-abandoned subway tunnels as home. When the pair is forced to flee above ground into a cold winter night, mother and daughter are plunged into a challenging world of chaos and tragedy that makes their uncertain underground life seem idyllic by comparison. Deftly weaving escalating suspense with sharp bursts of humanity in a nocturnal urban tangle, TOPSIDE marks the feature-filmmaking debut of Logan George and Celine Held (who also stars) and introduces astonishing first-time performer Zhaila Farmer in this affecting tale of the deep love and sacrifice rooted in the parent-child bond.

Long synopsis

Nikki (Celine Held) and her five-year-old daughter Little (Zhaila Farmer) live a perilous but close-knit and loving existence in the cavernous subway tunnels beneath Manhattan. When city officials raid their encampment, mother and daughter are forced "topside" into a nocturnal world that is even more chaotic, menacing and unpredictable than their subterranean routine. Featuring an astonishing central performance by Farmer, making her feature-film debut, filmmakers Logan George and Celine Held (who also stars as Nikki) cast a child's-eye gaze onto two very different environments — one unspooling in muted darkness, the other in harsh and blinding light — eliciting wonder, fury and suspense out of a mother's desperate and heartbreaking attempts to keep her child safe from harm across one frantic and frigid wintry night.

A CONVERSATION WITH FILMMAKERS LOGAN GEORGE AND CELINE HELD

How did you two meet?

Celine Held: Logan and I met at New York University in 2010, as drama majors. After graduating in 2012, we drifted apart, and during that time, I started writing the script for TOPSIDE. I sent the initial script to Logan in 2014.

Logan, what were your first thoughts on the material?

Logan George: I was drawn to this idea of a community that was living and flourishing underground; I felt like cinematically it was something that had never been seen before. Because of this concept, we started working together professionally.

When did you first start going down into the tunnels beneath Manhattan?

CH: The first time I went down was in 2012, but there was no one living down there anymore; I was actually arrested for trespassing. But I saw a lot of remnants of the community that lived down there in the '80s and '90s. In 2014 and 2015, in order to concentrate on the script, I took Logan to the Freedom Tunnel, which runs down the west side of Manhattan from 125th Street to 72nd Street, it's currently used by Amtrak trains.

LG: This tunnel fell into abandonment in the 1980s, when dozens and even hundreds of people made it into a community before they were evicted. Now it's illegal to go there, but we've been down a few times.

How did you research the tunnel communities when there was no evidence left of their existence?

LG: The city had cleared out virtually everything that indicated people have lived down there, out of safety for the trains that pass through daily. All that remains is the graffiti, and even that's been washed away to a certain extent. This graffiti artist Chris Pape, a.k.a. Freedom, brought the tunnel to its elevated status in the '70s and '80s by spray painting these incredible murals underneath some light shafts, these

gigantic pieces of art, which gave the space more of a community feel. He's now in his mid-40s and living in Brooklyn, so we eventually got in touch with him, sent him our script, and he gave it his stamp of approval on the look and feel of the tunnels we created. We eventually hired him to recreate some of his own works from the original Freedom Tunnel in our tunnel we shot in during the production of *Topside*.

*Was Jennifer Toth's book *The Mole People* a major influence on your story?*

CH: Yes. In 2009/10, I was working for a non-profit on the Lower East Side during my freshman year at NYU, working with disadvantaged kindergartners and also babysitting kids on the Upper West Side. I read *The Mole People* while I was working, and really sensing the difference between these two sets of kids - the more privileged kids I was babysitting, and the children in the kindergarten. In *The Mole People*, I came across the line referring to "adults as young as five," which became part of our movie, and I felt like a whole world clicked into place. I wanted to tell a story that was cinematic, like *The Mole People*, but also something people could connect to, and was very human, like some of the stories I came into contact with working with young children from very different backgrounds.

LG: *The Tunnel: The Underground Homeless of New York City* by Margaret Morton was also very influential on our script, as was Teun Voeten's *Tunnel People*.

When did you start making short films about homelessness?

CH: We made a short film in Texas called "Caroline," which was shortlisted for the Palme d'Or at Cannes, played at Telluride, and was shortlisted for the Academy Award. But we actually made two documentaries as research for TOPSIDE, one of which is an interactive exhibition called *50 Moments*. We interviewed more than 50 people currently experiencing homelessness in New York City, between 2015 and 2018, editing them into minute-long pieces. The other piece, *Mornings*, came out of us being the first-ever film crew to enter family shelters in the United States. We filmed three different families across New York from the moment they wake up until they leave for work or school. Both of these projects were a huge influence on our script for TOPSIDE, in terms of our major characters and how we came to develop the story.

What did you learn from making these films?

LG: We always saw it as research, but the research had merit unto itself, which is how the documentary projects were born. We wanted to find authenticity, which led to us recording and filming so many of our interviews.

CH: Some of the people from both documentary projects have become very good friends, and went on to appear in TOPSIDE, as cast or crew members. All of our projects have been very collaborative, and we've tried not to be precious about the script or documentaries, being as open as we could to everything our subjects wanted to share with us. TOPSIDE is ultimately a very contained story; we don't want it to stand for anything bigger than what it tells. But in researching for it, we came into contact with some truly incredible stories, and incredible people who helped us shape this world.

How did you find the right tunnel for the movie?

LG: We could have recreated the Freedom Tunnel and its community on a soundstage, with its unique shack-like living spaces, but it was important to us to film in an actual tunnel so we could make use of the unique acoustics and interiors. We started looking for tunnel systems in the United States, and found some in Ohio and Las Vegas, but they weren't quite as evocative as the original Freedom Tunnel, where in certain places you could look straight ahead for almost a mile. We needed something with that kind of scale. Within New York State, Celine found this tunnel in Rochester that the city didn't know what to do with — it's over a mile long and quite clean with very little natural light, like a big black box. You could be in the middle of it and it's pitch black. It was built during the same decade as the Freedom Tunnel, so it shared similar architecture, and it took us out of New York City, which financially made things more feasible.

How did you come to cast Zhaila Farmer in the lead role as five-year-old Little?

CH: Jennifer Venditti (UNCUT GEMS) only cast the lead role of our film because she was tied up with other projects. After she read the script, she wanted to meet with us, because she felt a deep connection with the story, and as it turned out, she had already found Little. She was casting for HBO's "Euphoria," doing an open call at a church, and in walked the Farmer family, thinking the church was still operating as

a soup kitchen. Jennifer immediately put the entire family on camera with their father's agreement — they're all gorgeous, and incredibly talented, and they have these golden hearts.

LG: We ended up getting really close to them after we cast 7-year-old Zhaila as Little.

How did you build trust with the family, and with Zhaila in particular?

LG: Going through the process of that definitely brought a lot of trust to Wendell and Diana (his partner and the kids' mother), understanding that we were coming from a good place in terms of the casting and execution of TOPSIDE.

CH: After Jennifer cast Zhaila in May 2018, our financing fell through. Even though we weren't making the movie yet, we wanted to stay in Zhaila and the Farmer's lives and begin to form a bond for when we were able to film. I started picking the kids up from school, and through that, Zhaila and I became close. Zhaila and I started going on our own little adventures, while Logan was taking the other kids on different outings.

LG: Zhaila ultimately was going to be the centerpiece of our non-yet financed production, so as far as preparing her for that, the idea was to take her places that were outside her comfort zone, places that were new to her, where there were a lot of people.

CH: When we were out together just the two of us, we made up these little worlds, talking about what it would be like if we could fly all the time, which Logan and I ended up writing into the script. Through Zhaila, we broadened the foundations of who Little could be, and what her imagination might be like. We just wrote who Zhaila was into the existing script as our bond developed.

Did you find her to be a natural performer?

LG: She's not your normal six- or seven-year-old, which was her age at the time we met her, but that was what was so fascinating about her — she has this aura that comes from her constantly gauging a situation, or the world around her, plus she has these keen eyes, she's always taking people in, and looking, and we thought

that was such a wonderful quality to the character of this child. On set, she was incredible in the way she was open to taking direction, there were moments when she had to hit a certain mark, or have blocking that takes you from A to B in the story, and the fact she was able to do that at her age and still feel honest in the moment was the reason why our movie even remotely works.

CH: On set, I wore a small earpiece so Logan could communicate directly with me — Zhaila didn't memorize any lines, or any blocking, and since I play her mom, I was able to feed her lines, or otherwise have a conversation with her, and we captured what we could. Logan would let me know through the earpiece if there was a problem with the camera, or with the take, and since Zhaila was working within a 360-degree environment, in rooms that she helped mold with her favorite toys, etc., it just became part of her natural environment over time, she felt comfortable.

LG: Honestly, I think the reason we were able to find financing for TOPSIDE is because we proved, through "Caroline," that we were able to work with children, and because Celine had developed such a tight bond with Zhaila. Considering the limited hours we had with her each day on set, it wouldn't have been possible for another actor to play Nikki, with our limited budget.

How is the family doing now?

CH: They're living in Staten Island, and we still see them often. They're all thriving, we're just so happy they're all together.

How long did it take to shoot TOPSIDE?

CH: We shot for 26 days in a 32-day stretch; there were six splinter days.

LG: We shot in April 2019 into May, over six weeks, half in New York City for all the exteriors, including Les' apartment, and the subway scenes, and the remaining three weeks in Rochester, doing all the tunnel work.

What are some of the major themes of TOPSIDE, in your opinion?

LG: We were attracted to this story on a very cinematic level, and through the research that we did, and the people that we talked to, we came to tell a very harsh

and ultimately sad story. So if there is a theme across the stories of people we spoke to, they are aspects of poverty that we were not out to romanticize in any way. But at the same time, we wanted to dig deep into our subject and showcase some things our audience might be unaccustomed to, or not comfortable experiencing, while still leaving room for engagement. We're not trying to impart any kind of moral messaging, but it was important with this movie to speak frankly about addiction, poverty, and homelessness, within the context of the mother-child relationship.

CH: The thing that holds all of it together is the love between Nikki and Little.

LG: We definitely did not want to tie our story up into a nice little bow in the end, it's something we actively sought not to do, because we want audiences to walk out of TOPSIDE and still be wrestling with the decisions characters have made, many of them out of love. It felt like a great way for the story to sit with audiences, without making it easy to digest.

After the cancellation of SXSW and how the world has changed since then, what does it mean to you to have your film premiere at the Venice Film Festival in Critics' Week?

LG: There are so many films without homes right now, so we feel so incredibly lucky to have one for our film. TOPSIDE is also the first U.S. film since 2007 - 13 years - to play in competition at Critics' Week, which is in and of itself a huge honor.

We've never been to the Venice Film Festival - we know this year will be different, but we feel like it will be this celebration of film: of coming together, of being part of something that has been cancelled over and over since March, something that we all feared may never come back, at least for a while. It's the start of the championing of films again, a little return to normalcy. We're thrilled to be part of that.

The film's major themes make it one that is always relevant, but do you look at it with any new lenses or perspectives given how unprecedented 2020 is?

CH: This film shows New York as it was, January 2020 and prior - dirty subways, hundreds on the streets, a New York that never shuts down. We look at it now as

our love letter to that New York - a little time capsule of what it was, and may take years to return to. We hope, as people watch the film, that they are able to lose themselves in a world so completely different from their own, and are able to see this world through Little's eyes.

Cast Bios

Zhaila Farmer (Little) was born on June 28, 2011. She recently turned 9 years old. Zhaila lives in Staten Island, New York, with her parents, Diana and Wen'dell, and her siblings Dante (11), Ciara (11), Jazleen (7), and Kalise (5). Zhaila loves the color green, Jojo Siwa, and playing pretend. TOPSIDE is her first film.

Jared Abrahamson (Les) was born and raised in Flin Flon, Manitoba. After a stint working in the mines and competing as a pro mixed martial arts fighter, he decided to pursue acting and moved to Vancouver to attend the Vancouver Film School.

He can currently be seen on the hit series "Letterkenny" and will next be seen on the hit Hulu series "Ramy" as well as in Jerrod Carmichael's directorial debut ON THE COUNT OF THREE and LIKE A HOUSE ON FIRE opposite Sarah Sutherland. While best known for the critically acclaimed feature film AMERICAN ANIMALS, opposite Evan Peters and Barry Keoghan, which premiered at the 2018 Sundance Film Festival, Jared has also starred in the hit Canadian feature GREGOIRE, for which he was nominated for a Leo Award for Best Actor, and the independent feature NEVER STEADY, NEVER STILL, which premiered at the 2017 Toronto Film Festival and was nominated for eight Canadian Screen Awards including Best Picture. His breakout performance came in the 2016 feature HELLO, DESTROYER, for which he was awarded TIFF rising star and won Best Lead Performance in a Motion Picture at the LEO Awards and was nominated for Best Performance by an Actor in a Leading Role at the Canadian Screen Awards.

Other credits include the features SWEET VIRGINIA with Jon Bernthal and Rosemarie Dewitt; DETOUR opposite Tye Sheridan; HOLLOW IN THE LAND with Diana Agron; and television series including "Fear of the Walking Dead," "Awkward" and the comedy "The Manzanies" with Kirstie Alley and Rhea Pearlman.

He currently resides in New York.

Fatlip (John) is a Los Angeles-born hip hop musician. His music career began at a church in South Central Los Angeles where he sang and played drums for his mother's gospel choir. As a teen in the mid 80s, Fatlip fell in love with New York hip hop culture and set out to become a rapper. At a local talent show, he met young

producer J-Swift who invited him to join a music collective called South Central Unit.

Fatlip's career began with the hip hop group The Pharcyde. In 1992, The Pharcyde released its first album "Bizarre Ride II The Pharcyde," Kanye West's self-proclaimed favorite album of all time. The album went gold. The group has performed at every major festival from Lollapalooza to Glastonbury. In the group, Fatlip could be recognized for his conversational-style delivery of his verses and for having the deepest voice in the group. The Pharcyde's follow up album "Labcabin-california" was also critically acclaimed.

Fatlip's solo debut album "The Loneliest Punk" was released in 2005, and includes his single from 2000 "What's Up Fatlip?". The music video for "What's Up Fatlip?" and subsequent documentary of the same title were both directed by Spike Jonze. Fatlip has collaborated with dozens of world-renowned artists, from Ludacris to Portugal. The Man.

Fatlip currently lives in Los Angeles. TOPSIDE is his first film.

Crew Bios

Celine Held & Logan George - Writer & Director, 'Nikki' (Held), Editor (George)

Celine Held & Logan George are a co-writer/director duo based in Brooklyn, New York. Logan & Celine's debut feature film TOPSIDE will have its world premiere at the 77th Venice Film Festival in the International Critics' Week Competition. Their work as a team has premiered in competition at Cannes Film Festival (Palme d'Or nominee 2018), Sundance Film Festival, Telluride Film Festival, SXSW (Jury Award for Best Director 2020), among many more. They were named as one of Filmmaker Magazine's 25 New Faces of Independent Film in 2017. See more at elofilms.com.

Anthony Bregman - Producer (Likely Story)

Anthony Bregman's films include the Academy Award winning ETERNAL SUNSHINE OF THE SPOTLESS MIND; FOXCATCHER; SING STREET; ENOUGH SAID; BEGIN AGAIN; COLLATERAL BEAUTY; INDIGNATION; SYNECHDOCHEM NEW YORK; THE CIRCLE; THE ICE STORM; THUMBSUCKER; AMERICAN ULTRA; FRIENDS WITH MONEY; OUR IDIOT BROTHER; EVERY DAY; EVERY SECRET THING; THE WHOLE TRUTH; PLEASE GIVE; THE TAO OF STEVE; LOVELY & AMAZING; HUMAN NATURE; THE SAVAGES; THE EXTRA MAN; and THE ORANGES. Most recently, Bregman produced Fox Searchlight's DOWNHILL, starring Julia Louis-Dreyfus and Will Ferrell, Tamara Jenkins' PRIVATE LIFE, Nicole Holofcener's LAND OF STEADY HABITS, and Jennifer Kaytin Robinson's SOMEONE GREAT, starring Gina Rodriguez. Bregman's first TV series, "Living With Yourself," starring Paul Rudd, launched on Netflix in October of 2019.

In the fall of 2006, Bregman founded the New York City-based production company Likely Story, which he runs with Stefanie Azpiazu. Prior to Likely Story, Bregman was a partner at This is That for four years and spent ten years as head of production at Good Machine, where he supervised the production and post-production of over thirty feature films, including SENSE & SENSIBILITY, EAT DRINK, MAN WOMAN, WALKING & TALKING; and SAFE. Bregman teaches producing at Columbia University's Graduate Film School and is Chairman of the Board of the IFP, the nation's oldest and largest industry association for independent filmmakers, which also sponsors the annual Gotham Awards.

Bregman's movies have won numerous awards at the Oscars, Golden Globes, BAFTAs, Gothams, Indie Spirits, and Cannes, Berlin and Sundance Film Festivals,

among others. In 2010 Roger Ebert named SYNECHDOCHE, NEW YORK the Best Film of the Decade.

Likely Story's upcoming releases include Amazon Studios' "Modern Love" Season 2, Charlie Kaufman's I'M THINKING OF ENDING THINGS, Alice Wu's THE HALF OF IT, Warner Brother's film adaptation of Lin-Manuel Miranda's Tony-winning musical IN THE HEIGHTS; Robert Pulcini & Shari Springer Berman's THINGS HEARD AND SEEN, starring Amanda Seyfried and James Norton; and John Patrick Shanley's WILD MOUNTAIN THYME, starring Emily Blunt, Jamie Dornan, Jon Hamm, and Christopher Walken.

Peter Cron - Producer (Likely Story)

Peter Cron is a Producer and currently serves as Vice President of Production & Development at Likely Story. His past credits include SOMEONE GREAT, SING STREET, AMERICAN ULTRA, THE CIRCLE, COLLATERAL BEAUTY, EVERY DAY, INDIGNATION, and THE WHOLE TRUTH. Along with TOPSIDE, his upcoming films include Robert Pulcini & Shari Springer Berman's THINGS HEARD AND SEEN, starring Amanda Seyfried and James Norton. Prior to his tenure at Likely Story, Cron was a creative executive at both Scott Rudin Productions and The Weinstein Company.

Kara Durrett - Producer

Kara Durrett is a Los Angeles-based film producer, dedicated to finding new voices. She was recently awarded the 2019 Sundance Producing Fellowship and joined Independent Film Project Producers Circle. She's had projects play in over 150 festivals worldwide (including Sundance, SXSW, Telluride, Cannes Official Selection). She began her career as an Associate Producer on William H. Macy's film THE LAYOVER (HBO & DirectTV 2016) and went on to Co-Produce another feature KRYSTAL with him as well, which was released in the spring of 2018. Her past development work is credited with Rachel Winter (DALLAS BUYERS CLUB) and Terence Winter (HBO's "Boardwalk Empire"). Her feature comedy SAVE YOURSELVES!, with partners Washington Square Films, premiered at the 2020 Sundance Film Festival. Her upcoming projects are a genre-thriller written/directed by Ben and Alex Brewer called EX, as well as indie drama THE STARLING GIRL, written and directed by Laurel Parmet with producing partners TOPIC.

Jonathan Montepare - Producer

Jonathan Montepare is a Los Angeles-based producer with a focus on personal storytelling through director-driven collaborations. His career began in Los Angeles working for IFC on Xan Cassavetes' documentary Z CHANNEL: A MAGNIFICENT OBSESSION, which premiered at Cannes in 2005. After years of working as a producer's assistant on several studio productions, he moved to New York to focus on his true passion: creating distinctive, story-centered work with unique voices in film.

Since then, Jonathan has honed his skills as a creative and physical producer of numerous award-winning independent films including Xan Cassavetes' KISS OF THE DAMNED, Paul Bettany's SHELTER, Desiree Akhavan's APPROPRIATE BEHAVIOR, Joshua Marston's COMPLETE UNKNOWN, and Ira Sachs' LITTLE MEN. In 2016, he made Jeremy Jasper's Sundance splash PATTI CAKE\$, which premiered in competition at Sundance and internationally at Cannes in Director's Fortnight. That same year he became a Sundance Institute fellow after being invited to their Catalyst forum with Jordana Spiro's film NIGHT COMES ON. In 2018, he premiered three films at Sundance; Akhavan's THE MISEDUCATION OF CAMERON POST (2018 Grand Jury Prize winner), Spiro's NIGHT COMES ON (2018 Next innovator Award), and Joshua Marston's COME SUNDAY. His upcoming projects include Joe Robert Cole's drama ALL DAY AND A NIGHT starring Jeffrey Wright, and Brett Haley's SORTA LIKE A ROCK STAR starring Auli'i Cravalho, Carol Burnett, and Fred Armisen. Both films are completed and will be released by Netflix in 2020.

Melina Lizette - Producer (Level Forward) is an award-winning producer and development/production executive with Level Forward. Her films have screened at multiple festivals, two of which were subsequently sold to HBO. She most recently executive produced Season 3 of the Shatterbox short film series for female directors with Refinery29. Melina is a Film Independent Project Involve fellow where she earned the Barbara Boyle award for producing. As a writer, she had a series of essays published on the Huffington Post.

Josh Godfrey - Producer (K Period Media)

Josh is a producer and executive at K Period Media, where he is overseeing a slate of upcoming film, television and theatrical productions with Kimberly Steward, most recently serving as producer on the upcoming THE TRUE ADVENTURES OF WOLFBOY starring Jaeden Martell, Chris Messina, Eve Hewson, Chloe Sevigny and

John Turturro; and TOPSIDE. He was an Executive Producer on Luca Guadagnino's re-imagining of the horror thriller SUSPIRIA with Amazon Studios and on the company's first feature film, MANCHESTER BY THE SEA, which was nominated for six Academy Awards® including Best Picture and won two Oscars for Best Original Screenplay and Best Actor.

Daniel Crown - Producer (Red Crown) sold his theater circuit in 2007 after 15 years in the business and began investing in and producing films. In 2010, together with Daniela Taplin Lundberg and Riva Marker, Dan founded Red Crown Productions to continue his work in independent films exploring a wide range of genres and budgets. Red Crown focuses on smart and commercial pictures in both the independent and studio space. Dan is an executive producer of the upcoming film ALL RISE, which premiered at the 2018 Sundance Film Festival, starring Jennifer Hudson, Jeffrey Wright, and Jennifer Ehle. Red Crown also recently acquired the transgender screenplay QUEEN, a high school coming-of-age story about activist and model Corey Rae, and DEL & CHARNA about comedy icons Del Close and Chara Halpern with Kay Cannon attached to direct. Recently Dan served as an Executive Producer of HONEY BOY from Amazon Studios, written by and starring actor Shia LaBeouf. In March 2016, Red Crown premiered Michael Showalter's HELLO, MY NAME IS DORIS, which stars Sally Field and Max Greenfield. The film won the Audience Award at the 2015 SXSW film festival and was released by Roadside Attractions/Sony Worldwide. Dan produced Cary Fukunaga's Golden Globe-nominated and Independent Spirit Award-winning African child soldier film BEASTS OF NO NATION, which was released in Fall 2015 as the first feature film acquisition distributed by Netflix. Dan's additional credits include THE FAMILY FANG (2016), Susanna Fogel's LIFE PARTNERS (2014), and the critically acclaimed WHAT MAISIE KNEW (2013). Dan currently serves on the Board of Lenox Hill Hospital, HamptonsFilm, Connecticut Public Broadcasting, The Jerusalem Foundation, The Crohn's and Colitis Foundation, The Lollipop Theater Network, the Independent Filmmaker Project and We Are Family Foundation. A native of Chicago, Dan resides in New York City where he and his wife, Ellen, are the proud parents of four children.

Kimberly Steward - Executive Producer (K Period Media)

Kimberly Steward is an Academy Award-nominated producer, entrepreneur and philanthropist. In 2016, Steward and her company, K Period Media, saw its first feature film, MANCHESTER BY THE SEA, nominated for six Academy Awards®,

including Best Picture, making Steward the second black woman after Oprah Winfrey to be nominated for Best Picture. MANCHESTER BY THE SEA went on to win Oscars for both Best Original Screenplay (Kenneth Lonergan) and Best Actor (Casey Affleck). Steward first produced the noted Afro-centric documentaries OPPOSITE FIELD and THROUGH A LENS DARKLY: BLACK PHOTOGRAPHERS AND THE EMERGENCE OF A PEOPLE.

In 2013 she formed K Period Media to produce quality content and help launch the careers of next generation talent on both sides of the camera. Most recently, Steward and K Period Media produced and co-financed Luca Guadagnino's re-imagining of the horror thriller SUSPIRIA with Amazon Studios, which had the highest per screen average opening in 2018. Coming soon from Steward and K Period is THE TRUE ADVENTURES OF WOLFBOY starring Jaeden Martell, Chris Messina, Eve Hewson, Chloe Sevigny and John Turturro; TOPSIDE, and the Broadway adaptation of John Carney's 2016 film SING STREET. K Period Media is currently developing an extensive slate of film, television and theater, including projects with Matt Damon, Keira Knightley and Chloe Grace Moretz, among others. Additionally, Steward serves on the board of the Museum of the Academy of Motion Picture Arts & Sciences.

Adrienne Becker - Executive Producer (Level Forward) is the CEO and a Co-Founder of Level Forward and co-Founder and former CEO of Killer Content. She was an Entrepreneur in Residence at CAA, a partner at The Media Farm, and the CEO of DailyCandy and also served as SVP at The Nielsen Company and InterActive Corp. She got her start on an airport tarmac in Philadelphia, where she held her first critically important position as 'rope line holder' for then Governor Bill Clinton, later as a Press Secretary on the 1996 campaign, and ultimately as a Special Assistant to the Secretary of Labor, Robert Reich. Produced film include TOWER and AMERICAN WOMAN, produced stage includes What The Constitution Means To Me and Slave Play.

Christy Spitzer Thornton - Executive Producer (Level Forward)

is an award-winning producer and is currently the Head of Creative at Level Forward. Prior to that, she was an SVP at Participant Media and a VP at MTV. Her projects have screened at multiple festivals including Telluride, Berlin, HotDocs, and Sundance.

Yoni Liebling - Executive Producer (Red Crown) currently serves as the Vice President of Development at Red Crown. Yoni was born and raised in Philadelphia and is passionate and focused on discovering and fostering commercial films that represent diverse and authentic stories. Recently Red Crown Productions produced Amazon Studios' HONEY BOY, which premiered at the 2019 Sundance Film Festival and was released in theaters during November 2019, and MONSTER, which premiered at the 2018 Sundance Film Festival. Liebling brings over seven years of experience to the company with previous positions at Black Label Media and Creative Arts Agency (CAA). At Black Label Media Liebling worked as a development assistant under CEO Molly Smith contributing on projects such as SICARIO, DEMOLITION, '71, THE GOOD LIE and SIERRA BURGESS IS A LOSER. Prior to Black Label Media, Liebling spent over three years at CAA where he worked for Fred Specktor and Richard Lovett.

Lowell A. Meyer (Director of Photography) is an award-winning cinematographer based in Los Angeles, CA. His feature credits include Jim Cummings' THUNDER ROAD (SXSW Grand Jury Prize, Deauville Grand Jury Prize) and Jocelyn Deboer & Dawn Luebbe's GREENER GRASS (Sundance Official Selection). His short film credits include "Caroline" (Palme d'Or Nominee, Academy Awards Shortlist) and "Krista" (Vimeo Staff Pick Premiere Award).

In addition to his narrative work, he has shot multiple commercials and branded content for clients including Microsoft, Delta, TrueCar, Macy's, Nike, CB2, MLB, Planned Parenthood, and Samsung, as well as music videos for BOBI, Steady Holiday, Beirut, Watsky, MUNA, Nervo, and Stanton Warriors.

For more information, please visit www.lowellameyer.com.

Begoña Berges (Costume Designer) was born and raised in a small town in Spain called Benicassim. She graduated in Fashion Design at Llotja School of Arts in Barcelona and has a BA in Advertising from University of the Arts London. She got her first costume design job by chance in 2009, designing a short story. She instantly fell in love with the industry and developed a passion for helping challenging social stories get told. She has dressed Hollywood names such as Zachary Quinto, Emma Roberts and Julianne Nicholson for Mathew Newton's WHO WE ARE NOW (Toronto Film Festival 2017) as well as upcoming stars such as John David Washington and Anthony Ramos for Reinaldo Green's MONSTERS AND MEN

(Sundance 2018). Her movies have won awards at Sundance, Tribeca and SXSW and she continues to favor good social writing and storytelling.

David Baloché (Composer) composes and performs music for film & television. He is a member of SAG-AFTRA and ASCAP. Notable works include: LOCKDOWN (Sundance 2019); GOODBYE, BROOKLYN (Slamdance 2018); BABS (FEFFS 2018); JELANI'S DANCE (Outfest 2018); FEVER (Largo 2017, Best Original Music); and MOUSE (SXSW 2017). He was a principal vocalist on FOX's "Glee." His album, Labyrinth, can be found on music streaming platforms. David began collaborating with Logan George and Celine Held at NYU Tisch as an acting partner to Logan and director of photography for Celine. Since then, David has become the on-call composer, collaborating on commercials, documentaries, narrative shorts, art installations, and more.

Rebecca Dealy (Casting Director) has cast works including DRUNK BUS (Sundance 2020), FAREWELL AMOUR, SPREE, and THE CLIMB. Other works include LUCE, MIDSOMMAR, PATTIS CAKE\$, HEREDITARY, SEE YOU YESTERDAY, YES GOD YES (Special Jury Prize Best Ensemble, SXSW), ASSASSINATION NATION, SKATE KITCHEN, BLOW THE MAN DOWN, STANDING UP FALLING DOWN, A KID LIKE JAKE, AS YOU ARE. Upcoming works include AFTER YANG, FALSE POSITIVE, BOOGIE, JIGSAW and the Hulu series "Ramy" for streaming television.

Jennifer Venditti (Casting Director) is based in New York City. Her work recognizes the extraordinary in the ordinary, confronting stereotypes and broadening our ideas of beauty and our understanding of what it means to be human.

She began her career in 1998 in fashion where early on she identified a lack of diversity in representations of beauty. She developed then unheard of street casting techniques that evolved our definitions of what is considered beautiful. Her work appeared throughout the 90's and 2000's in some of the world's most visible fashion and advertising imagery.

While scouting, Venditti began interviewing subjects to understand the people behind the faces. One such interview became a feature-length documentary; BILLY THE KID, which garnered attention from the film community, which in turn began seeking her out to cast films when traditional casting techniques fell short.

For each project, Venditti engages a full spectrum of talent possibilities; trained actors, performers, models, everyday people, members of sub-culture and diverse communities. She celebrates the alchemy that results from the mix.

Venditti has cast such film and tv projects as HBO's hit show "Euphoria"; Mike Mills' upcoming feature C'MON C'MON, starring Joaquin Phoenix; the Safdie Brothers UNCUT GEMS and GOOD TIME; Alma Har'el's HONEY BOY, starring Shia LaBeouf, Gotham Award nominated GIVE ME LIBERTY; as well as Andrea Arnold's AMERICAN HONEY.

Working with some of the top directors in the industry, Venditti's advertising and commercial work includes clients such as Facebook, Apple, Google, MAC, Fenty, Dior, Rodarte, Valentino, and many others.

CREDITS

K Period Media and Level Forward present
in association with Red Crown

a Likely Story production

a Level Forward and K Period Media production

in association with ELO Films

'TOPSIDE'

Written & Directed by
Celine Held & Logan George

Produced by
Anthony Bregman
Peter Cron

Produced by
Kara Durrett
Jonathan Montepare

Produced by
Melina Lizette
Josh Godfrey
Dan Crown

Executive Producer
Kimberly Steward

Executive Producer
Adrienne Becker
Christy Spitzer Thornton

Executive Producer
Yoni Liebling

Director of Photography
Lowell A. Meyer
Production Designer
Nora Mendis

10 Editor
Logan George

Costume Designer
Begoña Berges

Music by
David Baloché

Casting by
Rebecca Dealy and Jennifer Venditti

Unit Production Manager DAVID DUQUE-ESTRADA
Production Supervisor BEN KAHN
First Assistant Director COURTNEY FUSSELMAN
Second Assistant Director ANDREAS O'DONOHUE VILLAGGIO
Associate Producer AMANDA CROWN

CAST

Little ZHAILA FARMER

Nikki CELINE HELD

John FATLIP

Les JARED ABRAHAMSON

Lollie CYNTHIA TOMBROS

Donnie GEORGE DOERNER

Laura Torres TARRA RIGGS

Tunnel Policeman KEVIN TANSKI

Faker HECTOR FALCON

Mary SHIRLEY ROECA

Mac GINO VENTO

Ray EVAN LOUISON

Violet TONYE PATANO

Eric THADDEUS DANIELS

Joyce YVETTE MERCEDES

MTA Attendant LORRIE ODOM

Opera Singer DARIA SOMERS

Passenger #1 GAMEELA WRIGHT

Passenger #2 CYNDI COYNE

Passenger #3 JOSEPH LATIMORE

Passenger #4 MELLE POWERS

Passenger #5 REN MARGATE

Girl on Train CIARA FARMER

MTA Policeman AVERY MASON

Stunts

Stunt Coordinator MANNY SIVERIO

Stunt Performers WENDY GUTIERREZ

SEAN ARCHER

CREW

A Camera Operator LOWELL A. MEYER

B Camera Operator PETE KEELING

A Camera First Assistants STACY MIZE

DAVID MASLYN

B Camera First Assistant MATT DEGRIFF

A Camera Second Assistants MYO CAMPBELL

AMAYA CHENU

B Camera Second Assistant TOMMY SCOGGINS

DIT BRANDON KELLEY

Stills Photographer JEONG PARK

Script Supervisor LAIN KIENZLE

Sound Mixer DENNIS RAINALDI

Boom Operator FINN PFEFFER

Gaffer TYLER HARMON-TOWNSEND

Best Boy Electric JOE WHITE

Additional Electrics GENNADY BRODKSY

ALEX CARFI

WES CARRIER

ALEX ECHEVVARIA

KATE GLENDENING

SEAN HASS

KYLE JOYCE

GEORGE KONNARIS

RUSSEL MATEOS

OLIVER RUSH

SHAUN SHRANK

Key Grip CHRIS CAZAVILAN

Best Boy Grip YORI BEN-HAIM

Additional Grips ERIC BOSWELL

BEN BROUGHTON

GLENN FISHEL

MARTIN FLORES
SHANE FOWLER
JOE MAGUIRE
CHUCK MORAN
ALVIN TAVAREZ
JEREMY ROARABAUGH
JOE TALARICO
JONATHAN WASHIO
AUPM BRADY KIRCHBERG
Assistant Locations Manager PABLO BURN
Location Consultant JILLIAN STRICKER
Unit PA OSCAR BODDEN
Parking Coordinator TAUHID HAKEIN
Art Director LUKE GREEN
Art Department Coordinator ALISHA HALLMARK
Art Department Production Assistants DAN KOLOGY
CHRIS CONLIN
Graphics ZELDA VYSSOTSKY
Art Pieces provided by CHRIS "FREEDOM" PAPE
Clearance Coordinators VANISHING POINT, INC.
DAWN CULLEN JONAS
MARIA BLAIS O'LAUGHLIN
Charge Scenic JOHN PURCELL
Scenic Artist CHRISTOPHER HOLBROOK
Set Decorator ELISE CLARK-JOHNSON
Leadman SEAN ADAM KEHOE
On Set Dresser LORENA MONTES DE OCA
Shopper JAYNE CLARK
Set Dressers AUSTIN ASHOME
JAKE BELLEW
RYAN CAVANAUGH
KEVIN FLANAGAN
ELLIE GONZALEZ

Construction Coordinator DAVID KRAATZ
Key Carpenter BRIAN JASCUR
Second Carpenter SEAN KULAK
Property Master MARIAH BURKE
Property Assistant KATIE BROWN
Assistant Costume Designer NICOLE RAUSCHER
Set Costumer ORNELLA CHIOSSONE
Wardrobe Supervisor LOWRI BEST
Ager/Distresser RUDÁ TILLET
Department Head Makeup ADELINA ATASHI
Key Makeup RASHIDA BOLDEN
CHELSEA PAIGE
Department Head Hair ISATA ALLEN
Hair Consultants TZIPI BEN-MAIER
NISIAN SOLMIN
Production Coordinator EVAN CATHCART
Production Secretary KATE-MARIE ENGBERG
Office Production Assistant BEN SHAFER
Rochester Liaison/Supervisor SCOTT LANCER
Second Second Assistant Director THOMAS MASSEY
Set Production Assistants GRANT CONVERSANO
JOHN GROSS
NIKKI MORIELLO
SIMONA BERENICE VIGNOLI
Additional Set Production Assistants KIRK CAMERON
JAKE SCUMACI
JASON TERRILL
Production Accountant SARA LANE
First Assistant Accountant/Payroll DAWN MURPHY RILEY
Background Casting KAREN ETCOFF, KEE CASTING
Rochester Background Casting SUSAN ASER, TWO SUES CASTING & LOCATIONS
Caterers MY KITCHEN WITCH CATERING
MADELINE'S CATERING

CHEF'S CATERING

Craft Services Provided by JOE'S CRAFT SERVICE

Key Craft Service JOE FACEY

Set Medic GLENN BECKER

Transportation Captain JOE FEATHERSTONE

Drivers GENE CASSESE

ARTHUR DURFEE

ANDY HOSENFELD

Likely Story

Assistant to Mr. Bregman ABBY BROOKE

EVP of Production & Development STEFANIE AZPIAZU

Production Executive GREGORY ZUK

Creative Executive ERICA MATLIN

K Period Media

Creative Executive ANDY SORGIE

Director of Operations ELIZABETH MOSLEY

Coordinators for Mr. Godfrey JUSTINE CLARKE

STEVEN SACHS

Assistants to Ms. Steward DYLAN KENIG

NATALIE BLAIR

Business Manager for KPM, Partner DAVID LLOYD

Business Manager for KPM, Accountant CHRISTOPHER KELLY

Business Manager for KPM, Account Manager HELE WALLACE

Legal Counsel for KPM WENDY HELLER

BRYAN PEPPER

Level Forward

Level Forward Team RACHEL GOULD

MARIA KROVATIN

BRENT ZACHERY

ROGER CLARK

RALPH STONE

ANGIE WANG

Red Crown Productions

Assistant to Mr. Crown MAX SCHNEIDER

POST-PRODUCTION

Assistant Editor KEVIN ROGERS

Visual Effects Supervisor NICHOLAS BATEMAN

Visual Effects Provided by PANDAPAW / BILALI MACK

LOGAN GEORGE

Supervising Sound Editor / Re-Recording Mixer DAVID FORSHEE

Dialogue Editor NOELLE DIMARCO

Foley Supervisor JOANNA FANG

Foley Artist LESLIE BLOOME

Foley Mixer RYAN COLLISON

CONNOR NAGY

Foley Editor LAURA HEINZINGER

NICK SEAMAN

Foley Services Provided by ALCHEMY POST SOUND

Picture Finishing Provided by GOLDCREST POST NY

Colorist NAT JENCKS

Head of Picture JAY TILIN

Finishing Artist JORDAN P.H. STEIN

DI Producer ETHAN LEIGHT

DI Assist GIL LITVER

DI Assist TOM YOUNGHANS

Data I/O Manager ALEX HARTLEY

Payroll Paymaster BETH HUNEKE, GREENSLATE

Background Paymaster ALBERT BOYAMYAN, SESSIONS PAYROLL

Post-Production Accounting & Tax Incentive Services Provided by GREENSLATE

Post-Production Accountant SUNNY CRIST

Production Counsel GRAY KRAUSS SANDLER DES ROCHERS LLP

NICOLE COMPAS, ESQ

STAR TYNER, ESQ

Distribution Advisory Services Provided By ENDEAVOR CONTENT

Camera Equipment Provided by ARRI RENTAL

Grip and Lighting Equipment Provided by EASTERN EFFECTS

GEARHEAD RENTALS

Script Clearance Research DENNIS WHITCOMB, HOLLYWOOD SCRIPT RESEARCH

On Set Tutor BERNADETTE JUSINSKI

Insurance Provided by GALLAGHER ENTERTAINMENT SERVICES

Insurance Services by DANIEL R'BIBO

ALEX EKIZIAN

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Book quote selected from 'The Mole People: Life in the Tunnels Beneath New
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ROY WESTON · RUTHIE JONES · RYAN DWORK · TABITHA PASSERO · TOM LANG ·
WASHINGTON SQUARE FILMS
SONGS

“RICHER”

Performed by T. Flex

Written by Dennis Broderick, Theo Ross Rosenthal, Colton Fisher, Jason
Rabinowitz and Cameron Marygold

Courtesy of The Math Club

"STRAIGHT TO THE TOP"

Performed by Maybach Green ft. Redwood

Written by Isaac Lucas, Colton Fisher, Jason Rabinowitz, Cameron Marygold,
Brandon Stewart, Brayden Deskins, Jordyn Kane and Luke Dimond

Courtesy of The Math Club

"SHOOTAS SHOOT"

Performed by Maybach Green

Written by Isaac Lucas, Colton Fisher, Jason Rabinowitz, Cameron Marygold,
Brandon Stewart, Brayden Deskins and Jordyn Kane

Courtesy of The Math Club

"WILD & RECKLESS"

Performed by Young Bizzle

Written by Theo Ross Rosenthal, Colton Fisher, Jason Rabinowitz, Brandon
Stewart, Brayden Deskins, Jordyn Kane, Luke Dimond and Isaac Lucas

Courtesy of The Math Club

"LEVEL IT UP"

Performed by Maybach Green

Written by Isaac Lucas, Colton Fisher, Jason Rabinowitz, Cameron Marygold,
Brandon Stewart, Brayden Deskins, and Jordyn Kane

Courtesy of The Math Club

"LOTTO"

Performed by T. Flex

Written by Dennis Broderick, Garrett Marshall Barnes, Kurt Zimmer, Colton Fisher,
Jason Rabinowitz and Cameron Marygold

Courtesy of The Math Club

"COME SCOGLIO FROM COSI FAN TUTTE"

Written by W.A Mozart

Performed by Daria Somers

Piano Accompaniment recorded by Glen Gary Fisher

Filmed with the Support of the New York State Governor's Office of Motion
Picture & Television Development.

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