



When Marvel Studios' first animated series "What If...?" debuted in 2021, it left fans wanting more. Why? "I think it's because anything can happen, and often does," says director-executive producer Bryan Andrews. "[You might see] a different side of a beloved character or a crazy mashup you never expected, and the fact is that you literally have no idea what might happen next. Our heroes can die or succeed or something in between and it's a ride the whole way through."

Fortunately, Marvel Studios is extending the ride—season two of "What If...?" streams on Disney+ beginning Dec. 22 with a new episode debuting nightly for nine nights. The Watcher guides viewers through the vast Multiverse, introducing brand-new and familiar faces from the MCU. Featuring fan-favorite characters this season like Nebula, Hela and Happy Hogan, the series questions, revisits and twists classic Marvel Cinematic Universe moments with an incredible voice cast that includes a host of stars who reprise their iconic roles. According to Andrews, the second season allowed filmmakers to stretch their creative instincts. "The first season stayed a bit closer to some of its original material," says the director. "This season we make bigger left turns—I think audiences like it when we go even further outside the box of their expectations."

Writer-producer Matthew Chauncey says "What If...?" invites viewers to stretch their own imaginations. "It's more than just a show," says Chauncey, "it's a conversation—built right into the title. As soon as you start asking the question 'what if?' you're, by definition, opening yourself up to new possibilities and interesting questions and bold ideas. I think as soon as those main titles flash across the screen, the audience can't help but jump right into that conversation with us."

"Creatively, 'What If...?' is as close as you can get to reconnecting with that sense of play that defined how so many of us first fell in love with Marvel when we were kids," Chauncey continues. "Whether you're working on the show or watching it, it's like we're all just back in our childhood living rooms, dumping all our favorite action figures out on the carpet, mixing



and matching them to our hearts' content without any consideration for 'what is' or 'what should be.' It's this creative sandbox nature of 'What If...?' that I think resonates so deeply with fans. It's not just a show you watch, it's this question that hopefully inspires your own imagination to run as wild as whatever it is you're seeing on screen."

Writer-executive producer AC Bradley adds, "What makes 'What If...?' stand out in the MCU is this shared experience we've all had—imagining different scenarios, dreaming up theories, and wishing our favorite heroes could go on endless adventures. It's not about moving the overall story forward, but relishing in what we love about these worlds."

Jeffrey Wright ("The French Dispatch," "The Batman") returns as The Watcher. Says Andrews, "Jeffery is amazing and brings everything to the watcher. His voice, his performance is so rich and layered. He's us: the viewer, the fan. The Watcher loves these stories and these people and that only continues to grow in season two."

Adds Bradley, "Jeffrey infused The Watcher with this sense of curiosity and warmth, a real love for these characters that just shines through in his performance and lights up the series."

Joining Wright are a host of MCU stars reprising their roles. "They've all been great," says Andrews. "Cate Blanchett really sunk her teeth into this version of Hela we have. And, of course, Hayley Atwell as our Captain Carter—seeing that character go through what she goes through and keeps forging ahead—it's amazing what Hayley brings to the table. And we had Jon Favreau come in and do a couple of versions of Happy Hogan and it was a blast. He's amazing and really went for it. I asked for some wacky stuff in our 1602-inspired episode and he delivered in a big way—so much fun."

Also featured are Clancy Brown, Josh Brolin, Benedict Cumberbatch, Kat Dennings, Michael Douglas, Idris Elba, Karen Gillan, Seth Green, Frank Grillo, Jeff Goldblum, Laurence Fishburne, Chris Hemsworth, Tom Hiddleston, Rachel House, Samuel L. Jackson, Jude Law, Elizabeth Olsen, Jeremy Renner, Sam Rockwell, Paul Rudd, Mark Ruffalo, Michael Rooker, Kurt Russell, Peter Serafinowicz, John Slattery, Cobie Smulders, Sebastian Stan, Tessa Thompson, Stanley Tucci, Taika Waititi and Rachel Weisz. Says Chauncey, "Whether they were coming to us on their lunch break from one of their live-action Marvel projects or Zooming in from the closet of their kid's bedroom, everyone always came to play. They know their characters backwards and forwards, with this really impressive, almost Wikipedia-level, pinpoint accuracy that allowed them to drop right into whatever timeline our particular story was operating in. It was fascinating to see them flesh out the subtle changes these 'What If...?' scenarios created for their characters, and the care and craft and thoughtfulness they put into bringing them to life inspired everyone on the team."

Episodes are directed by Bryan Andrews (eps 2-9) and Stephan Franck (ep 1) and written by AC Bradley (eps 3, 4, 5, 8), Matthew Chauncey (eps 1-3, 7, 9) and Ryan Little (eps 6, 8). The animated series is executive produced by Brad Winderbaum, Kevin Feige, Louis D'Esposito, Victoria Alonso, Bryan Andrews and AC Bradley.



## **STORYTELLING WITH A TWIST**

### **Nine New Episodes Feature Favorite Characters and Surprising Storylines**

Launching on Disney+ on December 22, season two of “What If...?” will debut a new episode for nine nights—a gift (or nine) to the fans of the MCU who can’t wait to see what filmmakers have come up with this time. What do fans have to look forward to? “More,” says writer Matthew Chauncey. “More new characters. More new realities. More unexpected mashups of heroes and villains and tones. ‘What If...?’ is the show where we actually get to live in alternate realities. They’re not just pit stops along the road trip of some larger story, they’re the main attraction. In each episode, we’re setting up camp and delving deep into the nuances of these worlds, the choices that made them, and the variants who, in our show, get to be the heroes of their own stories.”

In season two, The Watcher must face the fallout from his decision to intervene in the Multiverse. “We’ll see that reckoning play out in the context of his evolving relationship with Captain Carter,” says Chauncey. “Fate has sort of made ‘lone warriors’ out of the both of them, and as the series progresses, it creates this kinship and understanding between them that’ll turn Captain Carter into something of a mirror for The Watcher.”

#### **EPISODE 1: WHAT IF... NEBULA JOINED THE NOVA CORPS?**

In a world where Ronan deposes Thanos long before the events of “Infinity War,” Nebula is recruited to join the Nova Corps. Desperate to escape her father’s shadow, she sets out to prove her detective skills within this intergalactic police force. “There are very profound questions at the core of this episode,” says director Stephan Franck. “Where do morals come from? Can belonging to any group guarantee that you’ll always be pointed in the right direction—or does that true north need to live within yourself?”

According to writer Matthew Chauncey, the idea for the episode originated during a recording session with actor Karen Gillan. “She, of course, very memorably played a Veronica Lake-style femme fatale version of Nebula in season one,” says Chauncey. “She was always ready to dive in, super collaborative—she just brought so much life and energy to this new version of Nebula that we left that session knowing we had to create something special for her in season two where she could really take center stage.”

Adds Franck, “I love the noir aspect to this episode. Characters present themselves as hilariously cynical, but under that tough exterior, they’re burdened with a burning sense of justice that cannot be denied, no matter the risks.”

#### **EPISODE 2: WHAT IF... PETER QUILL ATTACKED EARTH’S MIGHTIEST HEROES?**

When Ego and 8-year-old Peter Quill begin their Celestial Expansion on Earth, S.H.I.E.L.D. founders Howard Stark and Peggy Carter form an Avengers-style team with Earth’s Mightiest Heroes from 1988. Says writer Matthew Chauncey, “When we realized we actually had a



pretty substantial roster of MCU characters active in the 1980s, we figured setting the episode then could be a fun chance to tell an Avengers story but filtered through the visual and storytelling aesthetic of the adventure films of that era. Plus, it gave us a chance to see Hank Pym in his prime as the original Ant-Man. He was one of the original founders of the Avengers in the comics, so it felt like a fun nod to that history to center him in this retro, alt-Avengers story.”

According to the writer, filmmakers also discovered something important happening during this time period. “Both Peter Quill and Hope Van Dyne would be grappling with the loss of their mothers,” says Chauncey. “Suddenly, we had this really rich and completely serendipitous bond between our heroes and antagonist, the kind of thing you can really build a story around. It’s moments like these, when everything just clicks, that you know you’ve hit on the right story to tell.”

#### EPISODE 3: WHAT IF HAPPY HOGAN SAVED CHRISTMAS?

When Justin Hammer lays siege to Avengers Tower during the annual holiday party, there’s only one person left on site to stop him—Happy Hogan. But in setting out to prove he can be a hero, too, Iron Man’s errand boy may end up transforming himself in more ways than one. Says writer AC Bradley, “First, let’s all agree that Jon Favreau is just an incredible talent and person. He was awesome when he came in to record for season one. Then for season two, he had one request—he wanted to headline own episode! Knowing that Happy Hogan was going to lead the charge on this one, Matt and I had a blast adding in all these Favreau touches.”

Adds writer Matthew Chauncey, “AC and I grew up loving all those holiday specials and Christmas episodes that come back on year after year, and I think selfishly, we really just wanted a chance to write one of our own. Something that might have a shot at becoming an annual tradition that gets revisited every holiday season.

“The challenge and the fun became figuring out who would be the least likely team of would-be heroes to rise up to save the day when the real Avengers are off doing other things,” continues Chauncey. “[We’re] creating this sweet, meta-narrative where these characters who usually play the sidekick role in the movies finally get to step into the limelight and be the heroes of the story. It’s about flipping the script and giving these fan-favorite characters their moment to shine, which also felt like a fitting theme straight out of one of those classic holiday specials we wanted to emulate.”

#### EPISODE 4: WHAT IF... IRON MAN CRASHED INTO THE GRANDMASTER?

After his gambit to destroy the Chitauri Fleet during the battle of New York strands him on the planet of Sakaar, Tony Stark’s efforts to overthrow The Grandmaster lead to a ceremonial, grand prix-turned-demolition-derby—a death match that could land Tony on the Sakaarian throne. Says director Bryan Andrews, “It’s a tour de force of insanity that’s well worth the wait.



Jeff Goldblum is amazing in it as is Taika [Waititi], I think almost every line that finally made it in is a riff. [They were] wild with the improv.”

Writer AC Bradley first wrote the episode in 2019 but says Tony Stark has been part of her creative fuel for even longer. “Seeing ‘Iron Man’ in 2008 was a game-changer for me,” she says. “I’d just graduated from USC Film School, was working as an assistant at a management company, writing every morning but still trying to find my voice. What did I want to write? What did I even have to say? Then one Saturday, a friend texted me—we ended up catching ‘Iron Man’ at the Arclight. I remember walking out of the theater and telling her that this is it—I want to write ‘Iron Man’—or rather, stories like that: action-adventure, but with heart and humor. Telling a very human, personal story, but wrapping it in super-heroics and, of course, killer explosions.”

#### EPISODE 5: WHAT IF... CAPTAIN CARTER FOUGHT THE HYDRA STOMPER?

After the long-lost Hydra Stomper is recovered, Captain Carter’s mission to save her old flame, Steve Rogers, sets her on a collision course with new enemies.

Director Bryan Andrews says the episode picks up where the season one cliffhanger left off. “It was great to continue that story and bring in a certain character as a full-on villain. Seeing Nat and Peggy be a team is always rad.”

Adds writer AC Bradley, “Captain Carter holds a special place in my heart. I’ve never loved a fictional character as much as I love her. When season one was happening, a colleague asked me if I’d researched the treatment of women during World War II. As a woman in Hollywood, I’ve got plenty of my own stories to draw from. For me, Captain Carter stands tall not just due to her physical strength or her combat abilities—it’s her undeniable presence, her capacity to take charge and command respect, or at the very least, equal treatment.”

The writer sees first-hand the impact a powerful female hero can have. “I have a two-year-old daughter,” says Bradley. “She walks into [daycare] with her foam Captain Carter shield. That I could give her that role model, that symbol of strength and feminism—I’ve never been prouder as a mother or writer.”

#### EPISODE 6: WHAT IF... KAHHORI RESHAPED THE WORLD?

After conquistadors lay siege to her tribe, a young Mohawk woman ventures into the Tesseract-powered waters of the legendary Forbidden Lake to recruit the forces of Sky World to help save her people.

“The Kahhori Skyworld episode is a special one,” says director Bryan Andrews. “One of my first ideas when I came on to ‘What If...?’ was doing a First Nations episode—what if colonization failed because there were super beings already there? It finally came to life in



season two and [writer] Ryan Little did an amazing job on it and working with our Mohawk consultants.”

Says Little, “We spent four years working with historical and language experts from Kanien’kehá:ka, the Mohawk Nation, to craft this episode. They collaborated with us on every layer of the story from the characters’ names, personalities and costumes to the look of the civilization and the surrounding wilderness to make every facet of this episode the most accurate depiction possible.”

#### EPISODE 7: WHAT IF... HELA FOUND THE TEN RINGS?

Growing weary of Hela’s bloodlust, Odin opts to teach his daughter a lesson by stripping her of her powers and banishing her to Earth. But when she lands in ancient China, the seductive lure of the Ten Rings threatens to reawaken the Goddess of Death’s villainous appetite. Director Bryan Andrews says the episode was fun to do every step of the way. “I mean, we got Cate Blanchett!” he says. “And she’s amazing.”

Adds writer Matthew Chauncey, “We’re all such huge fans of her work, obviously, who isn’t? AC Bradley and I both love ‘Ragnarok’ and Hela specifically, but something that always struck us was how her dad did her kind of dirty in that movie compared to how he treated his sons. Think about it: When Thor starts acting a fool in his first movie, Odin sends him on a sort of cosmic time-out to Earth. But his daughter? Nope, he just locks her in Hel for all eternity and throws away the key. It got us thinking: How much of Hela’s villainy is a product of her own nature and how much of it was created by the way her father treated her? What would happen if instead of locking her in Hel, he banished her to Earth to teach her a lesson?”

#### EPISODE 8: WHAT IF... THE AVENGERS ASSEMBLED IN 1602?

When Captain Carter is transported to an Elizabethan-era locale that’s populated by modern-day MCU figures, she’ll have to uncover the cause of the temporal anomaly that’s mysteriously stranded so many familiar heroes and villains in the year 1602. “I’ll always remember the first time I read Neil Gaiman’s original 1602 [Marvel comics] series in high school,” says writer Ryan Little. “We filled this episode with 1602 iterations of characters from across the MCU to share with everyone that same fun Neil created when first exploring Elizabethan Marvel in his original run.”

According to director Bryan Andrews, the episode has been in the works for a while. “[We] needed to find the right time to do it,” he says. “It’s so fun to see such different versions of these characters—Loki and Happy are true highlights in this episode.”

Writer AC Bradley had ulterior motives. “Ha! Honestly, this whole thing was just my sneaky ploy to see Tom Hiddleston do Hamlet! He’s one of the best Shakespearean actors alive, and it was so cool to see him perform Hamlet’s most famous soliloquy off-book.”



The era, of course, was ripe with opportunity for filmmakers. “All storytelling,” says Badley, “from the first cave drawings to the modern cinematic universes, is about connection, asking your audience: ‘Is this your story, too?’ The same holds true when adapting beloved storylines and IP. I first seek out the human story—the heart. The world of 1602 is one of chaos and confusion with our MCU heroes trapped in an alternate history. The burning questions are: How did they end up here? How can they restore their world?”

#### EPISODE 9: WHAT IF... STRANGE SUPREME INTERVENED?

When Captain Carter teams up with an old friend to hunt down vicious Universe Killers terrorizing the Multiverse, she finds the greatest threat to all existence may be closer to her than she realizes.

Says Andrews, “The final episode is pretty epic, I don’t want to give away too much, but I think fans are going to dig it.”

### BIOGRAPHIES

**JEFFREY WRIGHT (voice of *The Watcher*)** was nominated for a Primetime Emmy for outstanding character voice-over performance for his work on season one of “What If...?” He is a Tony®, Emmy®, AFI and Golden Globe® award-winning actor who has enjoyed an illustrious career, spanning the worlds of theater, film and television. Currently, Wright stars in this month’s “American Fiction” as Thelonious “Monk” Ellison, alongside Tracee Ellis Ross, Sterling K. Brown, Issa Rae and Leslie Uggams. He can also be seen as Adam Clayton Powell in Netflix’s “Rustin,” produced by Barack and Michelle Obama’s Higher Ground Productions.

Wright’s recent credits include director Matt Reeves’ “The Batman,” portraying the iconic character Jim Gordon. Wright played the critically acclaimed lead role of Bernard Lowe in HBO’s award-winning drama “Westworld,” for which he earned three Emmy nominations. He reprised his role of CIA agent Felix Leiter in the 2021 James Bond installment “No Time to Die” and was part of the ensemble leads in Wes Anderson’s “Asteroid City” and “The French Dispatch.”

Wright broke onto the big screen in 1996 with his acclaimed performance in the feature “Basquiat,” portraying the gifted late painter Jean Michele Basquiat. He made his Broadway debut in 1993 in Tony Kushner’s landmark play “Angels in America: Millennium Approaches,” playing three parts. He returned to his roles in the continuation of the story, “Angels in America: Perestroika,” winning a Tony Award and a Drama Desk Award for his performance. Ten years later, Wright became the only original member of the Broadway cast to star in the HBO adaptation of “Angels in America,” for which he won a Golden Globe and an Emmy.



Born in Washington, D.C., Wright graduated from Amherst College and received a B.A. in political science. He later earned a doctorate of humane letters from his alma mater.

He resides in Brooklyn, New York.

**BRYAN ANDREWS (Director Eps 2-9/Executive Producer/Supervising Director Ep 1)** is a multi-E Emmy®-winning animation artist. He has storyboarded some of the most iconic scenes in the Marvel Cinematic Universe, including major set pieces in all of the Avengers films, “Captain Marvel,” as well as the “Guardians of the Galaxy” and “Iron Man” sagas. He has provided additional materials in the concept of many of the epic fight sequences. Joe Russo consulted with Andrews extensively in designing the final fight sequence for “Avengers: Endgame.”

In animation, Andrews served as director and executive producer for the first season of Marvel Studios’ “What If...?” and returns in the same capacity for season two. He worked as a writer and artist on Genndy Tartakovsky’s “Primal,” which won the Emmy for outstanding animated program. Andrews’ credits also include “Sym-Bionic Titan” and “Samurai Jack,” winning two Emmys for the latter. He scored two more Emmys for his work on “Star Wars: Clone Wars.”

**AC BRADLEY (Writer/Executive Producer)** is an Emmy Award-winning television and feature writer, a fact which has yet to impress her mother. After growing up in the Irish-immigrant stronghold of the Bronx, New York, Bradley made her Catholic family proud by earning a full ride to Boston College, where she studied international relations and English literature. Not quite ready to enter “the real world,” she fled the siren call of the corporate world for USC Film School, where she earned an MFA in screenwriting.

After beginning her television career as a writer on The CW’s comic book series “Arrow,” Bradley joined Guillermo del Toro’s Netflix animated series “Trollhunters,” earning an Emmy Award for writing. She’d go on to helm the “Trollhunters” spin-off “3Below: Tales of Arcadia,” serving as head writer on the Netflix series’ two-season run.

Bradley then found a home at Marvel Studios. She served as executive producer and head writer for on the Disney+ series “What If...?” returning to season two as a writer and EP. The first season won the Critics’ Choice Award for best animated series and was nominated for three Primetime Emmy’s including Best Animated Series. Chadwick Boseman won the Emmy for best voice acting in an animated series.

In between seasons of “What If...?” Bradley served as consulting producer and on-set writer for the “Ms. Marvel” television series also on Disney+.





Additionally, Bradley has sold pilots and features to Warner Brothers, Walt Disney Studios, Sony and more. She recently wrapped up EP duties on a to-be-announced Netflix series. Bradley and director Will Gluck just finished the script for a feature film based on the Ubisoft video game series “Just Dance.” Everything else is shielded behind NDAs.

Bradley lives in Los Angeles, and was once banned from Tinder for creating a profile from the point-of-view of an Iron Man action figure who 'lives' on her desk.

**MATTHEW CHAUNCEY (Writer/Producer/Co-EP Ep 1)** is an Academy Award-watching writer and signer of many high-profile NDAs. After beginning his career as an assistant on Marvel’s ABC television series “Agent Carter,” he went on to write for several Marvel Studios projects. Among them, the Disney+ series “What If...?” “Ms. Marvel,” “Echo” and maybe a few others that he’s legally obliged not to discuss.

In 2022, Chauncey created and executive-produced “Self Center,” an original, scripted-audio series for Audible and Conan O’Brien’s Team Coco. Chauncey swears the socially conscious, horror-comedy set at a weekend wellness retreat was in no way developed as part of an elaborate scheme to write off his skincare regimen as a research expense.

Born in New Jersey, Chauncey attended Northwestern University where he earned three bachelor of science degrees in journalism, economics and legal studies – none of which he uses (as his parents often remind him). Before beginning his career in entertainment, Chauncey worked for various print publications, including “New York” and “Junior Scholastic” magazines.

He resides in Los Angeles with his husband and three rescue dogs.

**STEPHAN FRANCK (Director, Ep 1)** is an Annie and Eisner award-nominated animator/writer/director/comic book creator, whose credits include “The Iron Giant” and “Despicable Me.” He supervised the animation of Marvel Studios’ “What If...?” season one and has directed new episodes in the series. Equally active in comics, Franck’s graphic novel “Silver” earned a nomination for the Russ Manning Award at San Diego Comic Con’s Eisner Awards. “Silver” was followed by its prequel “Rosalynd” and the L.A. neo noir crime series “Palomino.”