



7. *Beasts of the Southern Wild*

Tiny, unstoppable Quvenzhané Wallis tears through this awards-season dark horse, a plaintive, magical exploration of life on the fringes, and of the places where love and fear sit too closely together. Unsentimental, kind and dark, Benh Zeitlin's *Beasts* mixes the realistic and the magical without romanticizing anything. Poverty, authority, danger and freedom clash and meld, shaping the world for little Hushpuppy, her troubled father, the people in their tight-knit bayou community, and the rest of us, out here in the equally broken world of concrete floors and good intentions.



8. *Your Sister's Sister*

Lynn Shelton's masterful comedy makes it look easy — what more do you need than three fantastic actors, bantering in a cozy, well-appointed cabin in the woods? But there are layers to *Your Sister's Sister*, which takes a rom-com premise and twists it into something thoughtful and bittersweet, a film that's far more interested in how people get to emotional places with each other than what they do once they've arrived. Mark Duplass plays another slightly off-kilter fellow and makes it look fresh; Emily Blunt is fragile and brash at once, and never better; and Rosemarie DeWitt, all dimpled prickly smiles and sharp glances, is so good.



9. *The Avengers/Cabin in the Woods*

The Avengers was far greater than the sum of its parts — a fat handful of superhero flicks, none of which sustained the zing of the first *Iron Man*. But Joss Whedon, with his expertise leading excellent ensembles, pulled something pretty smart and altogether entertaining out of the place where *Iron Man's* attitude, *Thor's* campiness, *Hulk's* rage and *Captain America's* wholesomeness meet. As for *Cabin in the Woods* — directed by Whedon collaborator Drew Goddard and written by Goddard and Whedon — it's a clever, self-aware mashup of Whedon's types and hangups that makes fun of itself even as it builds to a bloody, creepy climax based on the notion that terror creates its own mythology.



10. *The Sessions*

It was this or *Rust and Bone* for the tenth slot — two films that sounded atrocious when summarized but turned out to be intelligent, thoughtful and unapologetically affecting. While Marion Cotillard and Matthias Schoenaerts were silent and physical in *Rust and Bone*, in *The Sessions*, John Hawkes (as quadriplegic Mark O'Brien) and an unexpectedly wise, vulnerable Helen Hunt talked their way through sex — slowly, carefully, delicately. This is not the movie sex we expect, or are accustomed to, and its honesty feels almost transgressive.



1. *Sound of My Voice*

Twilight Zone creator Rod Serling has been reincarnated in the person of a talented and gorgeous 29-year-old writer/actor Brit Marling, who this year continued to play the risky M. Night Shyamalan card — and play it to perfection — in a quiet, lyrical and haunting film about a cult that may or may not be led by a time-traveler from the future, played with film-noir intensity by Marling herself. Expertly paced by director Zal Batmanglij, who along with Marling co-wrote the script, this movie tackles huge, existential, *X-Files*-type questions with an ominous whisper that, by the end, turns into a silent scream capable of rocking the foundations of belief.



2. *Martha Mary May Marlene*

Of course, any top-ten list would be incomplete did it not include at least one John Hawkes-acted film, and contra all the sex-lib ballyhoo, this psychological thriller about the personal ravages of cult immersion (eek, a theme!) provided Hawkes his juiciest, creepiest and best role of the year. Writer/director Sean Durkin — working with a crackerjack cast that also included Sarah Paulson, Elizabeth Olsen and Hugh Dancy — keeps a tight rein on the pace, the better to evoke the simmering violence and convoluted (but sometimes aces-on) asocial brain-fuck of millennial cults.



3. *Cabin in the Woods*

As devotees of horror know, a passion for scary movies is rather a losing proposition. For every quality offering like *Rosemary's Baby*, one has to wade through hundreds of schlock slasher flicks. This is why *Cabin in the Woods*, co-written by Joss Whedon and director Drew Goddard, is such a triumph: Not only does this rich, creepy meta-movie turn the entire horror genre on its head, but it does so in a way that is downright scary and hilarious. *Cabin in the Woods* turns cliché into strength, and this story of five kids in the woods rides a wave of clever, creepy, exhilarating inversions right up to the doomsday finale.