



**Action Comics #12**  
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**Action Comics #12:**  
Return to Smallville, Part 4  
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**Smallville, Kansas:**

He had finished. All this time he had spent on his master plan, and with the pull of the trigger, he had completed it. The ground still smoldered, the ray still buzzed, but Superman had vanished, gone from this place... Forever. Brainiac slowly walked toward the console of his computer, placed his hand against a pad on the cold metal surface, and closed his eyes, and visualized his home. You could have called it imagining, dreaming of home, but he is a machine, a Coluan; and they have no place in their minds for meaningless processes, such as emotions.

**Somewhere else:**

"MA!" He jerked up from the metallic pathway he had been lying on, and looked around, his eyes darting around like those of a fox. He remembered everything from before the massive explosion of cosmic energy struck him, the instant of pain, the moment of thinking... This is it. Defeated by that... Brainiac creature. But no. He was alive and well.

"Kal-El?" The Last Son of Krypton staggered to his feet and turned his head, ready for anything, but is met with the visage of a grey haired man, who's body does not fill the red and green attire he wears. He's thin, malnourished, but there's a spark in his eyes, and he views Superman with a burning familiarity. "Son of... You wear the shield of your family, it is true..." Clark Kent didn't realize it, but the man was speaking a familiar tongue. Not English... But something else. He didn't question it, just replied in the like.

"What's going on?" He clenched his fist, the air tasted unnatural, the gravity on his body somehow off, a weird feeling of vertigo all over him. "Who are you?"

"I am Zor-El, and the likeness is uncanny... You are my brother's son!"

### **Smallville, Kansas:**

"I have no further use of you." Braniac monotoned, with thought, as he flicked a switch in his mind and Martha Kent and Peter Ross suddenly became conscious again. "You may leave."

Pete's eyes opened wide, not realizing where he was or why. "You're that green skinned monstrosity who kidnapped me... " He suddenly felt the back of his neck, feeling a long, thin scar beneath his hair line. "... Who cut me open! You bastard!" He grabbed a strange looking device from beside him and aimed it at the villain, who turned to him slowly, a wry smile on his face.

"It is inconceivable that you pose a threat to me." With a swat of his hand, Pete flew across the room, hitting the cavern wall with a muted thud. The blond man none the less struggled to his feet and ran at the man/machine, his fists raised. "And I tire of you." Another movement of his hand and the blonde haired man was again against the floor, pressed hard against the surface by the telekinetic force. Braniac was undeniably powerful, too powerful for Pete Ross to handle, that was for sure! "Now, the other... " The Coluan turned to where Martha Kent was standing, but his robot eyes widen, as the elder Kent had gone, vanished in the fracas! "Clever little human."

Ma Kent hurried out of the cavern as fast as she could run. The sky was dark, first rain of the season dawning on her home town and her. She had to do something, she had witnessed her son die in a burst of alien light, but she couldn't afford any tears. She had been held back by the device in her neck, that dirty piece of machinery that had caused her to nearly murder her son mere hours earlier! But who could help? Who could stop a foe that even Superman, her Clark, could not stand up to? She fumbled a hand into her pocket, searching for something, anything,

and then she found it. She pulled the cellphone from her pocket and dialed the number.

**An uncharted place:**

Superman blinked once. And then blinked again. The man in front of him was familiar to him, true, but could it be the truth he was speaking? Was he Jor-El's brother? "Who are you?"

"I am Zor-El, chief scientist of this city... " He motioned his arms around himself, the magnificent structures, the colours, but the silence around them... A sense of sterile loneliness.

Clark shook his head, sloughing off the effects of whatever hit him still, his stomach still reeling as he got used to his surroundings. "How did I get here?"

"Same way as everyone else, Kal-El, because of Braniac!"

The superhero shook his head, taking everything in. "I don't understand... "

Zor nodded, and then placed his hand on his nephew's shoulder. "Let me explain... "

**Over seventy years ago, orbiting the sun Rao, Krypton:**

The planet died in a flurry of green light and fire. They watched from afar, their super telescopes picking up the events that unfolded on Krypton. Argo, a large planet that had once sustained life but had long since turned into a hostile environment was 385 million kilometers away from Krypton, and Kryptonian astronauts had established a colony city there years before, and as the scientists that existed in that only city on the planet watched the radiation wave resulting from the explosion sweep past them weeks later, they believed they were going to die, but thanks to the large dome that protected the colonists from the harsh environment outside they survived... But as the power cells that kept the small remnant of Krypton living were running low already, and the last

batch from it's mother world, from Krypton itself, had not arrived before the end, they knew that the end was near for them. So they waited for death. Some found religion in those dying days, some prayed to the god Rao, and some prayed to the altar of science for them to be saved, but nothing came. Until nearly six months later.

"We've exhausted all our resources and research." Zor-El announced, "Our only hope, is to try and re-initiate the Brainiac program."

"Zor, it's too dangerous." Non-Mek warned, with a tense tone. "Even with the deviant AI removed, the risks of Brainiac taking over are too great. It could try and kill us all."

"Save your warnings. It was my own brother who successfully shutdown Brainiac." Zor-El shot back. "I know the risks, all to well. But if we don't activate Brainiac, we will all die anyway."

Non-Mek bit his bottom lip, there was no optimal solution to this problem. The frustration was beginning to wear on him. "Alright, I'll support your decision."

It took several hours to rebuild the fragmented core programming and initiate it on the Kandor systems. The current data assessments were fed into Brainiac. The hours passed as the numbers, probabilities and conditions were processed.

<<Final assessment complete. Solution found with 84.37% probability of success .>>

The scientists' heart fluttered. A restrained exuberance was shared between the two men.

"What solution have you discovered?" Zor-El jumped on the question.

<<Brainiac requires a question answered before the solution can be shared.>>

The two scientists looked at each other. They knew what the question was going to be, and they didn't like it.

"What is your question, Brainiac?" Zor-El asked, with a half defeated tone.

<<Where are my missing system files?>>

**Now:**

"In the days following his offer, we awoke to discover we were not in our home city but in another, some where from our legends. Welcome to Kandor, Kal-El, lost city of Argo, lost for hundreds of years but discovered by Braniac the saviour."

"The saviour?" Superman shook his head, and shook the man off his shoulder. "He tried to kill me, tried to murder me, and you call him a saviour?"

The old man shakes his finger at the hero, shaking his head as he does so. "If it were not for him, I would not be here!"

"He... he violated my friends, he brainwashed them... Who is he? Who is Vril Dox?"

"Braniac was the computer mind of Krypton... A program devised by my brother, your father, to help orchestrate the every day-to-day running of the planet... Vril Dox was the aberrant intelligence that was banished to the Planet Colu. The ghost in the machine, if you will." Zor cringes, and holds his head. "It grew, evolved during the time that the Coluans were dissecting it. Unfortunately, when I initiated the base Braniac program; it sought, freed and merged back into the exiled intelligence."

"Damn this... ! I need to get back to Smallville!" The supposedly Last Son of Krypton leapt into the sky, an attempt to fly up above the city; with a gasp he fell to the ground, the loud fall taking the wind from his lungs and causing him to be overcome with shock. "What's going on? Where... My powers... " His eyes wander to the sky above, and the realization that the sun that beamed down light from above was red causes his jaw to drop. A red sun. He was trapped.

### **Metropolis, the Daily Planet building:**

Perry White took a sip of his coffee and smiled. "You did good, Jimmy... "

Jimmy Olsen smiled enthusiastically, and touched the camera around his neck. "You liked the photos, Chief? I tried to... "

"Cream and two sugars, at last you get my order right." Perry nodded at his words, and flicked through the articles on his desk.

"But that's not what he's here for, White." The two men in the office turned at the voice in the doorway, and Jimmy gasped in surprise.

Perry placed the cup on his desk and grimaced as he stood up, his eyes wide, angry. "Luthor. What are you doing here?"

"I'm not here to talk to you, Perry my dear man, I'm here to talk to Mr Olsen."

"M-Me?!" Jimmy gulped as he pulled his collar away from himself slightly, his face nearly as red as his hair.

### **Smallville, Kansas:**

*Weak, Lois, weak...* The reported rubbed the back of her head, the ache and pain of being hit hard with something... Hard gnawing on her. What would dad say? She pulled herself up, using the counter to support herself, and then she looked around, getting her bearings. Peter Ross, Managing Director of the First Bank of Smallville, sure did hit hard... She groaned and looked at the ground, a glass jug full of milk shattered into pieces on the ground. *That's probably why you're hurting so bad, Lane.* She felt the back of her tender skull lightly, and checked for blood, and finding that there was none, she then grabbed her handbag and ran out the door. *The look in his eyes before he hit me... That wasn't him. He went from old fashioned farm boy to zombie in seconds. Something happened to that guy. And it's my job to find out what. But first I need help... Clark!*

**Elsewhere:**

"I don't understand, Kal-El... "

"I need you to help me get out of this place. This... Prison... "

"this is not a prison, Kal-El, we can leave whenever we want to... But it is our home... "

Superman shook his head slowly. "We? All I've seen so far is you... And this place... It's so quiet... "

The old man looks around with an almost suspicious glare, and then moves closer to the hero. "He came every month... "

"What do you mean?"

"For specimens... "

Superman's eyes widen. This man is insane. He's lost his mind in this place. "Specimens?"

"Any scientist knows you need specimens to examine if you're too discover something... for dissection!"

"Great Scott... " Braniac murdered the residents of this place. This city. The cold, calculating villain! He kidnapped them and murdered them in the name of science! The thought of not being the Last Son of a dead planet nearly leaving him, but then this... His people dead, the creature known as Braniac attempting genocide!

"But don't worry, Kal-El... " The scientist pulls a tarp from over a device and smiles. "He wasn't the only one who knew a thing or two about science!"

"What is that thing?" Clark looks at the strange device that had just been unveiled, blue coils wrapped around a metal tube, mounted onto what looks like a cannon.

"Brainiac is a computer. This is a localized electro magnetic pulse. It will wipe the information from Brainiac's core and destroy his programming... After he took my wife... " Zor's eyes darken. "My daughter is lost to me. My wife dead. This is my revenge. We need to... We need to escape this place, and then... Then... "

Superman's eyes widen. "We can end this. And... " he places his finger against his temple. "I just found our way out."

### **Smallville, Kansas:**

"Clark?" Without much of an effort, Lois opened the door to the Kent house, and looked around , searching for her friend. "Mrs Kent?"

"What... Are you doing here?" She turned with a start, surprised by the voice behind her. She watched as Lana Lang staggered up the steps to the porch, and then as she collapses onto the seat outside. "Does... Martha know you're breaking and entering?"

"La... Ms Lang!" The reporter nodded slowly, and then shook her head. "They're not here, the door was open... "

"The door is always open, this is Smallville... " Lana grimaced as she stood back up.

"Are you okay?"

"NO I AM NOT, MS LANE. My life has just been revealed to be a LIE because of someone with a grudge against SUPERMAN. I'm not in the best of MOODS and I need to talk to Clark!"

Lois' eyes widen as she took in the words. "Your son... "

"Wasn't my son, but a robot who I was made to care for... " as she finished she groaned, the full weight of the truth hitting her like a sledgehammer. "I lost my son... "

"Why... Why do you need to see Clark?"

"Because... " Lana hesitated, realizing that Clark had not revealed his identity to this woman, "... Because he can get in touch with Superman... "

Lois nodded slowly. "Right." She was about to press the subject, the thought of her story overcoming her senses for a moment, when she gasps in surprise. "Martha!" Her gasp is extended as she sees someone else behind her, his hand on her shoulder. "SUPERMAN?!"

### **Metropolis, the Daily Planet building:**

"I want you on my press team, Mr Olsen. You have the enthusiasm and the intelligence that I want on my publicity team. You have the eye of a true visionary, and I need that. I don't need a yes-man, or a board that nods at my every suggestion." Lex Luthor smiled wryly at the look on Perry Whites face. He didn't even look at Olsen, he was concentrating his stare on the editor of the paper that had viewed him in such a negative light the past ten years. "What do you say?"

Jimmy seemed to jump as Lex suddenly turned to him. A thin layer of sweat had formed on the photojournalists forehead, his hands were shaking slightly. "I... "

"That's ridiculous!" Perry jerked up out of his seat, his face red with fury. "Jimmy here has integrity! Spirit! He wouldn't work for you!"

"Mr White... " Jimmy turned to Perry, his eyes slits. "Don't talk for me."

Perry's eyes widened in surprise. "I... "

Lex smiled. "What do you say, Mr Olsen? It'll be ten, twenty, a hundred times the pay you here, and you wouldn't have to take the constant bullying you take here... " he motioned to Perry, who was still standing, still shaking with rage.

"Mr Luthor... "

"Lex, please."

"Mr Luthor... " He reiterated with a nod. "I think... I accept."

Lex Luthor left immediately with Jimmy Olsen in tow. It was a bad idea for Steve Lombard to choose this time to enter Perry White's office. He found himself in the mid point between the target window and the ash tray Perry white flung in a fit of anger.

"AAAAAHHHHH! MY FACE! MY BEAUTIFUL FACE!"

### **Smallville, Kansas:**

"Analyzing." Without a thought, a small tentacle had formed from his arm, and had inserted itself into a computer on his ship. Instantly he was connected to the internet, his computer systems absorbing every byte of information, every detail of life on Earth. He sifted through the blogs, the dictionaries, the histories, until every single piece of information was stored in his systems. "Integration complete." The tentacle withdrew with a snap, and his eyes began to glow with an eerie light. "This is a backwater planet, not worthy of assimilation into the new Coluan empire." He looked over to Pete Ross, unconscious on the floor, blood dripping from his mouth, and nodded slowly. "This speck in the universe shall not be missed."

### **Kansas, Smallville:**

"I am sorry Lois... " Superman looks to the sky, a massive skull shaped ship coming into view as it broaches the horizon, the tentacles of the craft shifting and moving as it does so. "But I have a job to do... " The hero leaps off the ground, and heads towards the craft, his hand raised high, guiding himself towards his next challenge.

"Superman... ?" Lois doesn't say anymore, but her hand finds her lips, and she touches them softly.

"What's wrong, dear?"

"Nothing, Mrs Kent I... "

### **Several miles above Smallville:**

Brainiac sat, sifting through terabytes of data. Science, technology, theology; the human achievements in these field are meaningless to him. However, the sociological being known as man, has a few traits that are unfamiliar to Brainiac. One particularly challenging topic called 'American culture', proves to be strangely addictive. Data from the Internet points to one being who encompasses the extremes of these traits.

"I must find this being... this 'K-fed' and extract the data I seek from him."

As Brainiac begins setting a course to California, the ship is rocked. The air began gushing out of the room as several alarms rang. "Decompression? The hull has been breached. Who dares!"

"I think the answer should be obvious," Superman said as he tore open the metal doors. "But I can give you a hint, if you need it."

"Inconceivable! My calculations were perfect. There was no possibility of escape."

"You must have missed an unexpected variable in your formula, Brainiac. Perhaps you aren't as infallible as you give yourself credit. " Superman stood tall, almost inviting Brainiac to try and harm him.

"You are a fool Kryptonian. I defeated you before, I shall defeat you again!" By mental command, the shrink ray spins around and shoots at Superman. This time however, the ray hits him directly on his emblem and does nothing. Brainiac watches on incredulously, unable to hide the shock on his face. "Inconceivable! It... you... "

"Are you not getting tired of always being wrong?" Superman taunted.

"Enough!" Brainiac quivers with rage, unleashing a psychic attack of his highest ability. The hero in blue falls to his knees, his limbs shaking. Superman grasps his head, and slowly begins to stand up. Brainiac's eyes widen in surprise.

"Your psychic... attacks... cannot stop... ME!" Through great pain, Superman is able to break the psionic link. The backlash sends Brainiac sprawling.

"I grow weary of this Kryptonian," Brainiac said as he rose, but suddenly found himself staring down the barrel of his own weaponry.

"As the humans say: 'payback is a bitch'."

The bolt hit Brainiac square, and he was gone in a flash bright flash of light.

*Now it is up to you, my friend.*

**Not too far away:**

Brainiac opens his eyes to find new surroundings. "Banishing me into Kandor will not save you Kryptonian. I shall be free all too soon."

"Maybe you should worry about me instead," Zor-El exclaims, brandishing a large weapon. "you were my greatest mistake. Finally I get to erase you."

"You presume too much Zor-El. If you believe that weapon will kill me, I invite you to shoot me."

Zor-El wasted not a second to aim, as he shoots at Brainiac. However, the walking computer easily dodges the attack by diving to his left. A tentacle rips through Zor-El's side, causing the old man to howl in pain. A second tentacle wraps around the weapon and constricts, irrevocably destroying it.

"Your plan has failed, old man." Brainiac said, as he nonchalantly approaches the last survivor of Kandor. "My intelligence is unwavering, my destiny unstoppable." The tentacles hovers over Zor-El, awaiting the mental command to attack.

"Step away from my uncle, Brainiac!" A voice booms down the street.

"Superman? Your decision to follow me shall prove to be your doom!" Brainiac shouted as his eyes dart around, searching the source of the voice.

"It is me you want Brainiac," Superman intones as he steps clearly into the metal runway. "Let's finish this, now."

"You show much bravado, Superman." Brainiac says, in his typically stilted, robotic tone. "You've got to ask yourself a question: are you feeling lucky, punk?"

The tentacles lash out, trying to catch the man of steel. Superman make many serious dives to avoid the continuous attacks. At first, the tentacles catch his ankle. Then his waist. Finally the tentacles wrap around him securely and carry him to their master.

"Magnanimous bravado is your undoing." Brainiac sputters.

"Arrogance and overconfidence is yours." Superman replies, as a sly smile crawled over his lips. His eyes broke contact from Brianiac and pointed to his clenched right hand.

Brainiac eyes widen as he realizes that he fell into Superman's trap. The Coluans body starts shaking controllably, as his eye roll to the backwards. Suddenly the green alien slumps to the ground, unconscious. The EMP grenade in Superman's hand worked as well as Zor-El had said it would. Brainiacs artificial mind was fried, but the biological Coluan body unaffected. Brainiac is alive but permanently unconscious.

Superman was free of the tentacles, and ran quickly to the quickly fading man.

"Zor-El, can you hear me? Zor?"

Zor-El slits his eyes open, with great effort. "You make our race proud, son. I'm honored to have met you, my nephew. Your father... would.. have... "

The old man's body lost all rigidity. Superman found himself alone once

again; hunched over the man's body. He gazed upwards, a hardened look in his eye.

### **Metropolis: Hall of Justice:**

At the conference table, Ray Palmer and J'onn J'onzz anxiously await the results. Ray had never attempted using white dwarf energy to reverse another shrink ray. He worries that the white dwarf energy might damage the Kryptonian photo absorption biology. *What if he gets, I dunno, super cancer?*

Superman strides out of the lab, physically feeling fine, but emotionally wracked.

"Everything looks good Superman." Doctor Palmer says with great relief. "You're at your correct dimensions and density."

"Thank you, Ray. Your expertise is invaluable." Superman replies, "A big thanks to you, J'onn. If you weren't there, my trap would have never worked."

"It was my pleasure Superman. It was a wise idea to give your mother our direct access line." Replies the Martian Manhunter. "I did feel awkward having to deceive your friends. I am still unaccustomed to this concept of a 'secret identity'."

"You did great, J'onn" Says the Man of Steel. "It was key to confuse Brainiac, otherwise we would have never gotten close enough to incapacitate him."

"What do you want to do with the Bottle City, Superman?" The Atom spoke as he picked up the large container, and looked at the superhero.

"Can you... Can't you reverse the shrink ray effect?"

"I'm afraid not Superman, the superdense Kryptonian metals would implode as the..." Ray motioned around with his hands, trying to figure out how to explain it. "City go boom-boom."

"I understand. Shame... " Superman holds the bottle in his hand, just taking it from Ray. "The last true reminder of Krypton... Trapped in a bottle."

"Kal-El... " J'onn placed his hand on the hero's shoulder, and smiles whilst nodding slowly. "You are a reminder of all the good that is Krypton. Do not forget that."

"Thank you, old friend." Clark smiles and then lifts off out of the Hall of Justice, leaving the majestic building behind, the bottle wrapped tightly in his arms.

It had taken a year of rebuilding, of hard work and skill, but there it stood. With a gentle grace he lands on the snow, every step he takes a soft crunch echoing in the eerie silence of the cold, the Antarctic tundra surrounded by nothing but white snow and ice. He had learned the tesseract was unstable ever since General Zod returned, and every day it became a threat to all existence, but he needed a Fortress, somewhere for himself... The tesseract was disposed off. It took all the Justice League, and that story is for another time. He took the tiny key from his belt buckle and unlocked the massive golden door built into the massive ice mountain, and as the door opened wide, he smiled. He was home. The Fortress of Solitude. Robots buzzed around, maintaining the new location, clearing up the snow that had tumbled in as the door opened, and as Superman slowly walked into a dark room, where he conducted his super scientific experiments, he saw that the robots had done as he ordered. There was a podium ready, and as he placed the Bottle City there, he smiled glumly. Safe. He then turned to his right, where a body was wrapped in his red cape. Zor-El. He began whispering to himself, something he had learned when Jor-El's holographic shape had found him all those years ago and revealed his true nature, the Kryptonian Death Chant. The whisper became louder, a song, and as he flew his uncle into orbit and pushed his cold dead corpse into the Sun, he kept singing, even though no one could hear, not even him. He watched as the body drifted through the emptiness, and as a tear drifted down his cheek only to freeze and break off, he smiled. His uncle was a hero. And so was he. He flew down to the Earth, speeding through the atmosphere so no satellites could pick him up, and as he landed in his family's barn and changed his clothes, he heard a knocking on the door.

"Smallville?"

He didn't need to hear her voice. Her heartbeat was familiar to him already, he had memorized it, the beat that echoed through his ears right now. He pushed back, dulling his powers by sheer force of will, and then clambered down the steps, nearly falling halfway down.

"I wondered where you had gotten off to." Lois said, with a spattering of smugness in her voice. "How are you feeling?"

"Pretty low actually, Lois." Clark Kent answered frankly. "I'm a bit ashamed. I let myself get duped, and my family and friends got hurt. I wasn't even there when they needed me the most." He sat on a bale of hay, the words he said were true. The part he didn't explain, was how he felt responsible. After all, Brainiac came to eliminate Superman, and did so by abusing those who are close to him.

Lois swallowed a bit of her pride, realizing the man before her was truly hurt by the experience. "In the end, Brainiac was defeated, and no one suffered any major injury." Her words were genuine, she was trying to make Clark feel better.

Clark looked at her, there was pain in his eyes. She hadn't heard of Zor-El's death; she didn't know the sacrifice he made to ensure Superman's trap would work. Lana, poor Lana, would probably need therapy for a very long time.

There was a period of quietness in the barn. Lois' attempt to ease Clark's remorse had failed. She had originally come to find Clark to expose him as Superman, but now felt very awkward about doing so. Clark himself was sorting the emotions that stirred within, fueled by his confession. He wasn't as good hiding his emotions as he thought he was.

"Listen Clark, we've been through a lot together. I'm sorry I blindsided you back at your mother's house. As an investigative reporters, this is what we do, but sometimes we forget how hurtful it can be." She said these words, and slowly approached the Smallville native. "I just want you to stop giving me this pretense of being a regular person, and admit that you're... "

"Clark? Lois?" An all too familiar voice cut into Lois's speech.

Lois slowly pivoted he head, to see who had spoken those words. She recognized the voice but couldn't believe who it was standing at the barn door. Superman, as big as life.

"I'm sorry to interrupt, but it was suggested that we, uh, I run tests on all people who had direct contact with Brainiac." Superman stated, as he approached the two reporters. "A colleague gave me a device that would test for any remaining influence that Brainiac might have on you." The device had a flurry of lights on the read-out and made strange whirling noises. "Both of you are clear of any mind altering devices."

Lois's gaze never left Superman, her eyes were bigger than anytime Clark had ever seen them. Suddenly, her face became flushed. "Well that is good to know thank you Superman but I really have to catch a plane back to Metropolis because news wont write itself!"She flustered, as she hurriedly ran out of the barn in abject embarrassment.

Clark and Superman looked at each other with curious eyes. Clark was smiling as his head bobbed, trying desperately to restrain the bubbling laughter in his throat.

*See J'onn? You're much better at this 'secret identity' than you give yourself credit.*

**FIN**

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