

Level 4	
Suitable for:	young learners who have completed up to 200 hours of study in English
Type of English:	American
Headwords:	800
Key words:	15 (see pages 2 and 6 of these Teacher's Notes)
Key grammar:	past simple of common irregular verbs, <i>can</i> for possibility, <i>must</i> for obligation, <i>going to</i> for prediction and intention, negative questions, superlative, two clauses joined with <i>after</i>

Summary of the story

Duchess the cat lives with her three kittens, Berlioz, Toulouse, and Marie, in a beautiful house in Paris with her wealthy owner Madame Bonfamille. However, Madame's butler, Edgar, learns that in her will Madame intends to leave her money to the cats, before he receives anything. He is not happy, and gives the cats sleeping pills and takes them far from Paris, hoping never to see them again.

Duchess and the kittens meet a cat called Thomas O'Malley who, having no owner, is free to go where he pleases. O'Malley agrees to take the family back to Paris.

On the way, O'Malley and Duchess develop feelings for each other. But they know that they both come from very different worlds and Duchess is not willing to leave her owner. Sad to say goodbye to O'Malley, Duchess and the kittens return home. Edgar sees them first and sweeps the cats into a sack, planning to send them even further away. The cats' friend, a mouse called Roquefort, rushes out to warn O'Malley. While O'Malley tries to stop the wicked butler, the mouse risks his own life to enlist the help of O'Malley's alley cat friends in the city.

Finally, all of the animals work together to defeat Edgar, who is himself sent away in the trunk in which he planned to send the cats. O'Malley joins the other cats at Madame's beautiful house, but

his old alley cat friends still come round to visit. So now the cats have the best of both worlds!

Background information

The Aristocats is the 20th Disney Animated Classic. It was released in 1970, and was the last movie to be approved by Walt Disney himself, shortly before he died. The title of the movie is a pun on the word "aristocrats", meaning people from the highest class of society.

Music is an important part of the movie. The role of Thomas O'Malley was voiced by singer and actor Phil Harris, who had previously provided the voice for Baloo the bear in *The Jungle Book*. In *The Aristocats*, all of O'Malley's alley cat friends are jazz musicians, and the leader of the gang – Scat Cat – was voiced by jazz musician Scatman Crothers.

Did you know ... ?

- *The Aristocats* was inspired by the true story, from about 1910, of a family of cats from Paris that inherited a fabulous fortune.
- Thomas O'Malley's full name is Abraham DeLacey Giuseppe Casey Thomas O'Malley!

The characters

Duchess is a beautiful, white cat. She lives in a fine house in Paris.

Berlioz, Toulouse, and **Marie** are Duchess's three kittens.

Madame Bonfamille is a kind, rich lady who owns Duchess and her kittens.

Edgar is Madame Bonfamille's butler.

Georges is the lawyer who prepares Madame's will.

Thomas O'Malley is an alley cat. He has no home.

Scat Cat is O'Malley's friend.

Roquefort is a mouse who lives in Madame's house.

Miss Frou-Frou is Madame's horse.

Topics and themes

Pets Cats play a main role in *The Aristocats*. Ask the students to talk about any pets they have. If they had a choice, which pet would they most like to have? What should you do to look after a pet? Which pets are the most fun? Which involve the most work for the owner? (See also Activity 2 on pages 4 and 5 of these Teacher's Notes.)

Family Madame Bonfamille considers her cats to be her family. Ask the students about their families. What words do they know for the different family members? The students could make a simple family tree to include aunts, uncles, cousins, etc. to extend their vocabulary.

Jealousy Edgar the butler is very jealous of Madame's cats because they will receive all of her money in her will. He wants the money, and so he goes to great lengths to try and get rid of her cats. Ask the students if they think it is a good or bad thing to be jealous of others?

Being lost When Duchess and her kittens wake up, they are far from home and lost. Ask the students what they think it would feel like to be lost. What is the best thing to do if we are lost?

Key words

(see page 6 of these Teacher's Notes for the Key words in context)

alley (n)	owner (n)
basket (n)	polite (adj)
butler (n)	sack (n)
human (n / adj)	sleeping pill (n)
kitten (n)	stable (n)
lawyer (n)	trunk (n)
look after (v)	will (n)
motorbike (n)	

Friendship Duchess and O'Malley quickly become friends. This could be a starting point for a discussion about the importance of friendship and the qualities of a good friend (loyalty, caring, etc.).

Different lifestyles The story contrasts two very different lifestyles. On the one hand, Duchess and her kittens live a life of luxury at Madame Bonfamille's house with all of their needs met. On the other hand, O'Malley and his alley cat friends must find their own food and shelter, but with no owners to tie them down, they are free to go anywhere and do anything. The students can discuss the advantages and disadvantages of the two lifestyles portrayed. Which group is happier? Why? (See also Activity 3 on page 5 of these Teacher's Notes.)

House and home The home Duchess lives in differs greatly to the house the alley cats inhabit. Refer the students back to the story and ask them to describe the two different houses. What kind of house do Duchess and the kittens live in? What kind of place do the alley cats call home? (See also Activity 3 on page 5 of these Teacher's Notes.)

Baddies Edgar is a bad person because he wants to destroy the cats. Ask the students if Edgar deserves what he gets at the end of the story. Do the students know any other baddies from other stories and movies? Who are their favorite villains? What bad things do they do? What usually happens to baddies?

Paris The story takes place in and around Paris. What do the students know about this city? Do they know which country it is in? Would they like to visit it? What would they like to see and do there? (See also Activity 4 on page 5 of these Teacher's Notes.)

Class Activities (After Reading)

Here are some activities to do with your class after reading *The Aristocats*.

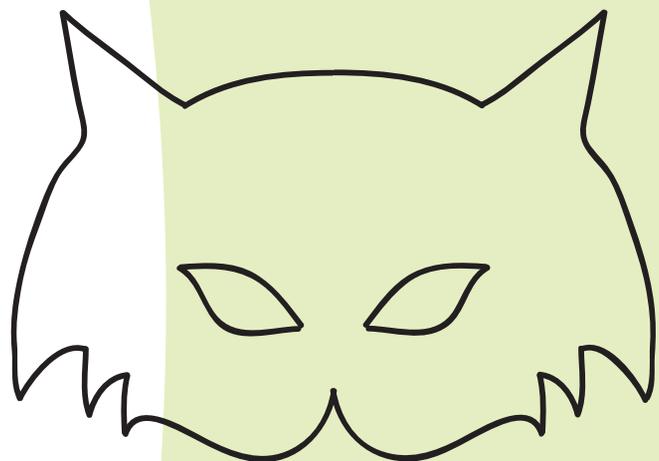
1. Make a cat mask

Materials: different colored card (especially white, gray, brown, orange); colored pens / pencils / paint; pipe cleaners; different colored construction paper; button (optional); safety scissors; glue; stapler; string; masking tape (optional)

- Before the session, make a cat mask following the instructions. Tell the students that they are going to make a mask for the cat of their choice from the story.
- Talk about the different cats in the story and ask the students to tell you their favorites. They should choose which cat or kitten they like best and they will make a mask of that character.
- Draw the template of a cat mask on the board, as shown in the diagram opposite.
- Hand out the materials. If a student is making a mask of O'Malley, for example, he or she should choose orange card.
- First, the students draw the mask shape on their pieces of card, as per the template on the board.
- They cut out the mask shape and the eye holes. Now they decorate the masks. Ask the students to look closely at the cat of their choice in the book and to add the features using colored pens, pencils, or paints. Do not include the whiskers at this stage.
- Go around the class and help out where necessary.
- To make the whiskers, take three pipe cleaners and pinch and twist them together in the middle. Separate them out a little and glue them onto the mask in the nose area. A button can be added for the nose, or the students can make it using construction paper.
- To make the mask ready to wear, staple some string onto the back of each student's mask,

near the eye holes. The students can tie the string to fit their heads. The staples can be covered with masking tape if the students find them uncomfortable.

- The students are now ready to wear their cat masks.
- Divide the class into groups to act out scenes from the story. Form groups using the different cat characters and choose scenes such as where Duchess first meets O'Malley, or where they visit the alley cats.
- The students could write down their dialogues before acting them out, using their own words in English.
- Ask for volunteers to perform their dialogues for the rest of the class wearing their masks.



2. Pet survey

- Brainstorm different pets with the class.
- Divide the class into groups of four to six students. The students will make a pet survey.
- Ask the students to decide on five different pets each and write these along the top of a piece of paper. Down the left side of the paper they should write the names of the other members of the group, and then draw lines to complete the survey grid.
- In their groups, the students ask and answer questions about their surveys, for example, *Do you have a hamster?* and tick or cross their survey grids depending on the other students' likes and dislikes.

- When they have finished, the students should gather the information they have collected to present to the class: *Two students have a rabbit. No one has a tortoise. Dogs are the most popular pet in my group.* etc.
- Go around the class and monitor the students' work. When everyone has given their feedback, find out which is the most popular pet in the class.
- A poster could be made to show the survey results.

3. Interview Thomas O'Malley

- Divide the class into pairs. Tell the students that they are going to perform an interview with Thomas O'Malley after he moves into Madame Bonfamille's house, at the end of the story.
- Ask the students to decide who will be Thomas O'Malley and who will be the interviewer from *Miaow* magazine. The students then write their scripts.
- Explain to the students that the interviewer should be asking questions such as *Does O'Malley like his new life in Madame's home? How it is different from his old life? Does he still see his alley cat friends? Does he think Edgar will return? If so, what will he try to do?* etc. The students in the role of O'Malley should be prepared to answer these questions.
- Allow the students to interview each other. Encourage them to speak without looking at their scripts. Go around the class and monitor their work.
- The students can then swap roles, and work with another pair to carry out the same task.
- Ask some volunteers to perform their interviews in front of the class.

4. Project: Paris

Materials: globe or map of the world; pictures of Paris; internet access and / or reference books; large sheets of white card; colored pens / pencils; glue; safety scissors

- Explain to the students that *The Aristocats* takes place in Paris, which is the capital city of France. Ask the students where France is. Can they point to France on the map of the world or the globe?
- Show the students some pictures of Paris, and point out famous landmarks such as the Eiffel Tower and the Arc de Triomphe. Tell the students some additional facts and information about the city. Write some of the key vocabulary in English on the board.
- Divide the class into pairs. Tell them that they are going to make a poster about Paris.
- Give each pair a large sheet of card. The pairs should do their research together, gathering information about the city of Paris and drawing / coloring some pictures and / or sticking pictures downloaded from the internet. They should write sentences about the pictures.
- Display the posters around the classroom.
- Variation: the students could find and write down ten facts about Paris for homework, before they make the poster in class.

Key words

alley There were no people in the house, but O'Malley's alley cat friends were all there. (p. 13)

basket The family climbed in the basket and watched the rain. (p. 8)

butler From a different room, her butler Edgar could hear Madame's words. (p. 4)

human "I'm going to stop that human!" (p. 18)

kitten..... She looked for her kittens. They were under a bridge. (p. 8)

lawyer Madame Bonfamille asked an old friend, Georges, to visit. He was a lawyer. (p. 4)

look after "My butler Edgar must look after them." (p. 5)

motorbike Edgar carried them in a basket to his motorbike outside. (p. 7)

owner Their owner, Madame Bonfamille, was very kind. (p. 3)

polite..... The three kittens were polite to all animals. (p. 3)

sack Angrily he pushed them into a sack. (p. 16)

sleeping pill.... He got some sleeping pills and put them into the cats' milk. (p. 5)

stable Inside the stable, Edgar put the sack into a big trunk. (p.19)

trunk He closed the trunk and began to push it across the floor. (p. 19)

will "I want to write my will," Madame told him. (p. 4)

While-Reading activities

Activity 1 (pages 3–6)

Write the name.

Madame Bonfamille Edgar Duchess Toulouse Roquefort
Georges

- 1 _____ was a beautiful, white cat who lived in Paris.
- 2 _____ was the owner of Duchess and her kittens.
- 3 _____ was Madame's butler.
- 4 _____ was a mouse who lived in Madame's house.
- 5 _____ was a lawyer who helped Madame to write her will.
- 6 _____ was one of Duchess's kittens.

Activity 2 (pages 5–8)

Write *T* (True) or *F* (False).

- 1 Madame Bonfamille did not want her cats to have her money.
- 2 Edgar put sleeping pills into the cats' milk.
- 3 Roquefort was afraid of Duchess.
- 4 When the cats were asleep, Edgar put them in a basket.
- 5 Edgar rode on Miss Frou-Frou to take the cats away from Paris.
- 6 Duchess found her kittens under a bridge.

Activity 3 (pages 9–13)**Order the sentences**

- a The alley cats liked playing music.
- b Duchess and her kittens stayed with O'Malley and his friends.
- c The cats met Thomas O'Malley.
- d O'Malley went to Paris with the cats.
- e The cats climbed into the back of a truck.
- f They arrived in Paris after a very long time.
- g Marie fell out of the truck.

Activity 4 (pages 14–18)**Circle the correct words.**

- 1 O'Malley and Duchess sat under the **house** / **moon** after the party.
- 2 Duchess and the kittens had to go back to **Madame** / **Edgar**.
- 3 O'Malley was **sad** / **happy** to say goodbye to Duchess.
- 4 Edgar pushed the cats into a **basket** / **sack**.
- 5 **Roquefort** / **O'Malley** went to get the alley cats.
- 6 The alley cats looked at the mouse **angrily** / **hungrily**.
- 7 Edgar ran to the **house** / **stables** with the sack.
- 8 O'Malley wanted to stop the **human** / **mouse**.

Activity 5 (pages 19–22)

Copy the correct sentences next to the pictures.

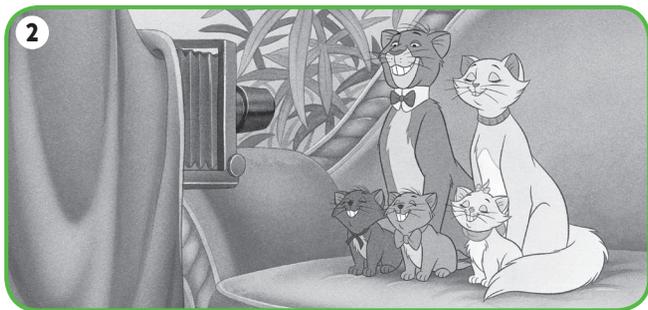
- a The alley cats started to fight the butler.
- b The horse kicked Edgar into the trunk and the cats shut it.
- c O'Malley now lived in Madame's big, beautiful house.
- d O'Malley helped Duchess and the kittens out of the trunk.



.....

.....

.....



.....

.....

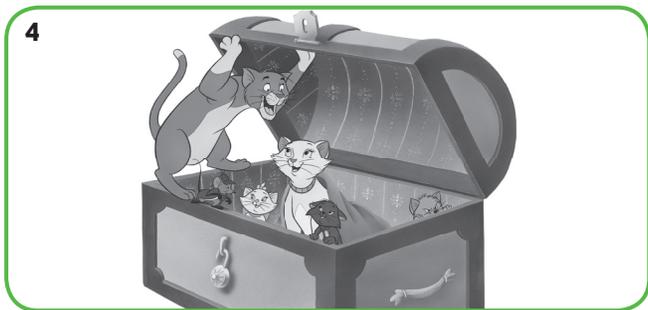
.....



.....

.....

.....



.....

.....

.....

PHOTOCOPIABLE

9 Text copyright © Pearson Education. Disney material © 2013 Disney.

The Disney movie, *The Aristocats* is based on the book by Thomas Rowe.

THE ARISTOCATS LEVEL 4

After-Reading activities

Activity 1

Write the answers in the squares. What is the secret word?

- 1 Edgar rode a _____ to take the cats away.
- 2 Madame Bonfamille gave her money to her cats in her _____.
- 3 A baby cat is called a _____.
- 4 _____, Toulouse, and Marie were Duchess's children.
- 5 The cats lived in a beautiful house in _____.

1	□	□	□	□	□	□	□	□	□	□
				2	□	□	□	□	□	□
3	□	□	□	□	□	□	□	□	□	□
				4	□	□	□	□	□	□
				5	□	□	□	□	□	□

Activity 2

Write the words in the sentences.

human basket stable sack lawyer trunk

- 1 Edgar put the cats in a _____ and took them away on his motorbike.
- 2 Georges was a _____ who helped Madame Bonfamille to write her will.
- 3 Madame Bonfamille is a _____ and Duchess is a cat.
- 4 Roquefort opened the _____ and O'Malley helped to get the cats out.

The Disney movie, *The Aristocats* is based on the book by Thomas Rowe.

THE ARISTOCATS LEVEL 4

- 5 Edgar was not happy when the cats returned to Paris, and he pushed them into a _____.
- 6 Scat Cat and his friends flew into the _____ and started to fight the butler.

Activity 3

Who said it? Match. Write the names.

- 1 “Those cats are never going to come back!”
- 2 “I want to write my will.”
- 3 “I’m going to come to Paris with you.”
- 4 “Why did I listen to that O’Malley?”
- 5 “We can’t leave Madame.”
- 6 “I’m afraid. I want to go home.”



Activity 4

What do you think? Answer the questions. Then draw a picture of your favorite part of the story.

1 Who is your favorite character in the story?

.....

2 Why do you like this character?

.....

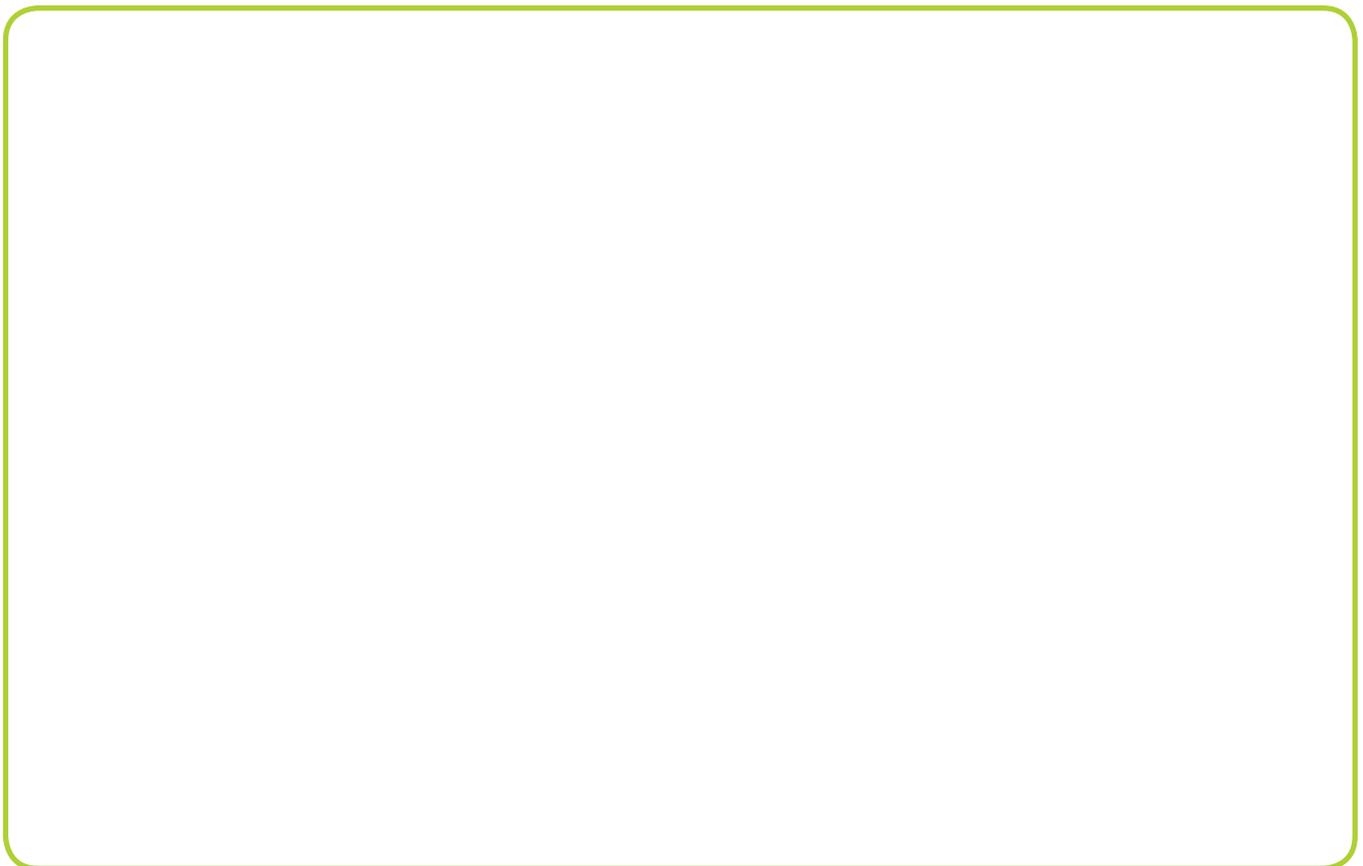
3 What is your favorite part of the story?

.....

4 Why do you like this part?

.....

My favorite part of the story



Answer Key

In the back of the Reader

Before You Read

1 1 a 2 a 3 b 4 a 5 b

2 a motorbike b basket c trunk d sack

After You Read

1 1 c 2 a 3 e 4 g 5 d 6 b 7 f

2 a T b T c F d F e T f T

3 1 happy, b 2 angry, c 3 afraid, d 4 sad, a

In these Teacher's Notes

While-Reading activities

Activity 1

1 Duchess 2 Madame Bonfamille 3 Edgar

4 Roquefort 5 Georges 6 Toulouse

Activity 2

1 F 2 T 3 F 4 T 5 F 6 T

Activity 3

The correct order is: c, e, g, d, f, b, a

Activity 4

1 moon 2 Madame 3 sad 4 sack 5 Roquefort

6 hungrily 7 stables 8 human

Activity 5

1 b 2 c 3 a 4 d

After-Reading activities

Activity 1

1	m	o	t	o	r	b	i	k	e		
				2	w	i	l	l			
3	k	i	t	t	e	n					
				4	B	e	r	l	i	o	z
5	P	a	r	i	s						

Activity 2

1 basket 2 lawyer 3 human 4 trunk 5 sack
6 stable

Activity 3

1 c, Edgar 2 e, Madame Bonfamille
3 b, Thomas O'Malley 4 f, Roquefort
5 d, Duchess 6 a, Marie

Activity 4

Students' own answers