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* PICKUP: { Twilight Sparkle (takes 10-180)
03/12/12 { Tnxilu (takes 7-9)
{ Princess Celestia + Miss Cheenille
(takes 181-235)

* PICKUP: Applejack + Rainbow Dash
03/19/12 - Britt McKelip
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MY LITTLE PONY - DVD

"Equestrian Girls"

Written by
Meghan McCarthy

Locked Polish: March 2, 2012

TEASER

EXT. CRYSTAL EMPIRE - ESTABLISHING - DUSK

SC 1 - EXT. CRYSTAL CASTLE - AT THE SAME TIME

PRINCESS TWILIGHT, APPLEJACK, FLUTTERSHY, RARITY, PINKIE PIE, RAINBOW DASH, and SPIKE approach the entrance to the castle pulling luggage behind them.

1
APPLEJACK
Who--ee. Your very first Princess Summit. You must be over the moon, Twilight.

10 15 2
PRINCESS TWILIGHT
I am excited. But, to be honest, I'm a little nervous too.

3
PINKIE PIE
You're *nervicited*. It's like you want to jump up and down and yell "yay me"!

Pinkie Pie leaps into the air.

4
PINKIE PIE (CONT'D)
But you also want to curl up in a teeny-tiny ball and hide at the same time.

Pinkie Pie curls up into a ball and rocks back and forth for a moment. She pops back up and gives Twilight a comforting pat on the head.

5
PINKIE PIE (CONT'D)
We've all been there.

6
FLUTTERSHY
I'm there almost every day.

812ab 813 814 815
7
APPLEJACK
You got no reason to fret Twi, everything's going to be just--

8
Twilight!

391 394
RARITY

8A 13
Twilight reacts to Rarity's sudden outburst.

9
RARITY (CONT'D)
Sorry, darling, but I just realized you're not wearing your crown.

(MORE)

389 390 391 394 (395)

RARITY (CONT'D)

(then, worried)

You haven't forgotten it back in Ponyville have you?

10

10

(15)

TWILIGHT

It's in my bag.

(then)

I just feel a little self-conscious about wearing it.

She flutters her wings a little and briefly lifts off the ground.

(12)

11

TWILIGHT (CONT'D)

(re: her wings)

Haven't really gotten accustomed to these yet either.

12

RARITY

(394)

You're a Princess now, Twilight. Embrace it. I'm telling you, if I had a crown like that I'd never take it off. Why I'd sleep in the thing.

The other ponies just shake their heads as they enter...

SC 2 - INT. CRYSTAL CASTLE - FOYER - CONTINUOUS

TRUMPETS BLARE as Princess Twilight and her friends enter the castle. Startled by the sound, Twilight stumbles a bit and bumps into a member of the CRYSTAL ROYAL GUARD (FLASH SENTRY).

*
*
*

(14)

13

TWILIGHT

<IMPACT GRUNT>

*
*

Flash helps her get her balance, then turns his attention back to his duties.

*
*

236

237abc

238ab

(239abc)

14

FLASH SENTRY

1

(an announcement)

Her highness, Princess Twilight Sparkle.

*

Twilight blushes a little at the grand announcement of her arrival. Just then, PRINCESS CADENCE, PRINCESS LUNA, and PRINCESS CELESTIA arrive on the scene.

799abc

800

(501abc)

15

PRINCESS CADENCE

Twilight! I haven't seen you since the coronation.

The two embrace.

181 (182) 183

16 PRINCESS CELESTIA
We have so much to discuss.

(then)
But it can wait until tomorrow.
You all look tired from your
journey. Now off to bed all of
you.

<WALLA> as the girls head off down a hallway. None of
them noticing the shadowy figure of a UNICORN (SUNSET
SHIMMER) peering out at them from behind a statue.

DISSOLVE TO:

SC 3 - INT. CRYSTAL CASTLE - BEDROOM - A FEW MINUTES
LATER

Twilight uses her magic to unpack her bags. She
retrieves her Princess Crown and places it upon her head,
then looks at herself in the mirror. The crown hangs a
bit askew. She uses her magic to remove it.

17 SPIKE
What's wrong, Twilight?

18 TWILIGHT
I don't know Spike. I'm just...
worried I guess. Princess Cadence
was given the Crystal Empire to
rule over. What if now that I'm a
Princess, Celestia expects me to
lead a kingdom of my own?

19 SPIKE
That. Would. Be. Awesome.

20 TWILIGHT
No. It wouldn't. Just because I
have this crown and these wings,
it doesn't mean I'll be a good
leader.

Twilight uses her magic to remove her crown and place it
on a table by the bed.

21 SPIKE
Sure you will, Twilight. Now come
on. You should get some shut-eye.
Big day tomorrow.

Spike climbs into a little bed next to Twilight's and
pulls up the covers and closes his eyes. He opens them
again at the sound of Twilight struggling with something.

1617

22 TWILIGHT (O.S.)
Urf. Can't tuck...where do I...

REVEAL: Twilight is struggling to find the best way to tuck her new wings under the covers.

23 TWILIGHT (CONT'D)
Just...trying to get...
comfortable.

She finally gets herself situated and closes her eyes.
POP! One of her wings pokes up out of the covers.

24 TWILIGHT (CONT'D)
<EXASPERATED SIGH>

FADE OUT.

STYLIZED NEW MAIN TITLE SEQUENCE

*

NEW SONG -- LYRICS TBD

*

ACT I

SC 4 - EXT. CRSYTAL CASTLE - NIGHT

A full moon casts an eerie light over the castle.

SC 5 - INT. CRYSTAL CASTLE - HALLWAY - AT THE SAME TIME

Through an open door we see a FLASH of LIGHT. A moment later, the SHADOWY UNICORN FIGURE we saw earlier emerges from the room and slinks down the hallway.

*

SC 6 - INT. CRYSTAL CASTLE - BEDROOM - A MOMENT LATER

Twilight and Spike are sound asleep. The mysterious unicorn, still hidden in shadow, enters the room.

She cautiously steps over the sleeping Spike as she approaches the table where Twilight has placed her crown. Using her magic, the unicorn starts to lift the crown off the table.

25 SPIKE
<INDECIPHERABLE MUMBLING>

18-F
24A

25A

The unicorn freezes. She waits. Spike <SNORES> Certain Spike is still sound asleep, the unicorn takes Twilight's crown and replaces it with ANOTHER CROWN that is nearly identical.

The unicorn turns to go. But just as she steps over Spike to make her exit, he suddenly flips over in his bed, extending his arm. The mysterious unicorn trips over it and is sent tumbling forward. The impact of her fall rouses both Spike and Twilight who bolt upright in their beds.

26
Huh? What? SPIKE (CONT'D)

The unicorn hastily rises to her feet. The moonlight shining through Twilight's window reflects off the Element of Harmony that adorns the crown in her bag.

27
TWILIGHT
My crown! She's got my crown!

The unicorn races toward the exit as Twilight and Spike leap from their beds and give chase.

SC 7 - INT. CRYSTAL CASTLE - HALLWAY - A MOMENT LATER

Twilight and Spike pursue the unicorn thief down the hallway. We finally get a good look at her and see that she is the same age as Twilight and has a GOLDEN YELLOW and ORANGE MANE.

28
TWILIGHT
Stop! Thief!

Doors on either side of the hallway are thrown open as Applejack, Rarity, Fluttershy, Rainbow Dash, and Pinkie Pie emerge from their respective rooms to see what is going on. Twilight and Spike race past them after the unicorn.

29
TWILIGHT (CONT'D)
She's stolen my crown!

The Ponyville Ponies react, then join Spike and Twilight in their pursuit of the unicorn.

SC 8 - INT. CRYSTAL MIRROR ROOM - CONTINUOUS

The Golden Maned unicorn bursts into the room with Twilight and the other ponies right behind her.

30
TWILIGHT
Stop! You have nowhere to run.

780

36A

In her haste to escape Twilight and her friends, the Golden Maned unicorn stumbles and the bag that holds Twilight's crown goes flying toward a mirror at the far side of the room.

315

Twilight and her friends react in shock as instead of crashing into the mirror, the crown goes through it and disappears!

777

PP/KS/PY

816 abc 247 abc

31 APPLEJACK
How did that--?

2122 24 abc 32 TWILIGHT
What did you do with my crown?

944 945

AT RD

The unicorn thief gets to her feet smirks at the still stunned Ponyville Ponies.

416 abc 477 abc 418

33 SUNSET SHIMMER
Sorry it had to be this way,
Princess.

716

PP/KS/PY

AT RD

The Golden-Maned unicorn dives into the same mirror. Just like the crown, she disappears into it.

33A

ON THE PONYVILLE PONIES as they react to the Golden-Maned ponies disappearing act

419 abc 34 FLUTTERSHY
Who was that?

SC 9 - INT. CRYSTAL CASTLE - THRONE ROOM - SOON AFTER

Princess Celestia, Princess Cadence, Princess Luna, Twilight and the Ponyville Ponies are all gathered together. Princess Celestia addresses the group.

35 PRINCESS CELESTIA
Sunset Shimmer. A former student
of mine.

The Ponyville Ponies share intrigued looks.

36 PRINCESS CELESTIA (CONT'D)
She began her studies with me not
long before Twilight.

2576 37 TWILIGHT
I didn't really know her. But I
thought I remembered seeing her in
Canterlot.

38 PRINCESS CELESTIA
Yes. You would have.
(then)

(MORE)

b

184 186 187

PRINCESS CELESTIA (CONT'D)

She was one of my most ambitious students, but when she did not get what she wanted as quickly as she liked, she turned cruel and dishonest. I tried to help her, but she eventually decided to abandon her studies and pursue her own path. One that has sadly lead her to stealing your crown.

Spike holds up the crown that Sunset Shimmer left behind.

420 alc

39

SPIKE

She replaced Twilight's with this one.

Princess Celestia examines the crown.

40

PRINCESS CELESTIA

It is very similar to Twilight's crown. I suppose Sunset Shimmer thought you wouldn't notice right away that this was not yours. And that by the time you did, it would be too late to go after your crown and Element of Harmony.

25 26

41

TWILIGHT

But I don't understand, where did she go? Where did she take the crown?

42

PRINCESS CELESTIA

You'll soon know more about this place than even I do.

SC 10 - INT. CRYSTAL MIRROR ROOM - SOON AFTER

The Princesses, Ponyville Ponies, and Spike have now gathered in the Crystal Mirror Room. Princess Luna stands before the mirror through which Sunset Shimmer and the crown disappeared. Its surface sparkles strangely.

422 423 424 425 426

43

PRINCESS LUNA

This is no ordinary mirror. It is a gateway to another world. A gateway that opens once every 30 moons.

423

44

PINKIE PIE

Oooohhh. Sparkly.

Pinkie Pie reaches out to touch the mirror, but Princess Luna quickly shakes her head "no" and Pinkie pulls her hoof away.

↓ ↓

7

422 423
45 PRINCESS LUNA

It has always been kept in the throne room of Canterlot Castle. But when Princess Cadence took over the Crystal Empire we sent it here for her to watch over.

802 803 46 PRINCESS CADENCE

A few nights ago it began to show signs that it was time for the portal to open once again.

191 192 193 194
47 PRINCESS CELESTIA

I had always hoped that Sunset Shimmer would someday use it to return. To come back to Equestria seeking my guidance.

(then, somber)
Obviously this is not what has happened.

Princess Cadence approaches Twilight.

800
48 PRINCESS CADENCE

Twilight, you must use the mirror to go into this other world and retrieve your crown. Without it the other Elements of Harmony have no power and Equestria is left without one of its most important means of defense.

Twilight nods, understanding the gravity of this.

422 423
49 PRINCESS LUNA

Your crown does not belong in the place Sunset Shimmer now calls home. And in her possession your Element of Harmony will no doubt be used to bring harm to the inhabitants of this other realm. They will not have the power to defend themselves.

191 192 195 196
50 PRINCESS CELESTIA

You understand the importance of your task?

77 abc 51 TWILIGHT
Of course.

192
52 PRINCESS CELESTIA

Good. Then you must go at once.

Twilight nods in understanding, then steps toward the mirror. Rainbow Dash steps in front of her.

818 819 820

53

RAINBOW DASH

Whoa. Whoa. Whoa. Strange new world. Crazy former student wants to use an Element of Harmony for evil. And you wanna send her there alone?

(then)

I don't think so. She's going, we're going with her. Right, girls?

Applejack, Rarity, Pinkie Pie, and Fluttershy join Rainbow Dash in front of the mirror.

427-428

54

PINKIE PIE

I'm so nervicited.

821 822 823

55

APPLEJACK

You do realize that's not a real word, right?

Princess Celestia smiles at the Ponyville Ponies.

197 198

56

PRINCESS CELESTIA

I'm afraid I can't let you go.

57

RAINBOW DASH

What? Why not?

58

PRINCESS CELESTIA

Sending all of you could upset the balance of this alternate world, creating havoc. Create chaos that could make it impossible for Twilight to get the crown back from Sunset Shimmer.

(then to Twilight)

This is something Princess Twilight must do alone.

76

58A

Twilight takes a deep breath, steeling herself for the task at hand.

28

59

TWILIGHT

Then I'd better get going.

Twilight's friends gather around her to see her off. Spike watches them exchange hugs and nuzzles, a thoughtful look on his face.

60

PONYVILLE PONIES

You can do this, Twilight./Nothing to it./You've faced worse./You'll be back before you know it.

Princess Luna puts the bag on Twilight's back.

435 436 437 438 439

61 PRINCESS LUNA
Time is of the essence. On the third day, when the moon reaches its peak in the night sky, the gateway will close. Once it does, it will be another 30 moons before you will be able to use it to return.

The Ponyville Ponies exchange worried glances.

202 203 204
62 PRINCESS CELESTIA
Twilight, I must warn you. Things will look very different where you are going. Even you will look different.
(then)
But if you use what you have learned here in Equestria, I'm sure you will prevail.

29
63 TWILIGHT
I'll do my best.

Twilight looks back at her friends one more time. She takes a deep breath and steps into the sparkling mirror. Suddenly, without warning, Spike jumps in after her.

431 432 433 434 FS / RY / PB
64 PONIES
Spike! No!

There is FLASH of WHITE LIGHT, then STREAKS of COLOR out of which come Twilight and Spike who STRETCH, SQUASH, and BEND, their appearances changing in odd ways that hint at what is to come. There is another FLASH of WHITE LIGHT and we...

DISSOLVE TO:

SC 11 - TWILIGHT'S POV

Green grass. Nothing too out of the ordinary about that. The POV shot turns, then looks up to reveal the STATUE of a PONY rearing up on its back legs. The MIRRORED BASE of the statue sparkles much like the mirror Twilight stepped through in the Crystal Empire.

440 443
65 SPIKE
Uh... Twilight...

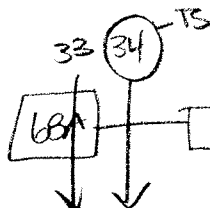
30 31 66 TWILIGHT
Spike, you're not supposed to--

The POV SHOT tilts down to reveal a CUTE LITTLE MUTT wearing a SPIKED COLLAR.

30 31 67 TWILIGHT (CONT'D)
Spike? Are you a... dog?

The dog speaks in Spike's voice.

440 441 442 443 444 445 ab
68 SPIKE THE DOG
I think so. But I have no idea
what you are.



The POV SHOT reveals a pair of human hands.

WIDEN TO REVEAL:

SC 12 - EXT. CANTERLOT HIGH - CONTINUOUS

Twilight has become a human teenage girl! (She's still wearing the bag Luna gave her in the Crystal Empire but it is now a backpack.)

33 34 35 - louder / higher
69 TWILIGHT
Aaaaaahhh!!

END ACT I

*

ACT II

*

SC 13 - EXT. CANTERLOT HIGH - CONTINUOUS

*



Twilight is still screaming. She quickly covers her mouth with her hands. Then realizes she is covering her mouth with her strange-looking new hands and lets out another...

*

36 70 TWILIGHT
Aaaaaahhh!!

*

She covers her mouth with her hands again.

446 447
71 SPIKE
Twilight, you have to get it
together.



Twilight, her hands still over her mouth, nods in understanding, then slowly lowers her hands.

38 39 72 TWILIGHT
What does the rest of me look
like?

447
73 SPIKE
Like you. Only not you. Your
muzzle is really small.

40

74

TWILIGHT

My muzzle?

She reaches up and touches her face, her eyes going wide as she touches her human nose.

75

SPIKE

Are you going to scream again?

41
75

Twilight quickly purses her lips, suppressing another scream as she shakes her head "no".

Spike looks around, taking in their surroundings.

76

SPIKE (CONT'D)

Where are we?

Twilight pulls herself together as best she can.

41

77

TWILIGHT (O.S.)

I don't know.

She notes the sparkling mirrored base of the pony statue.

42

78

TWILIGHT (CONT'D)

But that must serve as the gateway back to Equestria. We need to find my crown as soon as possible and get back there.

(then 43)
I suggest we start searching the castle first.

Twilight gestures to the large white brick building before them. It does in fact look a bit like a castle.

79

SPIKE

Works for me.

Twilight drops down to all fours and attempts to gallop toward the entrance of the castle. It is very awkward looking. Spike stays behind, grimacing as he watches her.

80

SPIKE (CONT'D)

Yeah. I don't think that's how the new you is supposed to..

44 45
80A

Twilight stops trying to gallop and stands upright again. She takes a step forward. She's a bit wobbly at first but soon gets the hang of it.

44 45

81

TWILIGHT

Come on, Spike. I do not want to be like this for longer than I have to.

Spike runs up to join her.

82 SPIKE

Look on the bright side. You don't have those pesky wings to worry about anymore.

Twilight shoots him a look, then approaches the entrance to the "castle". She lowers her forehead at the door (the way she might lower her horn to perform magic). Nothing happens.

83 TWILIGHT
My magic. It isn't working.

84 SPIKE
Makes sense. You don't exactly have your horn anymore.

85 TWILIGHT
What?!

Twilight reaches up and touches her forehead.

86 SPIKE
We really need to find you a mirror.

SC 14 - INT. CANTERLOT HIGH - ROTUNDA - A MOMENT LATER

Quiet and still. Spike and Twilight slowly and stealthily enter, looking around. Twilight spots something at the far end of the rotunda and walks toward it. As she gets closer, we can see that it is a GLASS CASE filled with TROPHIES.

87 TWILIGHT
What do you think, Spike? Other artifacts she's stolen from Equestria?

Twilight steps back from the glass case and in its reflective surface, finally gets a good look at herself. She touches her face, then looks at her hands

88 TWILIGHT (CONT'D)
What am I?

Twilight reacts to the sound of a voice.

89 RAINBOW DASH (O.S.)
Checking out my trophies, huh?

Twilight turns around to see a teenage version of RAINBOW DASH. Twilight's eyes go wide with surprise.

47 48 90 TWILIGHT
Rainbow Dash?

82 830 91 RAINBOW DASH
The one and only.

Twilight looks around nervously.

48 92 TWILIGHT
What are you doing? Princess Celestia said I was the only one who could be here.

831 832 833 834 93 RAINBOW DASH
(confused)
Princess Celestia? You mean Principal Celestia?

Twilight is visibly flustered.

48 94 TWILIGHT
I...well...I don't...

832 95 RAINBOW DASH
I'm totally allowed to be here.
I've got a hall pass.

She holds up a wooden hall pass.

96 RAINBOW DASH (CONT'D)
Better run. Catch ya later, new girl.

Twilight remains frozen in awe as Rainbow Dash runs off.

48 97 TWILIGHT
How is that possible? She sounded just like-- But it wasn't--

49 50 335 336 337 338 97A
BRINGGGGG! Twilight and Spike turn to look for the source of the sound when suddenly doors on either side of the hallway fly open. Twilight and Spike's eyes go wide as TEENAGE GIRLS and BOYS come barreling into the hallway.

WHAM! A teenage version of DIAMOND TIARA bumps into Twilight sending her tumbling backward into...

BAM! A teenage version of SILVER SPOON. Twilight bounces off of her and finds herself spinning around and bumping into another teenage boy, FLASH SENTRY. He quickly reaches out to keep her from falling over.

240abc 241abc 98 FLASH
(impact) Whoa! You okay?

An overwhelmed Twilight just nods, backing away from him and pressing herself against a locker. She looks down to see an equally nervous Spike covering next to her.

456abc 457abc 458abc 99 SPIKE
(whispering)
I don't think this is a castle.

*

SC 15 - INT. HALLWAY - CONTINUOUS

Twilight remains fearfully pressed against the locker as the crowd thins out. The terrified look on her face turns to one of surprise as she hears a familiar voice...

459abc 100 FLUTTERSHY (O.S.)
I'm really sorry. I just found it
and thought I should give it to
her.

51abc 101 TWILIGHT
(to herself)
Fluttershy?

51d 101A
Twilight cautiously peers around the corner to see a teenage girl version of FLUTTERSHY. Twilight ducks back around the corner, a confused look on her face.

ANOTHER ANGLE allows us to see Twilight eavesdropping on the teenage Fluttershy as she nervously addresses a GOLDEN-HAIRED GIRL whose face we cannot see. (NOTE: We continue to hear the <WALLA> of the other students in the hallway as their conversation continues.)

465 102 FLUTTERSHY
I didn't know you had dropped it.

466 103 GOLDEN-HAIRED GIRL
Well I did and I was about to get
it before you swooped in and
ruined everything. You shouldn't
just pick up things that don't
belong to you.

SUNSET SHIMMER

Fluttershy looks nervously at the ground.

467 104 FLUTTERSHY
(very quietly)
It doesn't really belong to you
either.

468 105 GOLDEN-HAIRED GIRL
Excuse me?!

Twilight reacts to the Golden-Haired Girl's outburst.

106 FLUTTERSHY
N-n-nothing.

107 GOLDEN-HAIRED GIRL
That's what I thought. It's as
good as mine and you know it.
(then)
You really are pathetic,
Fluttershy. It's no wonder your
best friends are all stray
animals.

Fluttershy hangs her head. Twilight can't bear to stand
idly by for another moment and rounds the corner to
confront the Golden-Haired girl.

108 TWILIGHT
How dare you speak to her that
way.

A noticeable hush falls over the once bustling hallway.
The Golden-Haired Girl spins around to face Twilight.
There is something familiar about her.

109 GOLDEN-HAIRED GIRL
What did you say?!

Twilight looks around to see that all eyes are now on her
and the Golden-Haired Girl. Twilight stands her ground.

110 TWILIGHT
(firm)
I said, how dare you speak to her
that way.

The Golden-Haired Girl sneers at Twilight.

111 GOLDEN-HAIRED GIRL
You must be new here.
(then)
I can speak to anyone any way I
want.

The Golden-Haired Girl brushes by Twilight, nearly
stepping on Spike. Fluttershy stands in awe of Twilight.

112 FLUTTERSHY
I can't believe you did that.

113 TWILIGHT
I couldn't just stand there.

114 FLUTTERSHY
It's just that nobody ever stands
up to Sunset Shimmer.

Twilight's eyes go wide.

53 54 115 TWILIGHT
Sunset Shimmer?

Twilight spins back around to look for the Golden-Haired
Girl (SUNSET SHIMMER) but she is long gone.

116 FLUTTERSHY
You've heard of her?

Twilight turns back to face Fluttershy.

54 117 TWILIGHT
Sort of.

118 FLUTTERSHY
I don't think I've seen you around
before. Did you just transfer to
Canterlot High from another
school? (ALT: Did you just
transfer to Canterlot Prep from
another school? ALT: Did you just
transfer to Canterlot Academy from
another school?)

54 119 TWILIGHT
Um, yes. Another... school. My
name's Twilight.

473 474 120 FLUTTERSHY
I'm...
(whispered)
Fluttershy.

54 121 TWILIGHT
Sorry. What was that?

474 122 FLUTTERSHY
(even quieter)
It's Fluttershy.

51 123 TWILIGHT
It sounds like you're saying
"Fluttershy" but...how can that--?

Fluttershy notices Spike standing next to Twilight and
immediately comes out of her shell.

124 FLUTTERSHY
Oh my goodness, who's this sweet
little guy?

*
*
*
*
*

Fluttershy bends down to pat Spike.

56 57 58
125 TWILIGHT
That's Spike. My... dog.

467 472
126 FLUTTERSHY
He's so cute.

She retrieves a treat from her bag.

790 791
127 FLUTTERSHY (CONT'D)
Go on. Eat up, little pup.

127A 792
Spike eagerly wolfs down the treat.

128 FLUTTERSHY (CONT'D)
(then re: Spike)
Wouldn't you give just anything to
know what they're really thinking?

57
129 TWILIGHT
He usually just tells me.

Fluttershy looks at Twilight, confused.

472
130 FLUTTERSHY
What do you mean?

Spike shakes his head at Twilight then does his best
<BARK>. Twilight gets the hint -- dogs don't talk.

57
131 TWILIGHT
Nothing. Nevermind.
(then)
Sunset Shimmer said you picked
something up. Something that
belonged to her. That's why she
was so upset with you.
(then, hopeful)
It wasn't a crown was it?

Fluttershy stands up.

472
132 FLUTTERSHY
How did you know?

57
133 TWILIGHT
(covering)
Lucky guess?
(eager)
Do you still have it?

796
133A
Fluttershy shakes her head "no".

5657 134 TWILIGHT (CONT'D)
(hopeful)
But you know what happened to it.

Fluttershy nods "yes".

467 472
135 FLUTTERSHY
(nod) This morning, I was ~~out front~~
passing out fliers for the animal
shelter like I do every
Wednesday...

DISSOLVE TO:

SC 16 - EXT. CANTERLOT HIGH - MORNING - FLASHBACK

Fluttershy stands in front of the Colt Statue. She nervously tries to pass out fliers.

475 476
136 FLUTTERSHY
(timid)
Excuse me... I'm trying to get
volunteers... If you'll just take
a look...

Teenage versions of the CUTIE MARK CRUSADERS pass by her. They don't seem to hear Fluttershy or notice her fliers.

242 243 244 245 246 247 248 249 250 251 252
137 APPLE BLOOM
I hear the Marching Band is
holding tryouts.
138 SWEETIE BELLE
I say we go for it.

139 SCOOTALOO
You know I'm in.

Fluttershy continues to try and hand out her fliers.

475 476
140 FLUTTERSHY
(timidly)
Canterlot's animal shelter needs
more volunteers. Won't you help an
animal that can't help itself?

She feels something strike the back of her leg.

477 478
141 FLUTTERSHY (CONT'D)
Ow.

She looks down to see that it is TWILIGHT'S PRINCESS CROWN that has struck her. She picks it up.

DISSOLVE TO:

SC 17 - INT. CANTERLOT HIGH - ROTUNDA - THE PRESENT

Fluttershy continues her story.

478 479
142 FLUTTERSHY
I have no idea how it got there.
But I didn't want anything to
happen to it so I decided to give
it to Principal Celestia.

59 60 61
143 TWILIGHT
Principal Celestia. She's the
ruler here?

480
144 FLUTTERSHY
~~I guess~~ you could say that.
Technically I guess she and Vice
Principal Luna do make the rules.

160
145 TWILIGHT
Where is she now?

480
146 FLUTTERSHY
~~She's~~ probably in her office.

Fluttershy gestures down the hall.

147 FLUTTERSHY (CONT'D)
Third door on your left.

160
148 TWILIGHT
Thank you.

Twilight starts to walk down the hall, but Fluttershy stops her.

480
149 FLUTTERSHY
Oh, wait. You're not really
supposed to have pets on school
grounds. Might want to tuck him
into your backpack.
(then)
That's what I do.

Fluttershy unzips her backpack and a BUNNY, a BIRD, and a KITTEN stick their heads out.

150 FLUTTERSHY (CONT'D)
They just get so lonely when I'm
at school all day.

160
151 TWILIGHT
Oh. Okay. Thank you.

Fluttershy notes the time on a nearby clock.

478 480

152 FLUTTERSHY
Oh, no. I'm late for class.

As Fluttershy dashes off, Twilight bends down and unzips her backpack. We can see the crown Princess Celestia gave her inside. She then gestures for Spike to climb inside. Spike pouts.

5960 62

153 TWILIGHT
It's this or I have to find a hiding place for you and leave you there.

481 49

154 SPIKE
(quickly)
Backpack it is.

He climbs inside the backpack as we...

DISSOLVE TO:

SC 18 - CLOSE ON - A DOOR

There is a <KNOCK>, then a familiar voice.

705 700 707 708 710 - alt

155 PRINCIPAL CELESTIA (O.S.)
Come in.

The door swings open to reveal Twilight.

SC 19 - INT. PRINCIPAL CELESTIA'S OFFICE - CONTINUOUS

She enters to find PRINCIPAL CELESTIA behind her desk.

156 PRINCIPAL CELESTIA
How may I help you?

Twilight enters and sets down her backpack containing Spike. Out of view of Principal Celestia, he unzips it and pokes his head out a little.

63 64

157 TWILIGHT
Um, uh... My name's Twilight Sparkle, I'm new here and I well, I understand that Fluttershy found a crown this morning and gave it to you.

708 710 - alt

158 PRINCIPAL CELESTIA
Yes. I've had Vice Principal Luna put it somewhere for safe keeping. No idea how it ended up on the front lawn.
(then)

(MORE)

205 206 208 210 alt

PRINCIPAL CELESTIA (CONT'D)

Were you interested in running for Princess of the Fall Formal this year?

63 64

159 TWILIGHT

No. Not exactly. The truth is... The truth is... You see, the crown is actually...

(then)

Princess of the Fall Formal?

208

210 alt

160 PRINCIPAL CELESTIA

It's Canterlot High's big fall dance. (ALT: It's Canterlot Prep's big fall dance. ALT: It's Canterlot Academy's big fall dance.)

*
*
*
*

65

161 TWILIGHT

Like the Grand Galloping Gala.

208

210 alt

162 PRINCIPAL CELESTIA

Grand Galloping Gala?

65

163 TWILIGHT

It was a big deal at my old... school.

208

210 alt

164 PRINCIPAL CELESTIA

And was there a Princess?

Twilight looks at Principal Celestia for a beat.

64

165 TWILIGHT

Yes. But she wasn't exactly a student.

208

210 alt

166 PRINCIPAL CELESTIA

Here at Canterlot High, the students select one of their peers to represent them. She receives her crown at the Fall Formal.

(ALT: Here at Canterlot Prep, the students select one of their peers to represent them. ALT: Here at Canterlot Academy, the students select one of their peers to represent them.)

*
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*
*

Twilight considers this for a moment.

60

167 TWILIGHT

You asked me if I was interested in running for Princess. Can anyone run?

206 (208) 210 (211) - alt
168 PRINCIPAL CELESTIA
Yes. You just need to let the
Head of the Fall Formal Planning
Committee know you'd like to be on
the ballot.

(then)
Was there anything else?

(67 abc) 169 TWILIGHT
Um, no. That was it.

170 PRINCIPAL CELESTIA
Well, if you do need anything
else, my door is always open.

She gives Twilight a warm smile.

SC 20 - INT. HALLWAY - A MOMENT LATER

Twilight exits Principal Celestia's office and closes her
door. Spike pokes his head out of Twilight's backpack.

171 SPIKE
Twilight, what are you doing? Why
didn't you just tell her the crown
was yours and ask for it back?

172 TWILIGHT
I was going to. But then I
realized-- what if she didn't
believe me?
(then)
Imagine if one of them showed up
in Equestria saying they came from
a place filled with talking
animals that walked on two legs.
We'd think they were crazy.

173 SPIKE
You make a good point.

174 TWILIGHT
Looks like if I want my crown
back, I'll have to become Princess
of the Canterlot High Fall Formal.
(ALT: Looks like if I want my
crown back, I'll have to become
Princess of the Canterlot Prep
Fall Formal. ALT: Looks like if I
want my crown back, I'll have to
become Princess of the Canterlot
Academy Fall Formal.)

(then, determined)
So that's what I'm going to do.

*
*
*
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*
*
*

482 484 485
175 SPIKE
And how exactly do you plan on
doing that?

487 72 176 TWILIGHT
I have no idea.

END ACT II

ACT III

SC 21 - INT. CANTERLOT HIGH - CAFETERIA - LATER

Twilight and Fluttershy stand in line. Twilight follows Fluttershy's lead as she hands her tray to a LUNCH LADY who ladles food onto her plate. (NOTE: This could possibly be GRANNY SMITH.)

74 75 177 TWILIGHT
I know we've just met, but I was
wondering if you might be able to
help me with something.

487 488 178 FLUTTERSHY
Of course.

487 488 Fluttershy grabs a fruit cup.

74 75 179 TWILIGHT
I've decided to run for Princess
of the Fall Formal and--

179A Fluttershy <GASPS> and drops the cup of fruit on her tray. Juice splatters onto twilight. Fluttershy quickly moves to get her a napkin.

488 180 FLUTTERSHY
Oh, gosh. Sorry. It's just running
for Fall Formal Princess is a
really, really, really bad idea.

74 75 181 TWILIGHT
Why?

489 490 491 182 FLUTTERSHY
You seem really nice. And I
really appreciate you standing up
for me earlier. But Sunset
Shimmer wants to be Fall Formal
Princess. And when she wants
something, she gets it. She'll
make life awful for anyone who
stands in her way.
(then)

(MORE)

487 488 489 491 (492)

FLUTTERSHY (CONT'D)

Just ask the girl who ran against
her for Princess of the Spring
Fling

7475 7625

TWILIGHT

I have to try.

184 FLUTTERSHY

I don't think you understand.
You'd have to convince everyone
here to vote for you instead of
her.

(then)

You'd have to get the athletes...

WHIP PAN to a table of GUYS and GIRLS in letter jackets,
cheerleading uniforms, and sports jerseys. Rainbow Dash
is among them.

185 FLUTTERSHY (CONT'D)

...the fashionistas...

WHIP PAN to a table of FASHIONABLE GIRLS.

186 FLUTTERSHY (CONT'D)

...the dramas...

WHIP PAN to a table of DRAMA STUDENTS

187 FLUTTERSHY (CONT'D)

...the eco-kids...

WHIP PAN to a table of guys and girls in hippy-wear.

188 FLUTTERSHY (CONT'D)

...the techies...

WHIP PAN to a table of guys and girls building a robot.

189 FLUTTERSHY (CONT'D)

...the rockers--

WHIP PAN to a table of ROCKER KIDS including FLASH SENTRY
who is sitting on the table, playing his guitar.

BACK ON TWILIGHT and FLUTTERSHY

77 78

190 TWILIGHT

What's going on? Why is everypony--
everybody separated this way?

191 FLUTTERSHY

Maybe it was different at your old
school, but at CHS, everybody
sticks to their own kind.

(then)

(MORE)

NEED ALTS
-CP
-CA

25

487 488

FLUTTERSHY (CONT'D)
One thing they do have in common
is that they know Sunset Shimmer
is going to rule this school until
we graduate.

77 78 192 TWILIGHT
Not if I can help it.

Twilight bends down and uses her mouth to pick up an
apple from a nearby basket of fruit. She notes the look
on Fluttershy's face and quickly takes the apple out of
her mouth with her hands.

193 TWILIGHT (CONT'D)
So, um, where would I find the
Head of the Party Planning
Committee?

*

SC 22 - INT. CANTERLOT HIGH - GYMNASIUM - SOON AFTER

*

Decorated for a dance. White columns wrapped with
streamers. Balloons. A DJ booth.

ON TWILIGHT as she scans the room with Spike by her side.

*

194 TWILIGHT
Fluttershy said she'd probably be
in here--

493 494 195 VOICE (O.S.) PINKIE
Incoming!

Twilight and Spike duck as multi-colored paper streamers
suddenly rain down on them. The barrage over, the two
slowly rise up to see PINKIE PIE.

196 PINKIE PIE
Sorry about that.
(re: the streamers)
You gotta really chuck 'em if you
want to get 'em up over the
rafters.

She gestures to the ceiling that has multi-colored
streamers threaded through its rafters. Pinkie Pie then
turns her attention to blowing up balloons.

798
196A

799 800
197A

Quicker

801

195 - "Pinkie
Pie"?

77 78 197 TWILIGHT
Hi. My name's Twilight Sparkle
and...

494 198 PINKIE PIE
Oooh. Pretty name.
(then)
I'm Pinkie Pie.

✓ ✓

26

62 83 199 TWILIGHT
Somehow I knew that.
500 493 491
200 PINKIE PIE
Really?
(then, excited)
Are you psychic?
(then, conspiratorial)
Who is going to win Canterlot
Idol?
(covering her ears)
No. No. Don't tell me.
(then) 497 abc 498 ab 499 ab
But seriously, can you predict the
future?

62 83 201 TWILIGHT
Uh, no. I... don't think so.
(then, awkwardly)
Unless, of course, that's
something you can do here. At
this... school.

Pinkie Pie sighs.

494
202 PINKIE PIE
Not usually. Total bummer, am I
right?

Pinkie Pie resumes putting up decorations as Twilight and
Spike follow her around the gym.

62 83 203 TWILIGHT
Fluttershy said this is where I'd
find the head of the Fall Formal
Planning Committee. I'm going to
guess that's you.

495
204 PINKIE PIE
Fluttershy, huh?
(then, with disdain)
Don't let the whole shy thing fool
you. She can be a real meany.

62 83 205 TWILIGHT
(genuine surprise)
You two aren't friends?

495
206 PINKIE PIE
Not anymore.

Spike and Twilight react to this bit of news as Pinkie
Pie retrieves a clipboard.

493 495
207 PINKIE PIE (CONT'D)
Waited a bit to get your name on
the ballot, huh? Dance is day
after tomorrow.

62 63
208 TWILIGHT
I'm brand new here

496
209 PINKIE PIE
Ohhh. I thought you didn't look
familiar.
(then)
Though now that I'm really looking
at you... Do you have a twin
sister who lives in the city? Has
a pet dog named Spike that looks
just like that one?

Twilight shrugs. She isn't sure how to answer that one.

62 63
210 TWILIGHT
Maybe?

496
211 PINKIE PIE
I thought so.

Pinkie Pie holds up a pen.

501 502 503
212 PINKIE PIE (CONT'D)
Anyhoo, just need to fill this out
and you are officially up for the
coveted Princess of the Fall
Formal crown.

Twilight takes the pen and very awkwardly scrawls her
name on the paper.

504
213 PINKIE PIE (CONT'D)
Wow. You have really bad hand-
writing. It's like you've never
held a pen before.

Twilight lets out a <NERVOUS LAUGH>.

82 83
214 TWILIGHT
Is it?

Just then, Twilight hears yet another familiar voice.

835 836 837
215 APPLEJACK (O.S.)
Somebody order a dozen cases of
fizzy apple cider?

Spike and Twilight look on as Pinkie Pie bounces over to
the teenage version of APPLEJACK.

502 504
216 PINKIE PIE
Me. Me. Me.

Just then, our alt-world version of BIG MAC enters carrying a crate of soda bottles.

836 837
217 APPLEJACK
(to Big Mac)
Can you bring in the rest?

Big Mac sets down the crate of sodas.

253 abc
218 BIG MAC
Yup.

Just then, Applejack spots Twilight and Spike.

219 APPLEJACK
Hey! I know you.

841 abc
220 TWILIGHT
(surprised)
You do?

838 839
221 APPLEJACK who
Sure. You're the new girl gave
Sunset Shimmer the what for today.
~~at school.~~

Applejack starts pulling bottles of soda from the crates.

505
222 PINKIE PIE
Twilight Sparkle here is going to
run against Sunset Shimmer for
Princess of the Fall Formal.

Applejack stops working.

839
223 APPLEJACK
Who-ee, sugarcube. I'd think twice
about that. Oh, she'll probably
approach you all friendly-like...

Applejack picks up a pair of BALLOONS and pretends they are Sunset Shimmer and Twilight. She pantomimes with one of the balloons, making it "talk" to the other balloon.

844 845
224 APPLEJACK (CONT'D)
"I sure am lookin' forward to some
friendly competition."

She pantomimes with the other balloon, making it "talk".

836 839 844 (845)

225 APPLEJACK (CONT'D)

"That is so good to hear."
(then)
But then watch out!

Twilight jumps as Applejack <POPS> the balloon that represents Twilight.

839

226 APPLEJACK (CONT'D)

Here comes the back-stabbin'.
(then)
'Bout the only girl at this school
you can trust less than Sunset
Shimmer is Rainbow Dash.

85 (86)

227 TWILIGHT

Rainbow Dash?

506ab (507) 508 509 510 (511)

228 PINKIE PIE

She's the captain of, like, every
team at Canterlot High. (ALT:
~~She's the captain of, like, every~~
~~team at Canterlot Prep. ALI:~~
~~She's the captain of, like, every~~
~~team at Canterlot Academy.)~~

*
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836 839 840 841

229 APPLEJACK

She's also the captain of sayin'
she's gonna do somethin' for ya
and then turnin' around and not
even botherin' to show up.

Applejack crosses her arms in a <HUFF>.

85 (86)

230 TWILIGHT

Thanks for the advice, Applejack,
but this is something I really
need to do.

842 (843)

231 APPLEJACK

Suit yourself.
(then)
Hey, how'd you know my name was
Applejack?

85 (86)

232 TWILIGHT

Um...I... didn't you say?

Big Mac walks by carrying another crate of soda.

254ab

233 BIG MAC

Nope.

234 TWILIGHT
Well, um, it was nice to meet you
both. I'm sure I'll be seeing you
around.

Twilight makes a hasty exit out the back door with Spike
following right behind her.

235 PINKIE PIE
(re: Twilight)
That one's trying to hide a secret
but I am totally onto her.
(a loud whisper)
She's psychic.

236 APPLEJACK
Uh-huh. If you say so.

237 SUNSET SHIMMER (O.S.)
This looks terrible.

Pinkie Pie and Applejack turn to see Sunset Shimmer
eyeing the decorations with disdain. She is accompanied
by SNIPS and SNAILS.

238 SUNSET SHIMMER (CONT'D)
There should be more streamers
near the stage. And fewer
balloons.
239 SNIPS
Yeah. Streamers.
240 SNAILS
And fewer balloons.

Snails pops a balloon. Sunset Shimmer picks up a bottle
of fizzy apple cider.

241 SUNSET SHIMMER
Fizzy apple cider? This is my
coronation. Not a hoe down.

242 APPLEJACK
Well now, it ain't necessarily
gonna be your coronation this time
around.

243 SUNSET SHIMMER
Oh. Is that so? You country folk
really aren't that bright. Must be
why the other students say such
awful things about you.

Applejack grimaces.

510 518 528 529 (530)

244 SUNSET SHIMMER (CONT'D)
Obviously it's going to be my
coronation. I'm running unopposed.

245 PINKIE PIE
(cheery) 518
Not this time. The new girl just
signed up.

Sunset Shimmer reacts as Pinkie Pie shows her the
clipboard with Twilight's signature.

246 SUNSET SHIMMER
What?! 531

247 PINKIE PIE
I know. Her handwriting is really
bad. 518

248 SUNSET SHIMMER
(snarling)
Where is this "Twilight Sparkle"?
(then brightly) 519 520 521 ab 522 523 524 (525)
I'm looking forward to meeting the
competition.

SC 23 - EXT. GYMNASIUM - A MOMENT LATER

Twilight and Spike are walking across the campus.

249 SUNSET SHIMMER (O.S.)
Can't believe I didn't recognize
you earlier. 532 (533)

Twilight and Spike turn to see Sunset, sizing them up.

250 SUNSET SHIMMER (CONT'D)
Should've known Princess Celestia
would send her "prized pupil" here
after my crown.
(then)
And her little dog too.

251 TWILIGHT
It's my crown. 516 518 519

252 SUNSET SHIMMER
Whatever. This is just a minor
setback for me. You don't know the
first thing about this place and I
already rule it. 533

253 TWILIGHT
If that's so why do you even need
my crown?
(MORE)

*

67 68 69

TWILIGHT (CONT'D)

You went to an awful lot of trouble to switch it with the one that belongs here.

532 533

536 537 538

254 SUNSET SHIMMER

Pop quiz. What happens when you bring an Element of Harmony into an alternate world?

Twilight clearly doesn't know the answer.

539

534 ab 535

255 SUNSET SHIMMER (CONT'D)

You don't know? Seriously?! And you're supposed to be Princess Celestia's star student?

(then)

Then again, what were the chances she'd find somepony as bright as me to take under her wing after I decided to leave Equestria?

(then)

Bit embarrassing that you were the best she could do, though.

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793 794
EJKA

Spike <GROWLS> at Sunset Shimmer who takes her eyes off Twilight to look at Spike.

540 541 542

256 SUNSET SHIMMER (CONT'D)

I'd keep an eye on your mutt. Canterlot High has a very strict "no pets allowed" policy. Hate for him to be taken away from you.

~~(ALT: Canterlot Prep has a very strict "no pets allowed" policy.)~~

~~ALT: Canterlot Academy has a very strict "no pets allowed" policy.)~~

cut together
* first 2 lines from
take 541 and
last line from take
542.

*
*
*
*

Spike stops growling, puts his paws on his hips and stands upright.

543 544 545

257 SPIKE

Is that a threat?

Sunset Shimmer bends down to address Spike.

543

258 SUNSET SHIMMER

(feigning innocence)

Of course not.

(then)

But I'd cut down the chatter if I were you. Don't want everyone to know you two don't belong here, now would you?

Sunset Shimmer stands up and to face Twilight.

535 543 544 (545)

259 SUNSET SHIMMER (CONT'D)
You want to become a princess
here? Please. You'll ~~never stand~~
~~out.~~ You don't even know the
first thing about fitting in.

Sunset Shimmer turns on her heels and makes her way back
to the gym where Snips and Snails, now completely wrapped
up in streamers waddle out to meet her.

548 549 550 551 (552)

260 SUNSET SHIMMER (CONT'D)
I want you to follow her. Bring
me something I can use just like
you did with the last girl who
thought she could challenge me.

260 abc (261) abc

261 SNIPS
You got it, Sunset Shimmer.

(531)

262 SUNSET SHIMMER 553
(sinister)

When the crown and its power are
mine, Twilight Sparkle will be
sorry she ever stepped foot into
this world.

(then, cryptic)

Not that she would have been much
safer if she'd stayed in
Equestria.

262 abc 263 abc 264 (265 abc) 341 abc
263 SNIPS
Huh-huh. Yeah. In Equestria.

264 SUNSET SHIMMER
What are you still doing here?
Go!

att
as Snails

Snips and Snails start to go after Twilight but trip on
their streamers and go tumbling forward.

266 abc

265 SNIPS AND SNAILS
<IMPACT GRUNTS>

END ACT III

ACT IV

SC 24 - EXT. CANTERLOT HIGH - SOON AFTER

Twilight is walking as fast as she can with Spike,
struggling to keep up. She stops and looks around.

266 TWILIGHT
Sunset Shimmer is right. I don't
know the first thing about this
place. If I'm going to really fit
in and win votes, we need to do
some research.

267
Research?

SPIKE

268 TWILIGHT
This place has a school. I have
to believe it's got a--

Twilight stops short, spotting something in the distance
that makes her smile.

269 TWILIGHT (CONT'D)
Library.

WIDEN TO REVEAL:

SC 25 - EXT. SCHOOL LIBRARY - CONTINUOUS

Twilight quickens her pace and reaches the library steps.
She and Spike enter the library. A moment later, Snips
and Snails come racing up the steps.

270 SNIPS
Got your phone?

Snails holds up a cell phone and we can see that he is
shooting a video of Snips.

271 SNAILS
Got yours?

Snips holds up a phone and shoots a video of Snails.

DISSOLVE TO:

SC 26 - INT. LIBRARY - A MOMENT LATER

Twilight sits in front of a computer looking bewildered.

272 TWILIGHT
So I just push the letters here
and then words and moving pictures
will come up here?

WIDEN TO REVEAL that she is talking to MISS CHEERILEE.

273 MISS CHEERILEE
That's right.

92 93 274 TWILIGHT
(to herself)
Maybe this place does have magic.

Miss Cheerilee takes note of something and turns her attention away from Twilight.

213 214 215 275 MISS CHEERILEE
Girls, what are you doing?

REVEAL: Apple Bloom, Scootaloo, and Sweetie Belle are looking at another computer screen.

276 SWEETIE BELLE
We're just seeing how many hits our new music video has gotten.

218 276A Miss Cheerilee winces as the girls turn up the audio on their computer. (NOTE: we hear lyrics from the CMCS song in Episode 118 - Show Stoppers. Starting with the line "Listen up, cause here's our story...We're going to sing it really loud" then going into the guitar.)

Miss Cheerilee turns off the computer.

333 abc 277 MISS CHEERILEE
No. Just. No. The school computers are for research purposes only.

277A Sweetie Belle and Scootaloo point.

278 APPLE BLOOM
It's just as well, y'all. Some of the comments about our song were really awful.
(then)
"Epic fail"?
(then)
"Funniest thing I've ever seen"?

The girls look at each other, struck by an idea.

279 SWEETIE BELLE
(an idea forming)
Funniest thing they'd ever seen, huh?

Twilight can't help but overhear their conversation.

94 ab 280 TWILIGHT
I don't know that that's what you should take from--

She doesn't get a chance to finish as the girls have already taken off. Twilight shakes her head then awkwardly punches keys on her keyboard.

She doesn't notice Snips and Snails peering at her from behind a bookshelf, the red "record" lights of their camera phones blinking.

DISSOLVE TO:

A SERIES OF SHOTS

95
280A 1) Twilight struggles to open the glass door of a vending machine. The teenage version of TRIXIE approaches and eyes Twilight's antics.

78 9
281 TRIXIE
Excuse me. The great and powerful
Trixie needs some peanut-butter
crackers.

Twilight watches as Trixie puts change into the vending machine, makes her selection and retrieves her crackers.

282 TRIXIE (CONT'D)
Voila!

Twilight looks down, embarrassed.

96
282A 2) Twilight carries a stack of books that is way too tall for her to manage. She loses her footing and stumbles, sending books flying everywhere.

77
283 LIBRARY PATRONS (O.S.)
Shhhhhh.

97 98
283A Twilight gets down on all fours and instinctively picks up one of the books in her mouth. She quickly realizes what she's doing, drops the book and picks it back up with her hands.

3) Twilight lifts the lid of a copy machine, accidentally hitting the start button at the same time. She reacts as the bright light from inside the copy machine momentarily blinds her.

339 340
99
284 TWILIGHT
Aaah!

284A Around the corner, Snips and Snails stifle laughter as they watch Twilight through their camera phones.

DISSOLVE TO:

SC 27 - INT. LIBRARY - LATER THAT NIGHT

Twilight is seated at a table staring at one of the books with a puzzled look on her face

500 ab 501 ab
285 VOICE (O.S.)
The library will be closing in
five minutes.

100 ab 286 TWILIGHT
(nervous)
I hadn't thought about where we
were going to sleep tonight.

She looks underneath the table where Spike is hiding out.

502 ab 287 SPIKE
Way ahead of you.

He gestures for Twilight to follow him.

SC 28 - INT. LIBRARY - A MOMENT LATER

Twilight, carrying her book, follows Spike up a staircase and finds herself in...

SC 29 - INT. LIBRARY - LOFT - CONTINUOUS

It isn't quite as cozy as her loft back in Ponyville.
Lots of dust and cobwebs.

503 504
288 SPIKE
It's a little <COUGHING> dusty.
But it doesn't seem like anybody
comes up here.

101 102 289 TWILIGHT
It's perfect, Spike.

Spike and Twilight do their best to settle in for the night. Twilight pats Spike on the head.

505
290 SPIKE
So how did your research go?

102 291 TWILIGHT
I found this.

She shows him the book.

101 102

292 TWILIGHT (CONT'D)
It's called a "Yearbook". It
seems to be something they use to
keep a record of things that have
happened at the school.

She flips to a page.

293 TWILIGHT (CONT'D)
Look.

She points to a photo.

CLOSE ON - THE PICTURE

It is of a slightly younger Pinkie Pie, Rainbow Dash,
Applejack, Fluttershy, and what is presumably the alt-
world version of Rarity. They have their arms around
each other and big smiles on their faces.

BACK TO SCENE

294 TWILIGHT (CONT'D)
That's Pinkie Pie, Rainbow Dash,
Applejack, Fluttershy, and I'm
going to bet the girl on the far
right is Rarity.

*

295 SPIKE
There's a Rarity here?!
(then)
I mean... interesting photo.

296 TWILIGHT
It's interesting because they look
like they're friends.

297 SPIKE
They do look like our friends.
But I thought we'd figured that
out already.

298 TWILIGHT
No. I mean they look like
they're friends with each other.
(then)
But it doesn't seem like they're
friends now.

299 SPIKE
Not so much.

Twilight looks at the photo.

102 103
↓ ↓

300 TWILIGHT
I just can't help but get the
feeling that Sunset Shimmer had
something to do with it

563 566

301 SPIKE
I wouldn't put it past her.
(then)
But she wanted your crown because
she's planning on doing something
even worse. If you're going to
stop her, you have to focus on
making friends here. You can't
worry about why these girls aren't
anymore.

Twilight looks back at the picture of the smiling girls.
Spike nuzzles up next to her.

567 568 569 570 571 ab

302 SPIKE (CONT'D)
Even if they do remind you of your
Ponyville friends.

Twilight considers this for a moment.

102 103 104
↓ ↓ ↓

303 TWILIGHT
You're right, Spike. Eye on the
prize.

She closes the yearbook.

DISSOLVE TO:

**SC 30 - EXT. CANTERLOT HIGH - THE NEXT MORNING -
ESTABLISHING**

*

*
*
*
*
*
*
*
*

We hear Principal Celestia's voice over a loudspeaker

219 220 221 222

304 PRINCIPAL CELESTIA (V.O)
Good morning students and happy
Thursday. Just a reminder to pick
up your ballots for the Princess
of the Fall Formal today. They
are due by the time the dance
starts tomorrow night so don't
forget to turn them in and make
your voice heard.

SC 31 - EXT. CANTERLOT HIGH - ENTRANCE - CONTINUOUS

*

Spike and Twilight make their way to the entrance.

105 (111)

305 TWILIGHT

Flutter shy said I'd need to win over all those different groups if I want to become Princess of the Fall Formal so I've compiled a list of talking points.

580 alt

573 574 575 (576)

306 SPIKE

You've made a list? That's so unlike you.

Twilight shoots Spike a look.

574 alt

577 alt 578

307 SPIKE (CONT'D)

Please. Continue.

106

308 TWILIGHT

I'll start introducing myself. Sprinkle in some of the things I've learned about their world into the conversation. Show them I fit in here. (then, cheerful) Okay, Spike. Time to make a good first impression on my fellow students. The whole world sort of depends on it.

Spike takes his place in Twilight's backpack and the two enter...

SC 32 - INT. CANTERLOT HIGH - HALLWAY - SOON AFTER

Twilight puts on her biggest smile and confidently walks down the hallway, introducing herself to her fellow students as she goes. She passes a FASHIONISTA

106

309 TWILIGHT

Hi, I'm Twilight. Love your socks. Pink is definitely the new black.

She awkwardly holds up a peace sign to a TREE-HUGGER.

310 TWILIGHT (CONT'D)

Peace.

She passes by a huge football player and gives him an equally awkward thumbs up.

311 TWILIGHT (CONT'D)

Offense sells tickets, but defense wins games.

She continues walking down the hall, smiling at her fellow classmates.



342 343 - separate
344
312A

It takes her a moment to realize that people are
<SNICKERING> at her as she passes them by. She doesn't
notice one of them putting a book in his mouth. Another
feigns being blinded by a bright light. Twilight's
confidence is starting to wain.

105 106
312 TWILIGHT (CONT'D)
Spike, why is everybody looking at
me funny?

Just then, Twilight is grabbed by the shoulder and yanked
out of frame. Her fliers go well, flying.

108
313 TWILIGHT (CONT'D)
Whoa!

SC 33 - INT. CLASSROOM - CONTINUOUS

Twilight finds herself face to face with the teenage
version of RARITY.

107
314 TWILIGHT
What are you--? Why did you--?
(then)
Rarity?

Rarity whips out a wig and slaps it on Twilight's head.

581 582 583
315 RARITY
Too ppofy.

She puts a different wig on Twilight's head. Doesn't like
the look of this one either.

316 RARITY (CONT'D)
Too shiny.
(then)
We need something that says -- "I
am totally new here and you have
never seen me before".

Rarity pulls out another wig and slaps it on Twilight's
head. Twilight looks up at her new hairdo.

317 RARITY (CONT'D)
Perfect.
(then)
And you'll need a new signature
color. Everyone's going to
remember the purple and pink.
(then)
Something like this.

She digs through a nearby bag and pulls out a green
dress. She pulls it over the confused Twilight's head.

318 RARITY (CONT'D)
This is good. No one will
recognize you.

112 113 114 x3
319 TWILIGHT
Why wouldn't I want to be--?

320 RARITY
(cutting her off)
And we'll need a disguise for your
dog too. Which is too bad. He
really is sooo adorable.

Rarity suddenly scoops up Spike and snuggles him. Spike
smiles at the camera. Then looks back at Rarity.

321 RARITY (CONT'D)
With a little work, I think I
could make him look like a rabbit
instead.

321A Spike raises an eyebrow -- what?!

113 114 322 TWILIGHT
A rabbit--?

323 APPLEJACK (O.S.)
There you are, Twilight.

Twilight and Rarity look over to see Applejack,
Fluttershy, and Pinkie Pie have entered the room.

324 RARITY
Oh, poo much for the
disguise.

325 APPLEJACK
I've been lookin' all over for ya.

326 FLUTTERSHY
Me, too.

327 PINKIE PIE
Me, three.
(then)
I like your new look.

328 RARITY
Yes, well, I do have an eye for
these sorts of things.
(then)
Not that you seem to care.

Twilight notes that last comment.

113 114

115

329 TWILIGHT

Why do you think she doesn't care?
No. Nevermind. Why were you all
looking for me? What's going on?

The girls exchange concerned looks.

581 (583)

330

FLUTTERSHY

She hasn't seen it yet.

331

TWILIGHT

Seen what?

Pinkie Pie retrieves a pink laptop and turns it on.

583

332

PINKIE PIE

It's really not that bad.

CLOSE ON - THE COMPUTER SCREEN

A VIDEO plays. It is a mash-up of Twi's unflattering moments in the library. Her reaction to the flashing light of the copy machine, her trying to open the vending machine door, her picking up the book with her mouth...

It ends with Sunset Shimmer addressing the camera.

584 (585)

333

SUNSET SHIMMER (V.O.)

Twilight Sparkle wants to be your
Fall Formal Princess. But what
does it say about our school if we
give someone like this such an
important honor?

586 (587) 11

116 117

BACK TO SCENE

333A

Twilight stares at the screen in horror.

583

334

PINKIE PIE

I take that back. It's pretty bad.

END ACT IV

ACT V

SC 34 - INT. CLASSROOM - CONTINUOUS

Twilight is still staring at the computer screen.

119 (120)

335

TWILIGHT

But this all happened yesterday.
At the library. How did it get on
here?

(MORE)

44

TWILIGHT (CONT'D)

(then)

Has everyone in the school seen this? Is that why they were all looking at me that way?

The girls nod "yes".

591

336

RARITY

<SIGH> She did the same thing to me when I tried to be Princess of the Spring Fling.

Rarity pulls up a new video on the computer

ON THE SCREEN

Rarity talks to a mannequin.

337

RARITY (CONT'D)

(on-screen)

Why Prince Blueblood that color looks smashing on you.

(then)

A kiss? Why I suppose—

BACK TO SCENE

Rarity quickly closes the computer.

338

RARITY (CONT'D)

(an explanation)

When I close up the boutique where I work I occasionally pretend that the mannequins are wealthy clients I'm dressing for an important ball.

(then)

I just never expected anyone to record me doing it and then post it on the Internet for the whole school to see.

339

APPLEJACK

I tried to warn ya, Twilight.

340

TWILIGHT

What am I going to do? No one is going to vote for me after seeing this.

341

FLUTTERSHY

Not that it will make any difference, but I'll still vote for you. You were so nice to stand up for me when Sunset Shimmer was picking on me yesterday.

Pinkie Pie approaches Twilight.

592 595
342 PINKIE PIE
If you still want to run, maybe
there's something I can do to
help.
(then)
Sunset Shimmer's got things all
turned around. People are supposed
to laugh with you. Not at you.
Duh.

Fluttershy looks over at Pinkie Pie, then leans in close
to address Twilight.

596
343 FLUTTERSHY
Word of advice. Don't accept her
help. She doesn't take anything
seriously.

Pinkie Pie reacts.

344 PINKIE PIE
Why do you have to be so awful to
me?

345 RARITY
Don't play the innocent, Pinkie
Pie. You're no better than she
is.

346 PINKIE PIE
What's that supposed to mean?

603 604 PP/TS/RY
347 RARITY
(to Twilight)
I'm happy to offer up my
assistance as well.
(for Pinkie Pie's
benefit)
To someone who would appreciate
what I have to offer.

347A
<BICKERING WALLA> as the girls launch into one another

348 APPLEJACK 859 300
Listen to y'all carryin' on. Get
over it and move on.

596
349 RARITY
(sarcastic)
You mean like how you've gotten
over what happened with Rainbow
Dash?

859 860

350

APPLEJACK

She said she'd get the softball team to make an appearance at my bake sale, I tell everybody they're comin', and then not one of 'em shows up.

(then)

She made a liar outta me. That's different.

512 513

351

PP/RARITY/FS

Is not!

352

APPLEJACK

Is too!

605 606 PP/R4 FS
3527

More <BICKERING WALLA> from the girls as they launch into one another again. Twilight steps between them.

121 122 123 124

353

TWILIGHT

Stop! All of you!

The girls stop arguing and turn to Twilight.

122

354

TWILIGHT (CONT'D)

I want to show you something.

The girls eye her quizzically.

SC 35 - INT. SCHOOL LIBRARY - SOON AFTER

Pinkie Pie, Rarity, Fluttershy, are gathered around a table. Twilight has the yearbook open in front of them.

355

TWILIGHT

You were friends once.

The girls look at the photo.

601 ab

602 ab

607 608 PP/FS/R4

356

APPLEJACK

(wistful)

The Freshman Fair. Y'all remember?

356A

The other girls nod "yes". They can't help but smile at the memory.

122

357

TWILIGHT

But something happened. I think that something was Sunset Shimmer.

358

RARITY

It's a nice theory, darling, but Sunset Shimmer had nothing to do with it.

609 610

609 (40)

359 FLUTTERSHY

She's right. Sunset Shimmer isn't the one who ruined my silent auction for the animal shelter by bringing fireworks and noisemakers.

(then)

It was supposed to be a serious event and Pinkie Pie ruined it.

360 PINKIE PIE

What are you talking about? I got a text from you saying that you didn't want a silent auction, you wanted a big party.

361 FLUTTERSHY

I never sent you a text.

362 PINKIE PIE

You didn't?

363 RARITY

Why, you don't think she's the one who's been sending me those e-mails, do you?

(then, explaining)

Every time I volunteer to help with decorations at a school function, I get an e-mail from Pinkie Pie saying she has plenty of volunteers. Then I find out she's done everything herself.

364 PINKIE PIE

I never sent you any e-mails.

The girls exchange looks -- maybe Twilight is onto something.

603 604 605

365 APPLEJACK

Maybe she's the reason Rainbow Dash didn't show up for my bake sale.

121 (12)

366 TWILIGHT

Didn't you ever ask Rainbow Dash why she didn't show up?

367 APPLEJACK

(sheepish)

Guess I kinda stopped talkin' to her at all after that.

605

606aw

alt

172 368 TWILIGHT
 Maybe now would be a good time to
 start?

CLOSE ON - A ROW OF SOCCER BALLS

A foot suddenly enters frame and WHAM! It connects with one of the soccer balls. We WIDEN TO REVEAL:

SC 36 - EXT. CANTERLOT HIGH - SOCCER FIELD - CONTINUOUS

Twilight, Fluttershy, Pinkie Pie, and Rarity look on as Rainbow Dash kicks a half-dozen soccer balls into a distant net with absolute precision. They watch as Applejack approaches Rainbow Dash. From this distance they aren't privvy to their conversation. But they do seem to be having one.

611 612 369 RARITY
 They're actually talking. That's
 a good sign.

They watch as the two girls embrace.

370 PINKIE PIE
 Hugs. Hugs are always good.

Rainbow Dash and a smiling Applejack cross to the girls.

827 828 829 830 831 832 371 APPLEJACK
 Somebody, and I think we can all
 guess who, told Rainbow Dash my
 bake sale had been moved to a
 different day. Dash showed up
 with the softball team and thought
 I'd cancelled on her.

843 372 RAINBOW DASH
 AJ started to give me the silent
 treatment. So I started giving her
 the silent treatment. Wasn't about
 to lose that battle of wills.
 Don't know if you've heard, but I
 don't lose.

(then to Twilight)
 So, you're looking to de-throne
 Sunset Shimmer and become Princess
 of the Fall Formal, huh?

Twilight nods.

844 845 373 RAINBOW DASH (CONT'D)
 Gotta say I'd like to see that
 happen. I'll totally help you
 out.

Twilight and the other girls smile.

374 RAINBOW DASH (CONT'D)

All you gotta do is beat me in a game of one-on-one.

Twilight's smile fades

What?

375 TWILIGHT

376 RAINBOW DASH

First to 5 goals wins.

Rainbow Dash pops a soccer ball up into the air with her foot, then without even looking, kicks it across the field into a net.

377 RAINBOW DASH (CONT'D)

One-zip.

Off Twilight's nervous expression we...

DISSOLVE TO:

A SERIES OF SHOTS

Depict Twilight trying her best to keep up with Rainbow Dash in a soccer game but failing miserably.

A) Rainbow Dash comes racing toward Twilight and kicks the ball right between Twilight's legs and into the goal.

B) Twilight catches the ball in her hands and throws it into the goal. She looks to the sidelines with a smile. Applejack, Rarity, Fluttershy, and Pinkie Pie shake their heads.

C) Twilight races down the field kicking the ball in front of her as her new friends cheer her on from the sidelines. She is about to take a shot at the goal, then looks down and sees that the ball is no longer in front of her. Confused, she turns around to see Rainbow Dash at the other end of the field scoring another goal.

D) Twilight's eyes move up and down as she watches Rainbow Dash bounce the ball from her knee, to her head, back to her knee, then to her right foot, then back to her head where she balances it for a moment.

Rainbow Dash grins, then bounces the ball off her head and bicycle kicks it into the goal.

E) Twilight runs after Rainbow Dash in one direction.

F) Twilight runs after Rainbow Dash in the opposite direction.

G) Rainbow Dash takes a shot from mid-field. The girls on the sidelines watch it go soaring over Twilight's head and into the goal.

H) Snips and Snails, hiding under the bleachers, <GUFFAW> as they look at a series of photos on Snips cell phone of Twilight trying to kick a ball and missing it completely.

DISSOLVE TO:

SC 37 - EXT. CANTERLOT HIGH - CONTINUOUS

Rainbow Dash smiles.

378 RAINBOW DASH
That's game.

Fluttershy, Applejack, Rarity, and Pinkie Pie gather around a clearly exhausted Twilight.

379 RARITY
I really thought you were going to pull it out there in the end.

The other girls give her a look "yeah, right": Just then, Rainbow Dash approaches.

380 RAINBOW DASH
(to Twilight)
So what's the plan?

381 TWILIGHT
The plan?

382 RAINBOW DASH
How can I help you be Princess instead of Sunset Shimmer?

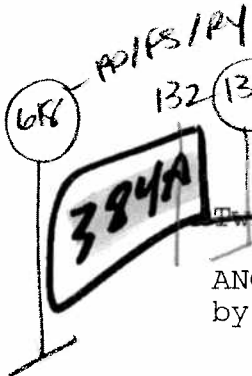
Twilight looks at Rainbow Dash, confused.

383 TWILIGHT
But I lost.

384 RAINBOW DASH
Of course you lost. I'm awesome.

(then)
But I'm not gonna help just anybody try to beat Sunset Shimmer. The Fall Formal Princess should be someone with heart and determination.

(MORE)



RAINBOW DASH (CONT'D)

(then)
You proved you've got 'em both.

Twilight beams and the other girls celebrate her success!

ANGLE ON the BLEACHERS where Sunset Shimmer, accompanied by Snips and Snails, glares at the new group of friends.

SC 38 - INT. THE SWEET SHOPPE - SOON AFTER

(DESIGN NOTE: The Sweet Shoppe has more of a coffee shop vibe in this world)

Pinkie Pie, Rainbow Dash, Fluttershy, and Applejack are seated in comfy couches sipping cappuccinos and lattes. Spike is sitting next to Rarity getting his chin scratched. He is clearly in heaven.

Up at the front counter, Twilight places her order with the alt-world version of MS. CAKE.

385 TWILIGHT
And can I get mine with extra
oats?

386 MS CAKE
Oats? In a whipped caramel
strawberry swirl cappuccino?

387 TWILIGHT
Er, uh, scratch that. However you
normally make it is fine.

A moment later, Ms. Cake hands Twilight her beverage. Twilight turns and runs right into Flash Sentry. A bit of her cappuccino splashes onto the ground.

388 FLASH
(with a smile)
We have got to stop bumping into
each other like this.

389 TWILIGHT
You know me, always trying to make
a big "splash" around here.
(then)
Because my drink, kind of splashed
on the ground...I'm gonna go over
there now.

Twilight winces at her own dorkiness and quickly joins her new friends on the couch. Rarity notices Twilight casually looking back at Flash who is wiping up the spilled drink.

*

622 623

(624)

390 RARITY

Don't even think about it. You're already trying to get her crown. Who knows what Sunset Shimmer would do if you ended up getting her ex-boyfriend too.

134 (135) 391 TWILIGHT

(flustered)

I'm not trying to. I don't even know... We just accidentally...

(then)

Ex-boyfriends?

392 FLUTTERSHY

Flash Sentry broke up with her a few weeks ago.

(Then)

I can't believe she hasn't done something awful to him yet.

(135) 393 TWILIGHT

Maybe she's just waiting until she has the power to do something really awful.

Flash Sentry makes his way to the exit with his drink. He gives Twilight a smile before walking out the door.

621 622 623 624 625

394 APPLEJACK

Alright girls, time to focus. Dance is tomorrow night and we still don't know how we're gonna get Twilight the votes she needs to be named Princess.

(then)

Right now folks only know the Twilight from that video Sunset Shimmer posted online. We need to help 'em see her differently.

The girls nod in agreement, then sit in thoughtful silence. Rarity suddenly leaps up off the couch.

395 RARITY

I've got it!

(then, more demurely)

I mean... perhaps I have a solution.

SC 39 - INT. CAROUSEL BOUTIQUE - SOON AFTER

Spike and the girls are all gathered around Rarity who is digging through a box of items. She finally finds what she is looking for.

631

632

396

RARITY

Okay. Now this may be an absolutely preposterous idea but... what if tomorrow we all wore these as a sign of unity?

Rarity pulls out a PAIR OF PONY EARS and a PONY TAIL and puts them on.

397

RARITY (CONT'D)

Freshman year they were really popular. A way for everybody to show their school spirit. You know...

(a cheer)

"Go Canterlot Wondercolts!" (ALT: Go Canterlot Wonderbolts!)

(then)

I haven't sold any in ages.

She hands EARS and TAILS out to the other girls who check them out as Rarity continues.

398

RARITY (CONT'D)

The five of us are obviously very different but deep down we're all Canterlot Wondercolts. (ALT: The five of us are obviously very different but deep down we're all Canterlot Wonderbolts)

(then)

Sunset Shimmer is the one who divided us. Twilight Sparkle is the one who united us. And we're going to let everybody know it.

(then)

So... what do you think?

The girls consider Rarity's plan as we...

DISSOLVE TO:

345

346

347

SC 40 - INT. CANTERLOT HIGH - CAFETERIA - AT THE SAME TIME

The respective cliques are sitting at their respective tables. Suddenly, the sound of a DRIVING BEAT cuts through the <CAFETERIA WALLA>.

The double doors at the entrance swing open to reveal...

THE EQUESTRIA GIRLS. Rarity, Fluttershy, Applejack, Rainbow Dash, and Pinkie Pie, all sporting PONY EARS and TAILS launch into the MUSICAL NUMBER -- "Equestria Girls"

use takes 345-347

Twilight is the last to join in the musical number and introduce herself to the crowd.

398A

The girls strike a pose and we END SONG.

The cafeteria crowd goes wild and the girls split up and spread out, handing out Ears and Tails to their fellow students.

CUT TO:

A SERIES OF SHOTS

A) Applejack hands ears and tails to a PAIR of PONIES.

399

APPLEJACK

Twilight is here to unite us, not divide us.

B) Fluttershy nervously approaches the Cutie Mark Crusaders.

633

400

FLUTTERSHY

Um, you don't have to wear them if you don't want to or anything...

Apple Bloom, Sweetie Belle, and Scootaloo eagerly grab ears and tails from Fluttershy.

C) Pinkie Pie throws ears and tails in the sky like confetti.

401

PINKIE PIE

Vote Twilight!

D) Rainbow Dash gives the FOOTBALL TEAM a thumbs up as they strike a pose in their ears and tails.

402

RAINBOW DASH

Twilight's the one who has real school spirit.

E) Twilight feels a tap on her shoulder and turns to see Flash Sentry sporting his ears and tail.

290abc

403

FLASH

Whatta ya think?

F) Sunset Shimmer stews as her fellow classmates put on their Canterlot Colt ears and tails.

633

634

635

404

SUNSET SHIMMER

Ugh. This is ridiculous.

(then)

Snips! Snails!

SS

294 abc 295 abc
405
Yes, Sunset.

SNIPS AND SNAILS (O.S.)

357 abc
406

Sunset Shimmer turns to see Snips and Snails who are now wearing ears and tails.

633 636 637
406
SUNSET SHIMMER
Take those off!

Snips and Snails slump and reluctantly remove their ears.

407
SUNSET SHIMMER (CONT'D)
I have something I need you to do.

SC 41 - INT. HALLWAY - LATER THAT DAY

Twilight and her friends walk down the hall together all smiles. They pass their fellow students who are still wearing their ears and tails.

638 abc
408
RARITY
Doesn't everyone look just fabulous?

136
409
TWILIGHT
It was a great idea, Rarity.

Sunset Shimmer approaches. She is all smiles.

644 645 abc
410
APPLEJACK
Don't know what she's smiling about. Twilight's the one that's gonna be the Princess of the Fall Formal.

411
RAINBOW DASH
Yeah she is.

Applejack and Rainbow Dash high five.

ON Sunset Shimmer as, still smiling, she passes by Twilight and her friends and arrives at the door to VICE PRINCIPAL LUNA's office.

She <KNOCKS>. Her smile quickly turning to a look of utter trepidation as VICE PRINCIPAL LUNA answers.

639 640 642
412
SUNSET SHIMMER
Vice Principal Luna, something terrible has happened!

SC 42 - INT. CANTERLOT HIGH - GYM - A FEW MINUTES LATER

Vice Principal Luna looks on in dismay.

386 387
412A

WIDEN to REVEAL:

All of the decorations for the Fall Formal have been trashed. Streamers have been shredded. Balloons popped. Tables have been overturned. Bottles of fizzy cider smashed.

639 640 641 642
413 T SUNSET SHIMMER
Isn't this just awful? And after
Pinkie Pie worked so hard to make
things so perfect.

(laying it on thick)
Why would Twilight Sparkle do
something like this?

653 654
414 VICE PRINCIPAL LUNA
Twilight Sparkle? Why would you
think Twilight was responsible for
something like this?

415 SUNSET SHIMMER
Because I have proof.

SC 43 - INT. VICE PRINCIPAL LUNA'S OFFICE - SOON AFTER

Twilight is seated across from Vice Principal Luna who is looking down at several photographs that are spread out across her desk.

137 138
416 TWILIGHT
But... but don't understand.

417 VICE PRINCIPAL LUNA
This is clearly you in the
photographs. Is it not?

She gestures to the photos on her desk.

CLOSE ON - PHOTOS

They depict Twilight kicking over tables, smashing bottles, and otherwise trashing the gym.

BACK TO SCENE

Twilight is flabbergasted.

138
418 TWILIGHT
Yes, but-- But I'm trying to tell
you. I didn't do this.

645 646 647

419 VICE PRINCIPAL LUNA
Photographs don't lie, Twilight.
But as the chief disciplinarian at
this school, I have learned that
students do. Especially when they
get caught red-handed.

Vice Principal Luna escorts Twilight to the exit.

420 VICE PRINCIPAL LUNA (CONT'D)
I think it should be fairly
obvious that the school cannot let
someone who would do something
like this compete for the Fall
Formal crown.

Twilight slumps.

Just then, there is a KNOCK on Luna's door.

421 VICE PRINCIPAL LUNA (CONT'D)
Come in.

Flash Sentry enters.

296 298 299 300
422 FLASH SENTRY
Vice Principal Luna, I found these
in a trash can in the library.
Thought you should see them.

He lays down a PHOTO of an overturned table in the gym,
then a PHOTO of Twilight trying to kick a soccer ball.
(NOTE: This should be the same picture Ships and Snails
were looking at under the bleachers.)

301
423 FLASH SENTRY
Someone obviously combined these
photos to make it look like
Twilight was the one who trashed
the gym.

Vice Principal Luna examines the photographs

648 650
424 VICE PRINCIPAL LUNA
I appreciate you bringing this to
my attention, Flash.
(then to Twilight)
In light of this new evidence, you
may of course continue your bid to
be crowned the Princess of the
Fall Formal.

Twilight throws her arms around Flash.

*
*
*
*
*
*
*
*
*

139 140
425 TWILIGHT

(to Flash)

Thank you. You have no idea how important this is to me.

Twilight realizes what she's doing and releases Flash.

426 296 301
FLASH

What was I going to do? Not prove your innocence? Wouldn't be much of a "Canterlot Wondercolt" would I? (ALT: What was I going to do? Not prove your innocence? Wouldn't be much of a "Canterlot Wonderbolt" would I?)

*
*
*
*

427 651 652
VICE PRINCIPAL LUNA

I am afraid enough damage has been done to the gym that we will have to postpone the dance until tomorrow night.

(then)

If you'll excuse me, I need to let my sister know about this latest development.

Vice Principal Luna gathers up the photos and exits.

428 301 308
FLASH

So, uh, I was wondering... If you aren't already going with somebody, want to go to the Fall Formal with me tomorrow night?

139 140
429 TWILIGHT

That would be--

Twilight's eyes suddenly go wide.

430 141
TWILIGHT (CONT'D)

Tomorrow night? ~~No~~ No. No. I can't-- The portal. That'll be too late. I--

Twilight suddenly takes off running, leaving behind a dumbfounded Flash Sentry

300ab 307abc 302abc 303ab 304ab 305abc
431 FLASH

(calling after her)

One "no" would've been fine.

END ACT V

ACT VI

59

SC 44 - INT. CAROUSEL BOUTIQUE - SOON AFTER

The Equestria Girls look through racks of clothes. Rarity knocks on the door to one of the dressing rooms.

432 RARITY
Everything okay in there?
433 TWILIGHT (O.S.)
Yes.

SC 45 - INT. CAROUSEL BOUTIQUE - DRESSING ROOM - CONTINUOUS

Twilight paces in front of Spike.

434 TWILIGHT
Only it's not okay. It's not okay at all.
(then)
If I don't get my crown tonight, I won't be able to go back to Equestria for another 30 moons.

Twilight slumps.

435 TWILIGHT (CONT'D)
What are we going to do?

Spike considers their options for a moment, then arrives at a solution.

436 SPIKE
We tell them the truth. Let them know what's really at stake if you don't get the crown tonight. They'll help us figure something out.

437 TWILIGHT
But what if they won't? What if when they find out just how different I really am...

Twilight looks at herself in the dressing room mirror.

TWILIGHT'S POV - She sees herself in her alicorn form.

438 SPIKE
Twilight, these girls rallied around you because they saw what was in your heart.
(MORE)

058 (601)

SPIKE (CONT'D)

They aren't going to feel any differently about you when they find out you're a Pony Princess in Equestria.

Twilight's pony image DISSOLVES back into her teenage form. She looks down at Spike and smiles.

142 (143)

439

TWILIGHT

I'm glad you followed me here, Spike.

143

440

SPIKE

Me, too. Unless of course we get stuck here for another 30 moons. Then I might start seriously questioning my decision.

*use last line from take 601 + rest from take 603.

SC 46 - INT. CAROUSEL BOUTIQUE - CONTINUOUS

Twilight and Spike exit the dressing room. The other girls note the serious expression on Twilight's face.

441

APPLEJACK

You okay?

142 143 (144)

442

TWILIGHT

The Fall Formal isn't happening tonight. It had to be postponed because Sunset Shimmer had Snips and Snails ruin all of Pinkie Pie's decorations.

443

PINKIE PIE

What?!

444

TWILIGHT

But the Fall Formal has to happen tonight.

Twilight takes a deep breath.

445

TWILIGHT (CONT'D)

You see--

440 627 628

446 PINKIE PIE

(rapid-fire)

You're from an alternate world and you're a pony princess there and the crown actually has a magical element embedded in it that helps power up other magical elements and without it they don't work anymore and you need them to help protect your magical world and if you don't get the crown tonight you'll be stuck in this world and won't be able to get back for like a really long time.

Twilight and Spike stare at Pinkie Pie, dumbfounded. The other girls look at her as if she has lost her mind.

903 ab

447

RAINBOW DASH

Yeah. I'm pretty sure that isn't the reason.

629

448

SPIKE

No. She's pretty much spot on.

449

RARITY

He can talk?!

450

SPIKE

675

Oh yeah. And back where I come from, I'm not even a dog. I am a ferocious fire-breathing dragon.

629

451

FLUTTERSHY

Oh my gosh. This is sooo amazing. Tell me, what are you thinking right now?

670 671 672

452

SPIKE

(to Rarity)

Sure would love a scratch behind the old ears.

672

452A

Rarity remains in a stupor.

453

SPIKE (CONT'D)

Maybe later.

673 ab

454

TWILIGHT

(to Pinkie Pie)

How did you know all that?

455

PINKIE PIE

(with a shrug)

Just a hunch.

674

456 APPLEJACK
Wait a minute. Let me get this straight. You're a pony?

457 RARITY
You're a princess?

458 FLUTTERSHY
You're from another world?

Twilight nods, self-conscious.

459 RAINBOW DASH
That. Is... Awesome!

<EXCITED WALLA> as the other girls nod in agreement.

460 SPIKE
See. Told ya.

DISSOLVE TO:

SC 47 - INT. GYMANSIUM - SOON AFTER

Twilight and the other girls survey the damage. It really is a complete disaster area.

461 RARITY
I simply can't believe they did all this.

462 PINKIE PIE
If I only had some kind of Party Cannon that could decorate everything super fast.

463 TWILIGHT
I know it seems impossible, but maybe if we all work together...?

Applejack grins.

464 APPLEJACK
Now that's the kind of can-do spirit I'm lookin' for in a Fall Formal Princess.

Applejack extends her hand.

465 APPLEJACK (CONT'D)
Let's do it, y'all.

466 RARITY
Absolutely.

Rarity places her hand on top of Rarity's.

908 914
467
Rock on!

RAINBOW DASH

Rainbow dash places her hand on top of Rarity's

678 679 680 681
468 PINKIE PIE
Yes-indeedily!

Pinkie Pie adds her hand to the pile.

469 FLUTTERSHY
Yay!

Twilight puts her hand on top.

MUSIC UP as we...

CUT TO:

334 abc
469A
A MUSICAL MONTAGE (2 MINUTES MAX)

*

A) Twilight and her friends begin the clean up process.

B) A pair of FOOTBALL PLAYERS watch Twilight dragging a broken table out of the gym. They shrug, then head over to give her a hand.

C) Two FASHIONISTAS pass by the gym. They look inside to see Rarity and Pinkie Pie hurling streamers over the rafters.

D) The FASHIONISTAS are now painting a huge Fall Formal banner. Twilight nods her head approvingly.

915 abc 916 abc
469B
E) A pair of TECHIES rig up a fancy new lighting system.

F) The Cutie Mark Crusaders try their hand at running a DJ booth. Applejack shakes her head, "no".

F) Flash Sentry's BAND does a sound check. He gives Twilight a smile.

G) DRAMA KIDS and ECO-KIDS build a set where attendees will get their pictures taken.

F) Twilight directs her fellow students from the stage at the far end of the gym. She looks out at the various cliques as they work together.

DISSOLVE TO:

SC 48 - INT. GYMNASIUM - LATER

The Equestria Girls and their fellow students put the finishing touches on the newly decorated gym. It looks even better than before.

470 PINKIE PIE
This. Looks. Sooooo. Good.

From the back of the gym, Principal Celestia claps her hands to get everyone's attention.

471 PRINCIPAL CELESTIA
Alright, everyone. Fall Formal is back on for this evening.

A <CHEER> from the students.

472 PRINCIPAL CELESTIA (CONT'D)
So you'd better get out of here and start getting ready.

(then)
Oh. And don't forget to cast your ballots for Fall Formal Princess on your way out.

<EXCITED WALLA> as students file out of the gym offering Twilight their support as they pass by her.

473 FOOTBALL PLAYER PONY
You got my vote, Twilight.

474 FASHIONISTA PONY
Mine, too.

The Football Player and Fashionista join other students as they drop their ballots into a box that Vice Principal Luna is holding near the gym's exit.

ON THE OTHER SIDE OF THE GYM

Sunset Shimmer surveys the scene with Snips and Snails by her side.

475 SUNSET SHIMMER
You're lucky she was able to pull this off. Next time I ask you to make a mess of things, try to show a little restraint.

(then)
I need this formal to go on tonight just as much as she does.

476 SNIPS
How come? Twilight's gonna be Princess.

311 Elizabeth
 477 SNAILS
 Yeah. Twilight's gonna be
 Princess.
 478 SUNSET SHIMMER
 We'll see.

SC 49 - INT. CAROUSEL BOUTIQUE - SOON AFTER

Twilight and the other girls enter the boutique.

479 FLUTTERSHY
 I still can't believe we pulled
 that off.

480 RAINBOW DASH
 I can't We're awesome.

481 RARITY
 Enough chatter girls. We need to
 get ready. And we need to look
 fabulous.

Rarity wheels out a rack of dresses.

MUSIC UP on...

A MUSICAL MONTAGE

A) Rainbow Dash looks at herself in the mirror. She is wearing an extremely poofy dress with huge sleeves. She grimaces and shakes her head "no".

B) A series of FAST CUTS of Pinkie Pie modeling several over-the-top hair-styles.

C) Applejack pulls up the hem of a long dress to reveal she is still wearing her cowboy boots. Rarity shakes her head "no" and holds up a pair of heels with apple clasps. Applejack grins and takes the heels from Rarity.

D) Rarity holds up her hands to show off her glittery nail polish.

E) Rarity opens a box to reveal a plethora of sparkling accessories. (NOTE: These can resemble our Elements of Harmony)

F) The girls, minus Twilight, are eagerly gathered around a dressing room. Twilight emerges from the dressing room in an absolutely beautiful dress.

MUSIC ENDS as we...

DISSOLVE TO:

SC 50 - EXT. CANTERLOT HIGH - LATER THAT NIGHT

The moon is almost directly over the statue of the
Canterlot Colt. The base of which is still sparkling but
perhaps fading a bit. *

A TBD vehicle up outside the school and Twilight, Rarity,
Rainbow Dash, Fluttershy, Pinkie Pie, and Applejack climb
out of the back dressed to the nines. *

150-15 482 GIRLS 702 703 704 920ab 921ab 922ab AJTRD
<EXCITED WALLA>

Spike hops out of the back wearing a doggy tuxedo. The
girls start to make their way toward the gym.

314ab 315 316 483 FLASH (O.S.)
Twilight!

Twilight turns to see a SPORTS CAR pulling up to the curb
behind the girls' limo. Flash Sentry gets out of the car
and approaches Twilight.

484 FLASH (CONT'D)
I know you said "no" about going
to the Fall Formal with me but,
uh, maybe you'd reconsider and at
least have one dance?

151 485 TWILIGHT
I didn't say "no". I mean, I did,
but I didn't mean "no" to you. I
was... what I mean is...Yes I'd
love to dance with you.

Flash grins.

SC 51 - INT. GYMNASIUM - CONTINUOUS

Twilight and her friends dance in front of the stage
where Flash's band plays an UPBEAT SONG. Twilight looks
around.

152 486 TWILIGHT
Anybody seen Sunset Shimmer?

487 RAINBOW DASH
Maybe she was too embarrassed to
show. She's gotta know you won by
a landslide.

152 153 488 TWILIGHT
Maybe.

Up on the stage, Principal Celestia gestures for Flash and his band to bring down the music, then speaks into a microphone.

225 226

489 PRINCIPAL CELESTIA
First off I want to say how wonderful everything looks tonight. You all did a magnificent job pulling things together after the unfortunate events of earlier.

She gestures off-stage and Vice Principal Luna approaches carrying a wooden box.

226

490 PRINCIPAL CELESTIA (CONT'D)
And now, without further ado, I'd like to announce the winner of this year's Fall Formal Crown.

ANGLE ON the Equestria Girls looking excited. With the exception of Fluttershy who nervously holds her breath.

BACK ON PRINCIPAL CELESTIA as she opens an envelope and reads aloud.

228

491 PRINCIPAL CELESTIA (CONT'D)
The Princess of this year's Fall Formal is... Twilight Sparkle!

A <CHEER> goes up.

ANGLE ON the Equestria Girls as they celebrate Twilight's victory with hugs. Fluttershy exhales.

492 709 FLUTTERSHY 710

Oh my gosh, I was so nervous.

Twilight makes her way to the stage to accept her crown.

A <HUSH> falls over the crowd as Twilight joins Principal Celestia on stage. Vice Principal Luna opens the box and Principal Celestia retrieves Twilight's crown.

227

493 PRINCIPAL CELESTIA
Congratulations Twilight.

She places it upon Twilight's head. Twilight looks out over the crowd and smiles.

494 SPIKE (O.S.)
Twilight! Help!

151 156 155 495 TWILIGHT
(confused)
Spike?

Spike dognappa

Called at

Twilight scans the crowd and spots Snips racing out of the gym with Spike under his arm and Snails following close behind.

156 (156)
496

TWILIGHT (CONT'D)

Spike!

Twilight jumps down from the stage and makes her way to the exit. The confused crowd parts to make way.

Twilight passes her friends.

497 TWILIGHT (CONT'D)
(calling back)

They've got Spike.

SC 52 - EXT. CANTERLOT HIGH - CONTINUOUS

Twilight bursts out of the gym with Rarity, Pinkie Pie, Fluttershy, Rainbow Dash, and Applejack right behind her.

713 714 (715)
498 TWILIGHT
There.

498A She points to Snips and Snails in the distance. Spike struggling to escape Snips grasp The girls pursue the boys to...

SC 53 - EXT. CANTERLOT HIGH - FRONT LAWN - CONTINUOUS

498B (716)
Snips and Snails rush up to Sunset Shimmer who is standing next to the statue of the Canterlot Colt.

717 718 719 (720)
499 SUNSET SHIMMER
That's close enough.

Twilight and the other girls stop in their tracks.

155
500 TWILIGHT
Don't hurt him.

501 SUNSET SHIMMER
Oh I wouldn't dream of it. I'm not a monster, Twilight.
(then, to Snips)
Let him go.

Snips releases Spike who rushes over to Twilight.

155
502 TWILIGHT
What do you want?

77-718 720
503 SUNSET SHIMMER

I just wanted to get your
attention so I could say congrats
on your big win.

(then)

Too bad you won't be able to take
your crown home with you.

Sunset Shimmer gestures to the sparkling base of the
Canterlot Colt Statue, then reveals a GOLF CLUB (or
another S&P friendly object that could be used to destroy
the portal.) She rears back to strike the base of the
statue -- the portal that allows Twilight to return home.

ON TWILIGHT -- her eyes wide in horror.

END ACT VI

ACT VII

SC 54 - EXT. CANTERLOT HIGH - FRONT LAWN - CONTINUOUS

Sunset Shimmer is still poised to strike the portal.

721 722
504 SUNSET SHIMMER

You don't belong here. Give me
the crown and you can go back to
Equestria tonight.

(then)

Or keep it and never go home.

She taps the base of the statue.

Twilight considers Sunset Shimmer's proposition.

505 SUNSET SHIMMER (CONT'D)

Tick-tock, Twilight. We haven't
got all night. The portal will be
closing on its own in less than an
hour.

(then)

So... what's your answer?

Twilight's eyes narrow.

159 abc 506 TWILIGHT

No. |||

Sunset Shimmer is genuinely shocked by Twilight's
response.

718 720
507 1 SUNSET SHIMMER
What?!
(then)
Equestria. Your friends. Lost to
you forever. Don't you see what
I'm about to do to the portal?

160 161
508 TWILIGHT
Yes. But I've also seen what
you've been able to do here
without magic. Equestria will
find a way to survive without my
Element of Harmony. This place
might not if I allow it to fall
into your hands.
(then)
So go ahead. Destroy the portal.
You aren't getting this crown.

Twilight stares down Sunset Shimmer who holds her gaze.

718 720
509 SUNSET SHIMMER
Fine. You win.

Sunset tosses aside her golf club. The Equestria Girls
quickly gather around Twilight.

510 APPLEJACK
Can't believe you were gonna do
that for us.

511 RAINBOW DASH
You. Are. Awesome!

512 RARITY
It's no wonder you're a real live
princess.

Sunset Shimmer walks past Twilight, motioning for Snips
and Snails to follow her.

724 725
513 723 SUNSET SHIMMER
Yes. She's so very special.
(then)
Take your crown back to Equestria,
Princess Twilight. See if I care.

513A
162 TS
Sunset Shimmer suddenly spins and lunges for Twilight.
~~Twilight is able to dive out of the way, but as she hits
the ground the crown goes flying off her head.~~

Sunset Shimmer goes after it but right as she's about to
snatch it up, Spike picks it up in his teeth and takes
off back toward the gym.

726 727 718 720
514 SUNSET SHIMMER (CONT'D)
(to Snips and Snails)
Grab him, you fools.

303 304
514A
305 306
514B
307
515A
728
515B
905 906 907
SC 55 - INT. GYM - A MOMENT LATER

Spike enters with Snips and Snails hot on his trail. He darts between the legs of the stunned students. He makes a hard right and suddenly finds himself face-to-face with Snips. He turns to run the other way and nearly collides with Snails.

927 abc
Spike!

RAINBOW DASH

Spike looks over to see Rainbow Dash. He uses his teeth to fling the crown. Rainbow Dash catches it, then turns and finds herself face-to-face with Snips.

Snips reaches for the crown but Rainbow Dash quickly leaps up onto a nearby speaker, then jumps up to a basketball goal, and uses it to swing herself onto the stage.

Snails is suddenly right beside her so she flings the crown frisbee-style back to Spike who leaps up and catches it mid-air.

He makes a mad dash back toward Twilight who has just reached the entrance to the gym when he suddenly realizes that his feet are no longer touching the ground.

REVEAL: He's been scooped up by Sunset Shimmer who snatches the crown out of his mouth.

731 732
516 SUNSET SHIMMER
I'll take that.

Sunset Shimmer drops Spike. Snips and Snails quickly rush to her side.

318 abc 319 abc
517 SNIPS
This is gonna be so cool.

518 SNAILS
She's gonna make us knights.

Sunset Shimmer closes her eyes, relishing her victory.

742 738 739 740 741
519 SUNSET SHIMMER
At last. More power than I could ever imagine.

PHZAAMM! There is a FLASH of RED LIGHT and suddenly...

Sunset Shimmer is TRANSFORMED into a terrifying creature. She now has ears, a tail, wings, and a gnarled horn.

PHZAMM! PHZAMM! Sunset Shimmer raises her hands and fires red blasts of light at Snips and Snails who are also transformed into Pegasus/human hybrids.

Twilight lunges for Sunset Shimmer

PHZAMMM! Sunset Shimmer raises her hands and fires red blasts of light that send Twilight stumbling backwards and falling to the ground.

The other Equestria Girls rush over to her as Sunset Shimmer addresses her fellow students who are now cowering in fear.

520 T SUNSET SHIMMER (CONT'D)

I have to say, I am really disappointed in all of you. I've had to jump through so many hoops tonight to get my hands on this crown and it really should have been mine all along.

(then)

But let's let bygones be bygones.

I am your Princess now.

(then, sinister)

And you will be loyal to me.

PHZAM! PHZAM! Sunset Shimmer fires blasts at the other students! Their eyes suddenly go red. Their bodies stiff, like zombies.

521 SUNSET SHIMMER (CONT'D)

(to Snips and Snails)

Round them up and bring them to the portal.

She spins and faces Twilight and the Equestria Girls.

522 SUNSET SHIMMER (CONT'D)

Spoiler alert. I was bluffing back there when I said I was going to destroy the portal. I don't want to rule this pathetic little high school, I want Equestria. And with my own little teenage army behind me, I'm going to get it.

Twilight steps in front of Sunset Shimmer.

523 TWILIGHT
No. You're not.

735

524 SUNSET SHIMMER
Oh, please. What exactly do you think you're going to do to stop me? I have magic and you have nothing.

Rainbow Dash joins Twilight.

926 adl

929 ab

525
She has us.

RAINBOW DASH

She is quickly joined by Applejack, Pinkie Pie, Fluttershy, and Rainbow Dash.

735

526 SUNSET SHIMMER
OMG. The gang really is all back together again. It's just like freshman year.

(then)

Now step aside. Twilight has tried to interfere with my plans one too many times already. She needs to be dealt with.

The five girls clasp hands, bracing themselves for whatever is to come.

Sunset Shimmer FIRES a blast of RED LIGHT at the girls.

But suddenly...

There is a FLASH OF WHITE LIGHT and...

THE EQUESTRIA GIRLS are TRANSFORMED!

Fluttershy rises up into the air now sporting real PONY EARS, a TAIL and WINGS.

Rainbow Dash rises up into the air now sporting real PONY EARS, a TAIL and WINGS.

Pinkie Pie rises up into the air now sporting real PONY EARS and a TAIL.

Applejack rises up into the air now sporting real PONY EARS, a TAIL and WINGS.

Rarity rises up into the air now sporting real PONY EARS, a TAIL and a HORN.

Rays of white light pass through them and into Twilight, who suddenly rises into the air behind them with WINGS EXTENDED and HORN glowing.

736 737
526A
Sunset Shimmer laughter

743 744
527 SUNSET SHIMMER (CONT'D)
What is happening? I don't understand.

167 168
528 TWILIGHT
The magic contained in my Element was able to unite with those that helped create it. The same Elements that exist in Equestria can be found in this world -- Honesty, Kindness, Laughter, Generosity, and Loyalty. Together with the crown they create a power beyond anything you could imagine. But it is a power that you don't have the ability to control.

(then)

The crown may be upon your head, Sunset Shimmer, but you cannot wield it, because you do not possess the most powerful magic of all -- the Magic of Friendship.

80 781 782 783 784 785
529A
The six suddenly POWER UP together and a blast of RAINBOW LIGHT shines out of them striking Sunset Shimmer and knocking the crown off her head.

529 TWILIGHT (CONT'D)
Here and in Equestria, it is the only magic that can truly unite us all.

The RAINBOW then encircles the rest of the students who are snapped out of their zombie-like states. *

Another FLASH of WHITE LIGHT and we...

DISSOLVE TO:

SC 56 - INT. GYM - A MOMENT LATER

Twilight and the Equestria Girls are now back on the ground, still sporting ears, wings, tails, and horns.

They look at Sunset Shimmer who has been returned to her normal human form and is curled up on the ground in front of them.

Sunset Shimmer looks around at her fellow classmates who eye her with disdain. *

75

Twilight slowly approaches Sunset Shimmer.

167 168 169 170
530 TWILIGHT
You will never rule in Equestria.
And any power you may have had in
this world is gone. Tonight you've
shown everyone who you really are.
You've shown them what is in your
heart.

Sunset Shimmer begins to CRY.

745 746 747
531 SUNSET SHIMMER
I'm sorry. I'm so sorry. I
didn't know there was another way.

170
532 TWILIGHT
The Magic of Friendship doesn't
just exist in Equestria. It's
everywhere.

Twilight looks to her new friends and smiles.

533 TWILIGHT (CONT'D)
You can seek it out. If you can
forever be alone. The choice is
yours.

Sunset Shimmer looks around at the other students, then
looks up at Twilight with tears in her eyes.

747
534 SUNSET SHIMMER
But all I've done since I've been
here is drive everyone apart. I
don't know the first thing about
friendship.

170
535 TWILIGHT
I bet they can teach you.

She looks to her new friends.

They slowly approach Sunset Shimmer and help her up.

Spike raises a victorious paw and lets out a...

748 749 750
536 SPIKE
Woo-hoo! Those are my girls!

Suddenly all eyes are on him

320 ab 321 322 ab 323
537 FOOTBALL PLAYER PONY
Did that dog just talk?
(then)
Whoa. Weird.

747 748 749
 538 SPIKE
 Seriously? The talking dog is the weird thing about all this?

539 RARITY
 I for one think you're adorable.

Rarity bends down and scratches Spike behind the ears.

540 SPIKE 750 751 752
 Oh. Yeah. Right behind that left ear.

Principal Celestia and Vice Principal Luna approach Twilight. Principal Celestia holds Twilight's crown. *

541 PRINCIPAL CELESTIA 230 231
 I believe this belongs to you.

She places the crown upon Twilight's head.

542 PRINCIPAL CELESTIA (CONT'D)
 A true Princess in any world leads, not by forcing others to bow before her, but by inspiring others to stand with her.

(then) 232 233
 We have all seen that you are capable of just that. I hope you see it too, Princess Twilight.

Twilight lets this sink in for a moment.

171ab 543 TWILIGHT
 I do.

Just then, Flash Sentry approaches Twilight. *

324ab 544 FLASH 325ab 326ab 327ab 328ab 329ab
 Would now be a completely awkward time to ask you for that dance?

544A Twilight smiles.

MUSIC UP as we begin a REPRISE of "EQUESTRIA GIRLS" (about 1 minute in length) We INTERCUT our girls on the dance floor with the following: *

- A) Rarity leads a conga dance.
- B) Rainbow Dash tries out her new wings.
- C) Fluttershy dances with her bunny, bird, and kitten.

D) GRANNY SMITH arrives to deliver extra bottles of fizzy cider. She abandons her delivery duties and gets down on the dance floor.

E) Twilight plays air guitar next to Flash Sentry as he plays his guitar with his band.

F) The Cutie Mark Crusaders break dance. Awkwardly.

G) Applejack kicks off her high heels.

H) Snips and Snails try to sneak out of the gym. Vice Principal Luna blocks their path.

I) A teenage PHOTO FINISH takes a picture of Twilight and her friends.

We END with a CAMERA FLASH of WHITE and...

DISSOLVE TO:

SC 57 - EXT. CANTERLOT HIGH - LATER THAT NIGHT

Twilight, wearing her crown, embraces her new friends as she prepares to head back to Equestria. They are still in their hybrid human/pony forms.

545 TWILIGHT
You'll look out for her, won't you?

The girls follow Twilight's eye-line to Sunset Shimmer who is talking to Principal Celestia inside the gym.

546 RARITY
Of course we will.
(then)
Though I do expect some sort of apology for last spring's whole video debacle.

547 TWILIGHT
I have a feeling she'll be handing out a lot of apologies.

548 SPIKE
We'd better get going. We don't want the others to worry.

Twilight and the girls share a group hug.

549 TWILIGHT
I know we've only been friends for a short time, but I'm going to miss all of you so much.

Twilight and Spike take their places in front of the Canterlot Colt statue.

550 SPIKE
That crown really does suit you, Princess Twilight.

551 TWILIGHT
You know what, Spike, I am starting to feel a little more comfortable wearing it.

552 SPIKE
And the wings?

553 TWILIGHT
I've been walking on two legs and picking things up with these.

She holds up her hands.

554 TWILIGHT (CONT'D)
Wings? I'm thrilled that's all I'll be dealing with back in Equestria.
(then)
Ready?

Spike nods They reach out and touch the sparkling base of the Canterlot Colt statue.

There is FLASH of WHITE LIGHT and they are gone.

ANGLE ON the EQUESTRIA GIRLS who no longer have their wings, horns, and ponytails.

555 PINKIE PIE
Bummer.

SC 58 - INT. CRYSTAL CASTLE - SOON AFTER

Princess Celestia, Princess Cadence, and Princess Luna stand stoically as the Ponyville Ponies pace nervously in front of the sparkling mirror that serves as the portal to the other world.

There is a FLASH of WHITE LIGHT and suddenly, Twilight and Spike, back in Pony and dragon form, step out of it.

Twilight's friends and fellow princesses swarm around her, thrilled that she has returned.

*

764 765 PP/FS/PY 930 ab 931 AS+PD
 556 PONYVILLE PONIES
 Twilight! / You're back. / You got
 your crown. / I knew you could do
 it.

Twilight eagerly embraces her friends, then looks up at
 Princess Celestia, whose expression is serious.

557 PRINCESS CELESTIA
 Sunset Shimmer. Is she alright?

558 TWILIGHT
 I think she's going to be fine. I
 left her in good hands.

Princess Celestia smiles.

A beat, then...

559 RAINBOW DASH
 What are hands?

DISSOLVE TO:

SC 59 - EXT. HALLWAY - SOON AFTER

Princess Cadence and the Ponyville Ponies follow Twilight
 down the hallway simultaneously peppering her with
 questions.

560 PONYVILLE PONIES / RAINBOW DASH
 What did you eat? / Where did you
 stay? / What did they wear? / Would
 you say she was just as awesome as
 me?

Twilight stops in her tracks and faces her friends.

561 TWILIGHT
 I want to tell you everything. I
 do. But I'm just so exhausted
 from all the dancing.

562 PONYVILLE PONIES
 Dancing?

Twilight turns back around and runs smack dab into the
 pony version of Flash Sentry.

563 TWILIGHT
 <IMPACT GRUNT>

*
 *
 *

320 331abc 332
 564 PEGASUS (FLASH SENTRY)
 (grinning)
 We've got to stop bumping into
 each other like this.

*
 *
 *

Twilight watches him as he continues down the hall.

170 177 179ab 180ab
 565 TWILIGHT
 Who was that?
 607-808 809 810
 566 PRINCESS CADENCE
 He's a new member of the Crystal
 Castle Guard. Flash Sentry, I
 think. Why? Do you know him?

Twilight grins.

178
 567 TWILIGHT
 Not exactly...
 938abc 939
 568 APPLEJACK
 (sing-song)
 Somebody's got a crush on the new
 guy.
 177
 569 TWILIGHT
 No I don't.

Twilight continues walking.

170 771 773
 570 RARITY
 She does. She absolutely does.
 177
 571 TWILIGHT
 Don't be ridiculous. I don't even
 know him. He just--
 572 PINKIE PIE 772ab
 (rapid-fire)
 Totally reminds you of a guy you
 met in that other world who played
 guitar and was in a band and
 helped prove you didn't destroy
 all the decorations for a big
 dance so you could still run for
 princess of the big dance and then
 asked you to dance at that
 dance.
 (deep breath)
 Right?

Twilight stops in her tracks.

177
 573 TWILIGHT
 How did you know that?

