

EQUESTRIA GIRLS
Outline by Meghan McCarthy

1) EXT. CRYSTAL EMPIRE – EVENING - ESTABLISHING

2) EXT. CRYSTAL EMPIRE – TRAIN STATION – CONTINUOUS

PRINCESS TWILIGHT, APPLEJACK, FLUTTERSHY, RARITY, PINKIE PIE, RAINBOW DASH, and SPIKE step off the train. Princess Twilight expresses her happiness that her friends have accompanied her on this very important trip. This is her first “Princess Summit” with Princess Celestia, Princess Luna, and Princess Cadence and she really needs the moral support of her friends. Rarity is surprised that Twilight isn’t wearing her crown. Twilight informs her that she still feels a little self-conscious wearing it out and about. The whole “princess thing” still feels so strange to her. Rarity thinks Twilight is crazy. If Rarity had a crown like that one she’d never take it off. She’d probably even sleep in it.

3) INT. CRYSTAL PALACE – SOON AFTER

PRINCESS CADENCE greets Twilight and her friends and is thrilled to see them. She can tell they are tired and urges them all to get settled into their rooms, unpack and get some rest.

4) INT. CRYSTAL PALACE – BEDROOM – A FEW MINUTES LATER

Spike helps Twilight unpack her bags, revealing her crown. Twilight uses her magic to put it on her head and looks at herself in the mirror. It hangs a bit askew and she takes it off. Twilight expresses her POV to Spike that she is nervous about getting a kingdom of her own. How will she win the respect and admiration of her subjects? Spike believes that Twilight has nothing to worry about but he can tell Twilight still has her doubts as she settles into bed for the night, placing her crown on the table next to her as we DISSOLVE TO:

5) INT. CRYSTAL PALACE – HALLWAY - LATER THAT NIGHT

Through an open door we see a FLASH of LIGHT. Soon after, the SHADOWY FIGURE of a UNICORN emerges from the room and slinks down the hallway.

6) INT. CRYSTAL PALACE – BEDROOM – A MOMENT LATER

The shadowy figure enters the room and uses her magic to pick up Twilight’s crown and place it in a bag she is carrying. But just as she is replacing the crown with another that looks just like it, Spike wakes up and sees her. He calls out and wakes up Twilight. The thief takes off with Twilight and Spike in pursuit.

7) EXT. HALLWAY – A MOMENT LATER

The other Ponyville Ponies emerge from their rooms and join in the pursuit. We finally get a good look at the unicorn thief as she ducks into the room we saw the flash of light come from a few minutes before. She is the same age as Twilight and has GOLDEN YELLOW and ORANGE MANE. Twilight and her friends follow her inside.

8) INT. CRYSTAL MIRROR ROOM - CONTINUOUS

As Twilight and her friends pursue the unicorn, she stumbles and loses her magical grasp on the crown. It flies toward a mirror that has a strange sparkling effect around it. Twilight and her friends react in shock as instead of crashing into the mirror, the crown goes through it and disappears! The unicorn thief gets to her feet and Twilight demands that she return the crown. The golden-maned unicorn just smirks and dives into the same mirror through which the crown disappeared. Just like the crown, she disappears into it. More looks of shock from the Ponyville Ponies.

9) INT. CRYSTAL THRONE ROOM - A FEW MINUTES LATER

PRINCESS CELESTIA and PRINCESS LUNA meet with Princess Cadence, Princess Twilight, the Ponyville Ponies and Spike and we learn the identity of the thief. She is SUNSET SHIMMER, a former student of Princess Celestia. Unlike Twilight, she was never able to see the value of true friendship and much to Princess Celestia's dismay, abandoned her studies.

Princess Celestia had been devastated when Sunset Shimmer decided to leave Equestria and go to another realm. Princess Celestia explains that every 100 moons, a link between Equestria and another world is briefly opened. Sunset Shimmer has obviously used the now open link to return to Equestria to steal Twilight's crown.

Everyone agrees that the crown must be retrieved. Twilight's Element of Harmony is part of the crown and without it the other Elements are rendered useless. Equestria will be at risk until the Element/Crown is returned. Princess Celestia explains that the crown also possesses magic that Sunset Shimmer could use for nefarious purposes in this alternate realm, putting this other world in danger as well.

Twilight and her friends are eager to enter this new realm and retrieve the stolen crown, but Princess Celestia informs them that this would not be wise. Sending all of them into this alternate world could create chaos and confusion. Only one of them can go. Twilight knows that she is the one.

10) INT. CRYSTAL MIRROR ROOM – SOON AFTER

Twilight prepares to depart and go after Sunset Shimmer and the crown. Princess Celestia has agreed to let Spike accompany her. She warns them that they only have a

few days to get the crown back before the portal to Equestria closes. Princess Celestia informs Twilight that she will not be able to use her magic when she gets to the new world. She tells Twilight that everything may look different in this alternate world, even Twilight and Spike, but that there is something in this new and strange place that Twilight will recognize right away... friendship.

With well wishes from their Ponyville friends, Twilight and Spike step through the Crystal Mirror. There is a FLASH of WHITE LIGHT and then DISSOLVE TO:

TWILIGHT'S POV

She turns around and spots a STATUE of a PONY rearing up on its back legs. Its base sparkles in a way that is reminiscent of the way the mirror in the Crystal Castle sparkled when Twilight stepped through it. "This must be the portal here," Twilight says to herself. She then looks down and sees a TINY CHIHUAHUA wearing a SPIKED COLLAR. "Whoa," the dog says in Spike's voice. "Spike? Are you a... dog?" she asks in shock. "I think so. But I have no idea what you are," Spike replies. Twilight looks down and we see through her POV a pair of hands. WIDEN TO REVEAL:

11) EXT. CANTERLOT HIGH – CONTINUOUS

Twilight has turned into a human TEENAGE GIRL. She lets out a scream and then quickly covers her mouth with her hands. Then realizes she is covering her mouth with her strange-looking new hands and lets out another scream. Then covers her mouth again. Spike tells her to get it together. If they are going to get the crown back from Sunset Shimmer they need to be stealthier and draw as little attention to themselves as possible. Teenage Twilight pulls herself together and takes in her surroundings. She looks at the building they are standing in front of. Judging by its size (and the fact that its design draws from elements of Canterlot Castle in Equestria) Twilight assumes it must be a castle of some kind and that Sunset and the crown must be inside.

Twilight and Spike make their way to the entrance. Twilight attempts to gallop there on all fours but quickly realizes how awkward this feels and unsteadily walks upright.

12) INT. CANTERLOT HIGH – A MOMENT LATER

Twilight and Spike enter and are thrilled to see that the crown is right there in front of them in a glass case that also contains several trophies. Twilight and Spike can't believe their good fortune. They are making their way to the glass case when they suddenly hear a BELL RING. Suddenly, doors on either side of the hallway open and TEENAGE GIRLS and BOYS come barreling into the hallway. Spike and Twilight are clearly in the hallway of a high school!

Spike and Twilight are separated as several TEENAGERS bump into Twilight and send her stumbling backward into a locker. Twilight is absolutely terrified, as is Spike who tries not to get trampled as he makes his way back to Twilight.

Twilight remains pressed against the locker in fear, but brightens at the sound of FLUTTERSHY'S voice. She leans around the corner to see a TEENAGE GIRL version of FLUTTERSHY speaking nervously to another TEENAGE GIRL with GOLDEN HAIR. The golden-haired teenage girl stands next to a TEENAGE BOY. Their backs are to Twilight and she can't see their faces.

Twilight eavesdrops as the teenage Fluttershy apologizes profusely but is still berated by the golden-haired girl. Even though she's nervous and overwhelmed by her current situation, Twilight can't stand to see someone being treated this way and steps around the corner to confront the Golden Haired girl. "You shouldn't speak to her that way!" Twilight says loudly as she taps the Golden Haired girl on the shoulder.

A hush seems to fall over the bustling hallway. The golden haired girl spins around to face Twilight. There is something very familiar about her. "Excuse me?!" the girl says angrily. Twilight stands her ground and tells the golden haired girl that she's being really rude and that the teenage version of Fluttershy is obviously very sorry for whatever she's done. The golden-haired girl just sneers. "Come on Flash, we're outta here," she says as she grabs the hand of the handsome boy standing next to her and stomps off.

The teenage version of Fluttershy can't believe Twilight stood up to the girl who was being so mean to her. "Nobody ever stands up to Sunset Shimmer," she tells Twilight. "Sunset Shimmer?!" Twilight replies in shock. She looks back to try and find Sunset but she is long gone. Twilight turns her attention back to Fluttershy who introduces herself. Twilight asks why Sunset Shimmer was so upset with her. Fluttershy tells her it was because of something that happened a little earlier and we... DISSOLVE TO:

13) EXT. CANTERLOT HIGH – DAY – FLASHBACK

Fluttershy is standing near the Pony Statue out in front of the school shyly handing out fliers regarding a fundraiser she is holding for the local pet shelter. She takes a step forward and accidentally kicks Twilight's crown. She eyes it strangely and then picks it up. She carries it inside and hands it over to the alt-world's version of Princess Celestia, PRINCIPAL CELESTIA. A moment later, Sunset Shimmer comes running up to the two of them and reacts as Principal Celestia places the crown in the trophy case. DISSOLVE BACK TO:

14) INT. CANTERLOT HIGH – HALLWAY – NOW

Fluttershy, Twilight, and Spike are now standing in front of the display case looking at Twilight's crown. The hallway is now empty of students. Fluttershy explains that the girl who is named the Princess of the school's Fall Formal gets the crown. "For some reason, Sunset Shimmer didn't want to have to wait until the Formal tomorrow night to get to wear it," Fluttershy informs Twilight. "I don't know how it ended up outside, but when I gave it to Principal Celestia, she thought it would be best to keep it locked in the trophy case until the dance," Fluttershy adds.

Fluttershy wonders why Sunset Shimmer was so eager to get the crown. “I think I know,” Twilight says. “You do?” Fluttershy asks. Spike shakes his head “no” at Twilight who realizes she probably shouldn’t say too much.

Fluttershy laments the fact that Sunset Shimmer is Princess of everything at Canterlot High School – the Spring Fling, Homecoming, Prom, the Fall Formal... “No one even bothers to go up against her anymore,” Fluttershy tells Twilight. “She made the life of the last girl who tried just awful,” Fluttershy adds. Twilight is intrigued. “You mean someone could get the crown instead of Sunset Shimmer at this ‘Fall Formal’?” Twilight asks. “Sure,” but who is even going to try?” Fluttershy ask. “I will!” Twilight proclaims.

Fluttershy is shocked to hear this, but is willing to help Twilight in any way she can. She really appreciates how Twilight came to her aid when Sunset Shimmer was being so mean to her. “So how exactly do I go about trying to win the crown?” Twilight asks. Fluttershy informs her that the first thing she’ll need to do is let the head of the Fall Formal Party Planning Committee know she wants her name on the ballot.

15) INT. CANTERLOT HIGH - GYMNASIUM – SOON AFTER

Twilight and Fluttershy enter the gym with Spike following behind them. Twilight looks around – it is decorated for a dance with balloons and streamers, a DJ table, etc. Suddenly, a TEENAGE GIRL with PINK HAIR bounces out from behind a column of balloons.

Fluttershy introduces Twilight to the head of the Party Planning Committee, PINKIE PIE. Twilight and Spike react to the sight of the human girl who sounds like and resembles their friend back in Ponyville. Twilight shakes off her surprise and introduces herself. She tells Pinkie Pie that she’d like to run for Princess of the Fall Formal. Pinkie Pie gives Twilight an enormous squeeze. She’s so excited Twilight is going to go up against that meanypants Sunset Shimmer. And she’s getting her name on the ballot just in time since the Fall Formal Dance is the following night.

Just then, Twilight hears a voice that sounds an awful lot like Applejack, “Got the fizzy apple cider for the dance, Pinkie Pie,” she says. Entering through the back door carrying a box is a teenage version of APPLEJACK. She spots Twilight. “Hey! I know you,” she says excitedly. “You do?” a surprised Twilight replies. “‘course I do. You’re the new girl gave Sunset Shimmer the what for today at school,” Applejack replies.

Pinkie Pie informs Applejack that Twilight is also the girl who is going to try and go up against Sunset Shimmer for the Fall Formal Crown. Applejack tells Twilight that she definitely has her vote. Applejack explains that ever since Sunset Shimmer showed up at Canterlot High two years ago, things have been going downhill. She’s been manipulative and mean and has somehow managed to drive a wedge between all the different groups at school. “Fall Formal’s s’posed to be about school spirit, but Canterlot High seems to have lost that spirit since Sunset Shimmer came along,” she tells Twilight.

Fluttershy, Applejack, and Pinkie Pie agree to help Twilight in anyway they can. But they encourage her to talk to the last girl who tried to go up against Sunset Shimmer. She may decide that it's way more trouble than it's worth. On Twilight considering this we hear a familiar voice, "Darling, don't do it." MATCH CUT TO:

16) INT. CAROUSEL BOUTIQUE – SOON AFTER

Twilight is listening to a teenage version of RARITY who dresses a mannequin as she speaks. (Applejack and Fluttershy are there as well.) Rarity tells Twilight that she learned the hard way that you don't mess with Sunset Shimmer. Her efforts to be crowned Princess of the Spring Fling were dashed when Sunset humiliated her in front of the whole school. (As Rarity is telling her story, Spike follows her around like the puppy dog he is. She notices him and he melts when she picks him up and starts saying how adorable he is and starts rubbing his belly.)

Twilight tells Rarity that going after the crown is something she has to do. "Sunset Shimmer is obviously a terrible ruler in this world and things are only going to get worse if she gets that Fall Formal crown," Twilight tells Rarity, Pinkie Pie, and Applejack. "Never really would've thought to call her a 'ruler'," Applejack replies. "But it's true, she rules the school," she adds.

The three agree that if Twilight has any hope of winning the crown, there is one more girl she'll need on her side. Rarity warns Twilight that this girl is "How shall I put this delicately?" she asks. "A little 'rough around the edges'" she continues. "I'll just send her a text to see if she's still at school," she adds. "A what?" Twilight asks. "A text," Rarity answers, showing Twilight her cell phone. "You don't send messages by scroll here?" Twilight asks in surprise. Rarity, Fluttershy, and Applejack give her confused looks. "Where'd you say you were from again?" Applejack asks.

"So, did she answer?" Twilight quickly asks Rarity, changing the subject. Rarity nods "yes". "Come on, Spike," Twilight says. Spike whimpers as she picks him up and carries him away from Rarity. DISSOLVE TO:

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:

17) EXT. CANTERLOT HIGH - SOCCER FIELD – CONTINUOUS

Twilight and Fluttershy look on as the teenage version of RAINBOW DASH kicks a half-dozen soccer balls into a distant net with absolute precision. "Let me guess, that's Rainbow Dash," Twilight says. "You've met her before?" Fluttershy asks. "Sort of," Twilight answers as she follows Fluttershy over to Rainbow Dash.

Rainbow Dash runs sprints as Twilight tries to plead her case regarding her efforts to be named Fall Formal Princess over Sunset Shimmer. Rainbow Dash finally stops running and asks Twilight how she can know for sure that Twilight will be better than Sunset Shimmer. Twilight isn't sure how she can prove this to Rainbow Dash, but Rainbow Dash tells Twilight that if she can beat her in a one-on-one soccer match, she can have Rainbow Dash's vote and that Rainbow Dash will do what she can to get her friends on the soccer team to vote for her as well.

Twilight eagerly agrees to this. Fluttershy and Applejack are despondent. They have absolutely no faith that Twilight will be able to beat Rainbow Dash. Fluttershy tells Twilight that Canterlot High's "number one athlete" won every trophy that is in the case with the Fall Formal Crown. And that number one athlete is Rainbow Dash. "First one to five goals wins," Rainbow Dash says as Twilight nervously takes the field.

18.) EXT. CANTERLOT HIGH – SOCCER FIELD – A MOMENT LATER

A SERIES OF SHOTS

Depict Twilight trying her best to keep up with Rainbow Dash in a soccer game but failing miserably. (It doesn't help that she's still getting used to her new human form.) Rainbow Dash scores one goal, then another, then another... But a determined Twilight keeps trying and trying and trying. DISSOLVE TO:

19.) EXT. CANTERLOT HIGH – SOCCER FIELD – A FEW MINUTES LATER

An exhausted Twilight slumps. Fluttershy and Applejack try to cheer her up. The three are pleasantly surprised when Rainbow Dash informs her that she's got her support for Fall Formal Princess. "But I thought you said I had to beat you?" Twilight asks. Rainbow Dash reveals that she knew Twilight would never, ever beat her. "I'm awesome," she explains. "But the Fall Formal Princess should be someone with determination and heart," Rainbow Dash tells Twilight, "You proved you've got it," she adds. Twilight beams. "What next?" Twilight asks as she and her new friends head off the field. None of them notice Sunset Shimmer glaring at them from a hiding place behind the bleachers.

20.) INT. MALL – SWEET SHOPPE – SOON AFTER

Over milkshakes, Pinkie Pie, Rainbow Dash, Fluttershy, and Twilight discuss the challenges Twilight faces trying to go up against Sunset Shimmer. For starters, Twilight is new to Canterlot High. No one even knows who she is so getting a majority of her classmates' votes is going to be tough. Rarity reminds them that the dance is the following night. Twilight has just one day to introduce herself to her fellow students at Canterlot High and let them know that she's the one who embodies the true spirit of the school. Applejack comments that Twilight has already brought this group of diverse girls together and that if their classmates could see evidence of this, they might decide that Twilight is the one who should be named Princess over Sunset Shimmer.

As they are talking, Twilight notices Flash Sentry enter with a couple of his GUY FRIENDS. He gives Twilight the tiniest smile. Rarity notices Twilight is looking at him. “Don’t even think about,” Rarity tells Twilight. “Flash Sentry is Sunset Shimmer’s boyfriend,” Fluttershy informs her.

Twilight refocuses on the challenge at hand. She thinks she might have an idea.

21.) INT. CAROUSEL BOUTIQUE – SOON AFTER

Rarity, constantly trailed by Spike, is pulling outfits for the girls to try on as Fluttershy plays a tune on a portable keyboard. We learn that the girls have decided to show off their friendship with Twilight the next day at school by putting on a big musical number together – something that showcases how different they are but also reflects how they’ve all come together in friendship.

Twilight notices something on a display rack behind Rarity. They appear to be PONY EARS and PONY TAILS. Rarity explains that they used to be something the students at Canterlot High would wear to show their school spirit. “You know, since our school mascot is the Canterlot Colt,” she adds. Rarity tells Twilight that she hasn’t sold any in ages. Twilight suggests that it might be fun if they all wore the ears and tails as further evidence of their unity and school spirit. Everyone agrees this is a great idea.

22.) INT. CANTERLOT HIGH – CAFETERIA – THE NEXT DAY

Athletes sit in one section, outdoorsy types in another, drama kids in another. Suddenly, the sound of a driving beat cuts through the cafeteria chatter. Twilight and her new friends, now wearing pony ears and pony tails, burst into the cafeteria and launch into a **MUSICAL NUMBER**. Their classmates get caught up in the excitement and soon everyone is dancing along with the “Equestria Girls”. (This can be our MUSIC VIDEO)

Throughout, Sunset Shimmer tries different tactics to disrupt the performance but are unsuccessful in their efforts. Sunset Shimmer steams as the girls finish their musical number and their classmates go wild. The girls spread out through the cafeteria asking their fellow students to vote Twilight, the girl who brought them all together, Princess of the Fall Formal.

Twilight is surprised when Sunset Shimmer approaches her and congratulates her on a job well done. She’s even more surprised when Sunset Shimmer gives her a big hug. Twilight doesn’t notice Sunset Shimmer pulling off the ponytail that Twilight has clipped to her jeans.

23) INT. HALLWAY – LATER THAT DAY

Twilight and her new friends walk down the hall together all smiles. Twilight sees Sunset Shimmer approaching. She is also all smiles as she passes Twilight. The girls

agree that it seems a little odd for her to be in such high spirits considering Twilight's chances of becoming Princess of the Fall Formal are getting better and better. Twilight expresses her concern that Sunset Shimmer is up to something.

As Twilight continues down the hall, we stay with Sunset Shimmer as she knocks on the door to Principal Celestia's office. Principal Celestia answers the door. "Principal Celestia, something terrible has happened!" Sunset Shimmer proclaims.

24) INT. CANTERLOT HIGH - GYM – A FEW MINUTES LATER

Principal Celestia looks on in dismay as we widen to reveal that all of the decorations for the Fall Formal have been trashed. Sunset Shimmer makes a big show of recovering a Canterlot Colt tail that points to Twilight as the culprit. "Why would she do something like this?" Sunset Shimmer wails, laying it on thick.

25) EXT. CANTERLOT HIGH – A FEW MINUTES LATER

A grim Principal Celestia approaches Twilight and tells her that she needs to see her in her office. Twilight tells her friends that she will meet up with them at the mall. They are going to pick out their outfits for the big dance together. The girls depart but express their concern. "Nobody gets called to the Principal's office for good news," Rainbow Dash laments.

26) INT. PRINCIPAL CELESTIA'S OFFICE – SOON AFTER

A despondent Principal Celestia informs Twilight that she won't be able to compete for the Fall Formal crown. Celestia can only go by the evidence at the scene and it points to Twilight as the one responsible for destroying the decorations. Twilight is devastated. How will she get the crown now?

But just as Twilight is about to leave Principal Celestia's office, Flash Sentry arrives on the scene. He tells Principal Celestia that he's heard Twilight has been accused of trashing the gym but that there is no way she was responsible for the damage. The ponytail found at the scene of the crime isn't hers. Flash informs Principal Celestia that he saw Twilight's fall off in the hallway earlier and that he picked it up. He produces a ponytail that looks like Twilight's.

Principal Celestia is thrilled to hear this. She knew in her heart of hearts that Twilight wasn't the culprit. She tells Twilight that she is still in the running for Princess of the Fall Formal. In light of the damage to the gym, they'll need to postpone the dance until the following weekend.

27) EXT. HALLWAY – SOON AFTER

Twilight thanks Flash Sentry for helping her out but doesn't know why he's done so. It's true Twilight isn't responsible for destroying the decorations, but the tail he showed

Principal Celestia isn't hers. Flash explains that he knows that it was Sunset Shimmer who destroyed the gym to frame Twilight and that he is tired of her antics. He just couldn't bear to see Twilight take the fall for something she didn't do.

He then nervously asks her if she'll dance with him at the Fall Formal the following weekend. Twilight happily agrees. Then it hits her. The Fall Formal has been postponed to the following weekend! Twilight tells a confused Flash Sentry that she has to go and rushes off.

28) INT. CAROUSEL BOUTIQUE – A LITTLE LATER

Spike is enjoying a belly rub from Rarity when Twilight rushes in. She quickly catches the girls up to speed and everyone is thrilled to hear that Twilight isn't being held responsible for the vandalism to the gym. Though the usually perky Pinkie Pie is furious that someone messed with her party decorations. Twilight tells them she thinks it's great too then snatches a dress off a rack and tells them she wants to try it on. The girls look at her oddly as she comes back into frame and grabs Spike, bringing her into the dressing room with her.

29) INT. DRESSING ROOM – CONTINUOUS

Twilight quietly fills Spike in on their new predicament. Because of the damage to the gym, the dance has been postponed. Even if she is named Princess of the Fall Formal and gets the crown, she won't be able to bring it back to Equestria. The portal will have closed by next weekend and she and her crown will be stuck in this alternate world for another 100 moons. Who knows what trouble could befall Equestria during that time? And as much as she loves her new friends, how can she be apart from her friends back in Ponyville for that long? The Fall Formal must go on! Spike and Twilight agree that they'll need the help of their new friends and that they'll need to tell them the truth about why getting the formal back on track is so important.

30) INT. CAROUSEL BOUTIQUE – A MOMENT LATER

Twilight emerges from the dressing room with a plan. She tells her new friends that she's going to need their help. But just as she is about to reveal the real stakes of getting the crown, Pinkie Pie asks if it is because "Twilight is from an alternate universe and the crown has magical properties and that if Sunset Shimmer gets the crown she'll use its magic for evil in their world and Twilight won't be able to use it for good in her own".

Everyone stares at Pinkie Pie dumbfounded. "How did you know that?" Twilight asks. "Just a hunch," Pinkie Pie answers cheerily. The other girls get over the initial shock of finding out Twilight's secret and agree to help in any way they can. "We'd better get a move on," Spike says. The girls react to the fact that Spike can speak with Rarity especially dumbfounded.

“He can talk?” she says in disbelief. “And I’d like to say that you look particularly radiant in that outfit,” Spike says. “Belly rub?” he continues, flipping onto his back. Rarity lets out a terrified scream.

31) INT. SCHOOL GYM – SOON AFTER

Twilight and her friends survey the damage. Rainbow Dash comments that Sunset Shimmer may have managed to destroy everything in a few minutes, but there’s no way they can get everything set up again in just a few hours. “If I only I had some kind of Party Cannon that could decorate this place super fast,” Pinkie Pie laments. Twilight agrees that they are facing an impossible task. But she isn’t ready to give up yet. If they can just recruit a few more of their classmates to lend a hand, she’s sure they can get the job done. MUSIC UP as we CUT TO:

32) EXT./INT. CANTERLOT HIGH

A SERIES OF SHOTS

Depict the “Equestria Girls” recruiting others to lend a hand, each reaching out to members of their respective “cliques”. Twilight steps into a leadership role as she directs the different students so that they can contribute to the clean up and redecoration efforts. We see an emerging camaraderie between the various cliques as they work together.

32) INT. GYM – LATER

Twilight and her new friends survey the newly decorated gym. It looks even better than before. As her fellow students depart to get ready for the dance, they tell Twilight that she definitely has their vote for Princess of the Fall Formal. Twilight is on top of the world. Principal Celestia congratulates Twilight on bringing everyone together and tells her she’ll be standing watch in case it turns out someone isn’t pleased that the dance will go on and tries to sabotage the gym again. MUSIC UP as we CUT TO:

33) INT. CAROUSEL BOUTIQUE – SOON AFTER

Big **MUSICAL NUMBER** as Twilight and her new friends get ready for the big Fall Formal. DISSOLVE TO:

34) EXT. CANTERLOT HIGH – LATER THAT NIGHT

Twilight and the Equestria Girls arrive at the school dressed to the nines. They see their fellow students dressed up as well. Twilight is surprised to see that they’ve all accessorized with Pony Ears and Tails. Rarity tells Twilight that everybody seems to have gotten into the spirit this year.

“Almost everyone,” Applejack says as Sunset Shimmer, also dressed for the Fall Formal, approaches them. But instead of approaching Twilight with a bad attitude, Sunset asks

Twilight for forgiveness. Twilight has shown why she deserves to be a Princess. Twilight is pleased that Sunset has seen the error of her ways. Sunset smiles and tells Twilight and her friends that they should really get a picture before they head into the dance. “How about a group shot in front of the Canterlot Colt?” she asks.

Twilight and her friends agree to pose for the photo. “Say Goodbye,” Sunset Shimmer says as she aims her camera at the group. “Goodbye?” they say, confused. Suddenly, Sunset Shimmer’s teenage cronies come rushing up and give the Equestria girls a shove. They fall back into the statue. There is a FLASH of WHITE LIGHT and we DISSOLVE TO:

TWILIGHT’S POV

She turns around and sees her pony form reflected in the Crystal Mirror. “Oh no,” she says. She hears a scream and we WIDEN TO REVEAL:

35) INT. CANTERLOT CASTLE – THE PRESENT

The pony versions of Pinkie Pie, Fluttershy, Rainbow Dash, and Applejack look around in confusion. Pony Rarity stands next to them letting out a terrified scream. Just then, Pinkie Pie, Fluttershy, Rainbow Dash, Applejack, and Rarity rush into the room. The doppelgangers now stand opposite one another, staring at each other in disbelief. Princess Celestia soon joins them. “The crown? Did you get the crown?” Princess Celestia asks Twilight. “We have to go back,” she says. “We have to go back right now!” she says, leaping back into the mirror from whence she came. The alt-world Pinkie Pie, Fluttershy, Rainbow Dash, Applejack, and Rarity follow.

The original Ponyville Ponies are still dumbstruck at having seen themselves. Except for Rarity. “Is it me or was that one with the purple hair absolutely stunning?”

36) EXT. CANTERLOT HIGH – AT THE SAME TIME

Twilight and the Equestria girls get their bearings then hightail it for the gym.

37) INT. CANTERLOT HIGH – A MOMENT LATER

Twilight tries to open the doors to the gym but can’t do it. The girls begin knocking on the gym doors.

38) INT. GYM – AT THE SAME TIME

LOUD MUSIC plays and no one seems to notice the rattling gym doors or hear the very muffled shouts of the girls on the other side. A DJ announces that the Princess of the Fall Formal will be crowned in just a few minutes. There are muffled whispers that Twilight is nowhere to be found.

Flash Sentry approaches a smirking Sunset Shimmer. “What did you do?” he asks. “Who me?” she responds with faux innocence. Sunset Shimmer looks smug as she heads for the stage at the front of the gym where Principal Celestia stands with the crown in her hands.

39) EXT. GYM – A FEW MINUTES LATER

The girls are helping hoist one another up through an open window. Rainbow Dash is the last to try and get up. “This would be so much easier if I had the ability to fly,” comments Rainbow Dash as she finally manages to jump up and grab hold of the window ledge. The other girls help pull her inside.

40) INT. GYM – CONTINUOUS

Sunset Shimmer looks smug as she stands next to Principal Celestia on a stage at the front of the gym. Principal Celestia speaks into a microphone, “Twilight, Twilight, can you come to the stage please?” Everyone looks around the room for Twilight, expressing their confusion that she isn’t there for this big moment. “Guess it wasn’t as important to her as she acted like it was,” Sunset Shimmer says. “I suppose since she isn’t here...” she suggests, gesturing to the crown and then her own head.

“I’m here!” Twilight says as she emerges from the back of the gym with her friends right behind her. Sunset Shimmer steams. “This one just won’t give up,” she says under her breath as Twilight joins her on stage.

The time finally comes to announce who has won the Fall Formal Crown and sure enough it is Twilight! But just as Principal Celestia is about to place the crown upon her head, a steaming mad Sunset Shimmer snatches it away from her and makes a run for it. The crowd is stunned. The Equestria Girls pursue Sunset Shimmer through the dance and out into the school....

39) INT. CANTERLOT HIGH – HALLWAYS – SOON AFTER

The girls pursue Sunset Shimmer through the halls of the school.

40) EXT. CANTERLOT HIGH – CONTINUOUS

Sunset Shimmer bursts through the front doors. She spots the sparkling Canterlot Colt and starts racing for it. She puts on the crown and leaps for the statue. She is inches away from it when suddenly Spike leaps up and grabs hold of her ankle. She hits the ground with a thud and the crown is knocked off her head. Twilight immediately races over and picks it up. The other girls soon join her in front of Sunset Shimmer. Rarity starts heaping praise on Spike for being “such a good puppy to stop the mean girl”.

Sunset Shimmer tells Twilight it doesn’t matter that Twilight has the crown in her possession. Sunset Shimmer won’t give up until she finds a way to make it hers.

Twilight tells her that she doesn't doubt she'll keep trying to take it. "But even if you were to get the crown, you'd never have the respect of your subjects. You'd never have true friends who would help you in times of trouble. You might wear this crown, but you'd never be a true Princess," she tells Sunset Shimmer defiantly. "Can't you see that?" she asks gently.

Sunset Shimmer hangs her head. Twilight's words have clearly connected with her. She nods "yes". "So what do I do now?" she asks Twilight. "Do you like it here? Is this where you want to stay?" Twilight asks Sunset Shimmer. "Yes," she answers. "Then I'd start by trying to become friends with the girls who live here," she tells Sunset Shimmer.

Sunset Shimmer looks up at the Equestria Girls with a pleading expression on her face. They share a look – why not? -- then move to help her to her feet. Sunset turns her attention to Fluttershy and apologizes for berating her about giving the crown to Principal Celestia. Fluttershy accepts her apology. She then apologizes to Pinkie Pie for destroying her decorations. "It's okay. The new ones are sooooo much better," Pinkie replies. The group is about to head into the gym, but Rarity doesn't move. "Aren't we forgetting someone?" Rarity asks pointedly. "I'm really sorry about that whole Spring Fling thing," Sunset Shimmer says sincerely. Rarity considers her apology for a moment before responding, "Old news, darling. There's always next year."

41) INT. GYM – SOON AFTER

Principal Celestia places the crown upon Twilight's head. As Twilight looks out at her smiling friends, including Sunset Shimmer, something amazing happens. A beam of light shines out of the Element of Harmony in her crown and everyone at the dance now appears to have real PONY EARS and TAILS. Fluttershy and Rainbow Dash also have WINGS and Rarity has her HORN! Twilight looks up to see that her own HORN has reappeared and that there are now WINGS sticking out of her gown.

As a winged Flash Sentry takes her hand for their first dance, Twilight asks if he can see what she sees. "A beautiful princess?" he asks. Clearly only Twilight is able to see the transformation that has occurred.

MUSIC UP as we begin a final triumphant **MUSICAL NUMBER**.

42) EXT. CANTERLOT HIGH – LATER THAT NIGHT

Twilight, wearing her crown, embraces her new friends as she prepares to head back to Equestria. "That crown really does suit you, Twilight," Spike tells her. "I'm starting to think so, too, Spike," she says with a confident smile.

43) INT. CRYSTAL CASTLE – LATER

Princess Celestia stands stoically as the Ponyville Ponies pace nervously in front of the mirror. Suddenly, Twilight and Spike, back in Pony and dragon form, step out of it.

Twilight is wearing her crown. The friends embrace and then quickly start asking a million questions. Spike is eager to tell Rarity that in this alternate universe there was a girl with purple hair who absolutely adored him. Twilight wants to tell them everything but she is absolutely exhausted from all the dancing. "Dancing?" they ask as they follow Twilight into...

44) INT. CRYSTAL PALACE – CONTINUOUS

Twilight accidentally runs smack dab into a Male Pegasus. Something about him is awfully familiar. He apologizes for bumping into her and continues down the hall. Twilight asks who he is and her jaw drops when she learns he is a new member of the Crystal Castle Guard, FLASH SENTRY. "Why? Do you know him?" Rarity asks. "Not exactly," Twilight answers as we... FADE OUT.

THE END