

Need to pickup Tara Strong
@ "Twilight Sparkle"

AS Recorded
July 21/14
@ DeR's.
(1-598)
(599-654)

AS Recorded
Aug 6/14
@ DeR's
(takes 1-100)

Distribution:

Production:
Devon Cody
Meghan McCarthy
Jayson Thiessen
Ishi Rudell
Lesley Crawford

The HUB:
Tegan Molloy
Allegra Newman
Linda Shima Tsuno
Wayne Winstead

Hasbro Studios:
Stephen Davis
Kathy Page
Michael Vogel
Brian Lenard
Gabriel Monje
Lauren Solomon
Finn Arnesen
Nina Scales

Hasbro Brand:
Donna Tobin
YuSun Hwang
Samantha Lomow
Gretchen Forrest
Marissa Mansolillo

MY LITTLE PONY EQUESTRIA GIRLS

"The Friendship Games"

Written by: Josh Haber

Approved Polish: June 25, 2014

Polish V3: June 20, 2014

Polish V2: June 3, 2014

Polish: May 19, 2014

Second Draft: April 28, 2014

First Draft: April 7, 2014

Outline: March 17, 2014

TEASER

FADE IN:

SC. 1 - INT. CANTERLOT HIGH - DUSK

An excited SUNSET SHIMMER races through the halls of Canterlot High. Finally she bursts through the front doors of the school and out into the...

SC. 2 - EXT. CANTERLOT HIGH - QUAD - SAME

Sunset rushes down the front steps and over to the base of the WONDER COLT STATUE where RAINBOW DASH stands with APPLEJACK and PINKIE PIE.

Sunset looks up at Dash as RARITY and FLUTTERSHY run up.

135 136 137 138
1 SUNSET

I got your text, Rainbow Dash. Did something come through the portal? Is Equestrian magic on the loose? Did Twilight come back with a problem that only we can solve?

2 PINKIE PIE

Has a giant cake monster covered all the cakes in the world in cake?

3 RAINBOW DASH

Um... Not exactly.

Off Pinkie's disappointment, Dash holds up her guitar. One of the strings is broken.

4 SUNSET

I don't understand.

5 APPLEJACK

I was just telling Rainbow Dash here, that a broken guitar string doesn't really qualify as an emergency.

6 RAINBOW DASH

It totally does!

7 RARITY

Really, Rainbow Dash, I was in the middle of sewing a very complex stitch in my latest design.

143 AB - A outtake
171 - keeper

134 138 8 FLUTTERSHY
And I was just about to tuck everyone in for the night at the shelter. Now we'll have to start stories all over again.

136 9 SUNSET
Why would you send all of us an emergency text for a guitar string?

Dash points to APPLE BLOOM, SWEETIE BELLE, and SCOOTALOO who sit on the school steps.

138 10 RAINBOW DASH
I was going to Pony up and show our fans some awesome guitar licks, but I kinda need all six strings to do it. Got any extra?

139 11 SUNSET
Sunset digs through her backpack and hands Dash a set of strings.

139 140 141 11 SUNSET
Here But everyone finished practicing for the day. I'm pretty sure all of the music rooms are locked.

138 12 RAINBOW DASH
No problem. The acoustics in the hallway are perfect for power chords.

Dash strums her guitar and the

Sunset stays behind. She sits down on the steps and takes out some school work.

ANGLE ON - A bus rolling up to the bus stop in front of the school.

CLOSE ON - The bus doors slide open and a FIGURE in a hoodie steps out.

The bus pulls away as the hooded Figure reaches into it's pocket and takes out a DEVICE that looks like a cross between a compass and a Geiger counter.

The Figure looks down at the dial of the device where a needle spins wildly as it makes GEIGER COUNTER-TYPE SOUNDS. Finally the sounds peak and the needle points right at the Wonder Colt Statue, aka the PORTAL TO EQUESTRIA.

On the other side of the Statue, Sunset pulls CELESTIA'S BOOK out of her bag. She opens the book and starts to write.

146 147 13 148 SUNSET 154 155 156
 (to herself)
 Dear Princess Twilight... Just once
 I wish one of Rainbow Dash's
 emergencies was an actual
 emergency... Well, maybe not an
 "emergency," but a little magical
 adventure wouldn't be so bad. 157

Sunset looks up and notices the hooded Figure making its way around the statue, checking its device as it goes. The PORTAL starts to GLOW faintly as the Figure gets close to it and

14 153 SUNSET (CONT'D)
 Hey!

The Figure looks up with a start.

15 SUNSET (CONT'D)
 What are you doing?

The Figure holds the device up to Sunset for a second and its readings go crazy! Quickly the figure shoves the device into its pocket and takes off running.

16 SUNSET (CONT'D)
 WAIT! STOP!

Sunset takes off after the hooded Figure as the others all pop their heads out the front doors of the school.

The others look up to see Sunset chasing after the Hooded Figure.

17 148 APPLEJACK
 Come on, y'all!

The others join the pursuit.

ANGLE ON - The Figure makes it to the curb and crosses the street just as another bus pulls up.

Sunset reaches the curb and starts to cross, but has to turn back as A CAR DRIVES PAST HONKING ITS HORN.

The others catch up to Sunset as the bus pulls away to reveal the hooded Figure is gone.

They all look up as the bus drives off to see the hooded Figure looking out at them from the rear window.

146 147 148 PINKIE PIE 149 150 151 152
 Wow, for a hoodie-wearing mystery
 person, they sure were fast.
 Who was it?
 148
 151 SUNSET
 I don't know, Pinkie. I don't know.

SC. 3 - INT./EXT. BUS - SAME

As the bus continues down the road, the Hooded Figure turns away from the window and removes her hood. Even though she's wearing glasses there's no mistaking-- TWILIGHT SPARKLE!

MUSIC UP as the bus heads into the CITY and we...

END TEASER.

MAIN TITLES

In a stylized MONTAGE we follow the bus as it makes its way through a grid of city streets, stopping in front of the ivy-covered stone walls and iron gates of another school. A sign reads: CRYSTAL PREP ACADEMY.

Twilight gets off and walks through the gates. We follow her into her science lab at Crystal Prep where she pulls out her device.

Still in stylized montage mode, we watch as Twilight plugs the device into a bank of computer equipment. Status lights FLASH and hard drives WHIR as the device starts to GLOW.

Twilight analyzes computer printouts as the GLOW from her device travels along a system of wires and cables to a small table in the middle of the lab.

Under a glass dome a NEW SMALLER DEVICE sits on the table. The glow from the first device coalesces over the new device into a small BALL OF ENERGY.

The new device snaps open like a pocket watch and sucks the ball of energy inside as Twilight checks things off on a clipboard.

Satisfied, she powers her equipment down and removes the new device. She holds it up then turns to her "Beautiful Mind" bulletin board from the "Rainbow Rocks" post-credit tag.

We PAN UP from the board to the EQUESTRIA GIRLS: THE FRIENDSHIP GAMES title card and...

END TITLES as we DISSOLVE TO:

ACT 1

SC. 4 - INT. CANTERLOT HIGH - LIBRARY - DAY

Sunset and the others wander through the CHS [REDACTED] as other

158 159 20 SUNSET 169 Att singular.
They were definitely doing something to the statue, or were going to.

21 FLUTTERSHY 172 173 174 Att singular.
Do you think they came through the portal from Equestria?

22 SUNSET
No, I'm pretty sure I would have noticed that. I think they were from over here.

23 APPLEJACK
Well, that's a relief. The last thing we need is another magical so-and-so bent on world domination coming over from Equestria.

158 24 RARITY
Agreed. I have no interest in another fight against the powers of evil magic. The wear and tear on my wardrobe is just too much to keep up with.

25 SUNSET
(excited)
Still, a mysterious figure snooping around the portal? Don't you want to know what they were up to?

26 FLUTTERSHY
I don't even want to guess.

27 166 167 RAINBOW DASH
Well, you don't have to because I've totally figured out who they it was.
were

Dash leads them to a section with sports books.

159 (159) 8 PINKIE PIE
 A nighttime statue cleaner? A
 magical portal maintenance
 maintainer? Oooh! A gardener?

160 29 RAINBOW DASH
 Seeing as how they got off of a bus
 from the city and got back on a bus
 headed to the city, I'll bet they
 go to...

Everyone except Sunset finishes Dash's sentence in a

30 ALL
 Crystal Prep.

31 RAINBOW DASH
 Yep. With the Friendship Games
 starting tomorrow, they'd totally
 try to prank us by defacing the
 Wonder Colt statue.

32 SUNSET
 Why would anyone take a bus all the
 way from the city for that?

33 APPLEJACK
 Because the Shadow Bolts are our
 biggest rivals.

34 RARITY
 Because that's just what the
 students at Crystal Prep would do.

Dash leafs through a big book of school records. On page
 after page students in SHADOW BOLT logos hold giant trophies,
 next to empty-handed, dejected looking CHS students.

35 RAINBOW DASH
 Because even though they beat us in
 everything. Soccer, tennis, golf...

Pinkie Pie pulls books, newspapers, graphs and charts out of
 nowhere.

36 PINKIE PIE
 And grades and test scores and
 plays and bake sales and pep
 rallies and dances and science
 fairs...

37 RAINBOW DASH
 ...they still have to gloat!

Dash flips to an old front page from the school paper with a picture of the WONDER COLT STATUE dressed up like a CLOWN: wig, giant red nose, multi-colored clown suit, etc.

[REDACTED]

158 162
38 SUNSET
Seems kind of silly to me.

The other girls all look at her.

C 16
39 ALL
SILLY?

40 RAINBOW DASH
So, I guess you think the
Friendship Games are silly too?

41 SUNSET
Well, it's not like we'll be
fighting the powers of evil magic.

42 FLUTTERSHY
No. We'll be fighting against a
school full of meanies. Not
everything has to be magical to be
important.

43 SUNSET
You're right. I'm sorry. I know
it's a big deal.

158 44 RARITY
That's putting it mildly, darling.
They're still re-vamping the
playing field in preparation.

164 165
45 SUNSET
I just don't understand why there's
this big rivalry. Aren't the
"Friendship Games" supposed to be
about our two schools getting
along?

Applejack points to the Wonder Colt clown picture.

162
46 APPLEJACK
It's kinda hard to get along with
someone who beats you at
everything.

47 RAINBOW DASH
Well, not any more. This time
things are gonna be different.

↓ ↓

158 (162) 48 SUNSET
What do you mean?

49 RAINBOW DASH
Oh, you'll find out.

Dash gives a sly smile as the school PA system rings out.

50 (163) LUNA (O.S.)
(over the PA)

Good morning students. Today's assembly will start in five minutes... And you don't want to miss it.

Rainbow Dash beams as the

SC. 5 - INT. CANTERLOT HIGH - GYMNASIUM - DAY

PRINCIPAL CELESTIA and Vice Principal LUNA stand at a microphone on a small stage facing the entire student body seated in the stands.

177 (178) 51 CELESTIA
As I am sure you all know, tomorrow Canterlot High School will be hosting our fellow students from Crystal Prep Academy...

52 CELESTIA (CONT'D)
...as we join together in the spirit of excellence, sportsmanship and fidelity to compete in the Friendship Games.

53 CELESTIA (CONT'D)
Now, since the Games only happen every four years, I'm sure you're all curious what goes on...

FLASH SENTRY sits near the front.

60 (180) 180 (181) FLASH
(dejected)
You mean other than us losing?

Celestia gives him a look.

177b 178
55 CELESTIA
...and that is exactly why I've
asked Rainbow Dash to come up and
give you all a little... context.

230 ABC 231
55a
Dash walks up to the microphone and

56 RAINBOW DASH 182 183 OT.
Thanks, Principal Celestia. I know
a lot of you might think there's no
way we can beat a fancy school like
Crystal Prep at anything.

ANGLE ON - Pinkie and the others in the stands,

178
57 PINKIE PIE
Unless it's a losing-to Crystal-
Prep competition, because we are
really good at that!

58 RAINBOW DASH 182
And I know that CHS has never won
the Friendship Games even once.

178
59 RARITY
Oh dear, I hope this speech isn't
meant to be motivational.

BACK to Dash.

60 179 RAINBOW DASH
Crystal Prep's students are super
athletic, super smart, and super
motivated, but there's one thing
they aren't... They aren't Wonder
Colts!

617 618 619
234 ABC 60a
From either side of the gym, members of the SCHOOL BAND walk
in playing their instruments.

In the vein of a college fight song Dash sings...

61

The students CLAP as the band continues to play.

ANGLE ON - DJ PON-3 as she pulls a small mixer out of her backpack, takes a cable from under her seat, and plugs in.

MUSIC UP as DJ Pon-3's beats play through the GYM speakers and combine with the school band into a *fight song pop remix*.

62

ANGLE ON - PHOTO FINISH taking pictures as the band members head into the stands and hand out Wonder Colts ears and tails as they continue playing.

63

Dash steps off of the stage as the crowd starts to sing along.

64

As the song reaches a climax, Dash "PONYS UP":

- Her ears appear.
- Her hair grows into a long ponytail.
- Her wings sprout from her back and she flies up.

ANGLE ON - Sunset and the others looking up at Dash, surprised.

As Dash flies into the air, the MUSIC STOPS as the entire student body claps, rhythmically chanting the last chorus:

66

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]
[REDACTED]

[REDACTED], the rest of the Equestria Girls rush the stage and congratulate Dash.

185

67 FLUTTERSHY

That was amazing. Even I feel like we can win.

68 RARITY

I have to admit my school pride is at an all time high.

69 APPLEJACK

Is anybody else wondering how Dash Ponyed-Up without playing her guitar?

184

70 RAINBOW DASH

I know, right!? It's probably because I'm so awesome!

71 SUNSET

I don't know about that. I've been trying to figure out how to use magic over here like in Equestria, but there's just no logic to it.

196 197 198 199

72 LUNA (O.S.)

Well, it would be nice if you could get a handle on it.

They all turn to see Vice Principal Luna.

233ABC
620AB
66H
235ABC
66B
236AB
237AB
66C
mini 6.

184 185
73 LUNA (CONT'D)
We'd like to keep magic as far away
from The Friendship Games as
possible. We don't want to be
accused of cheating.

74 RARITY 194 195 07
We don't need magic to defeat those
hoity-toity Crystal Prepsters!

6 6 186 AB
75 ALL
Totally! Yeah! Etc.

Luna looks to Sunset.

76 LUNA
Just see what you can do.

With that, Luna walks off. Dash turns to the group.

6 77 RAINBOW DASH
Okay, anybody have any guesses what
the events are going to be?

78 PINKIE PIE
Pie eating? Cake eating?
(gasp)
Pie-cake eating!?

6 79 APPLEJACK
They won't even let us see what
they're doing to the field. You'd
think they'd at least tell
competitors what they're competing
in

80 FLUTTERSHY
It could be anything.

81 RARITY 193
Anything? How will I ever pick the
right outfit?

As the girls all excitedly talk at once, Sunset starts to
back away.

82 SUNSET 187 191 192
I really want to help, but I kinda
have to get going. I'm supposed to
meet a friend.

The girls all stop and stare at her.

184 186 187
 So, um. \$ bye. SUNSET (CONT'D)

With that, Sunset exits. The girls all stare after her.
 Finally, Pinkie [REDACTED].

84 \$ PINKIE PIE 188 189 190
 When did she get another friend?

END ACT 1

ACT 2

SC. 6 - EXT. CRYSTAL PREP ACADEMY - ESTABLISHING

The same ivy-covered walls and iron gates we saw in the opening titles. We hear a class BELL RING.

2 85 TWILIGHT (O.S.)
 Excuse me!

SC. 7 - INT. CRYSTAL PREP ACADEMY - HALLS - DAY

TWILIGHT SPARKLE, rushes through the halls and study rooms of Crystal Prep Academy, interrupting study groups and brushing past other students--all of whom sport a sedate CPA uniform.

5ABC 86 TWILIGHT
 Sorry!

2 87 TWILIGHT (CONT'D)
 Pardon me!

It's Twilight, but different, even beyond the glasses, plaid skirt and CPA crest on her shirt pocket, she's uncomfortable, less sure of herself, and her urgency seems more about wanting to get away from the crowd than anything else.

SC. 8 - INT. CRYSTAL PREP ACADEMY - TWILIGHT'S ROOM - DAY

Twilight bursts through the door to her room, [REDACTED] She leans against the door and exhales, finally able to relax.

88 TWILIGHT
 Spike! Spii-ike!

321
[Handwritten: 59A]
[Redacted] and
hops onto the desk where Twilight sits, opening her laptop.

322 323
[Handwritten: 59A]
89 TWILIGHT (CONT'D)
There you are!

90 TWILIGHT (CONT'D)
Okay, okay.

Twilight reaches into a drawer and pulls out her laptop. She takes out the new DEVICE we saw in the Teaser and Opening Credits. She plugs it into her computer and watches, excited as a stream of data whizzes across the screen.

324 325 326 327
[Handwritten: 91A]
91 TWILIGHT (CONT'D)
Last night's field test confirmed it, Spike. With this device I can track and contain the bizarre energy coming from Canterlot High.

92 TWILIGHT (CONT'D)
I know you didn't like me going over there, but I just couldn't wait. And soon, I'll have all the time I need.

She closes the computer and lays down on her bed.

93 TWILIGHT (CONT'D)
All of Crystal Prep is going to be there for the Friendship Games. I just hope all that rivalry nonsense doesn't get in the way of my research.

She reaches under her bed and pulls out a thick file of scientific looking papers.

94 TWILIGHT (CONT'D)
If I can collect enough data on these EM frequencies, I should be able to extrapolate the waveforms and determine their origin. That would practically guarantee my scholarship to Everton Institute of Technology.

Spike looks up at her and tilts his head.

Suddenly, there's a knock at the door. Twilight quickly shuffles her papers together and shoves them under the bed.

Twilight opens the door to find DEAN CADENCE. Cadence looks in at Spike and shakes her head.

200 201 202
95 CADENCE
Twilight, you know the rules
against pets.

96 TWILIGHT
Spike isn't a pet, Dean Cadence.
He's the focus of my research
project, "Human/Canine
Cohabitation, Effects and
Implications."

and enters the room.

200 201 202
97 CADENCE
If you say so... But Principal
Cinch is highly allergic so I
suggest you put on a clean ~~shirt~~ uniform.

Cadence plucks some dog hair off of Twilight's shoulder.

98 TWILIGHT
Why?

200 201 202
99 CADENCE
Because she wants to see you. Get
changed and meet me in her office.

With that, Cadence exits. Twilight turns to Spike.

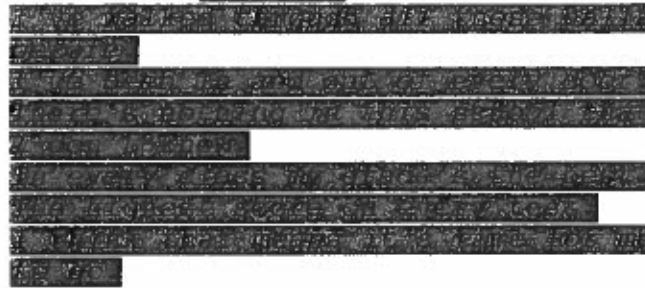
100 TWILIGHT
Maybe she has news about my
scholarship! It's never too early
to get started on the rest of your
life, Spike, and it's not like I
have anything left to learn at
Crystal Prep...

Off of another Spike head tilt... MUSIC UP.

SC. 9 - INT. CRYSTAL PREP ACADEMY - HALLS - SAME

Twilight walks through the halls on her way to the Principal's office. The other CPA students regard Twilight suspiciously. Off their looks, Twilight starts to sing...

101



As she walks we see more of Crystal Prep:

- A high-tech science lab where students build robots.
- A classroom where students solve massive equations.
- A gym where two fencing students spar.
- A courtyard where kids practice archery with Olympic-style bows--and all shoot perfect bullseyes.

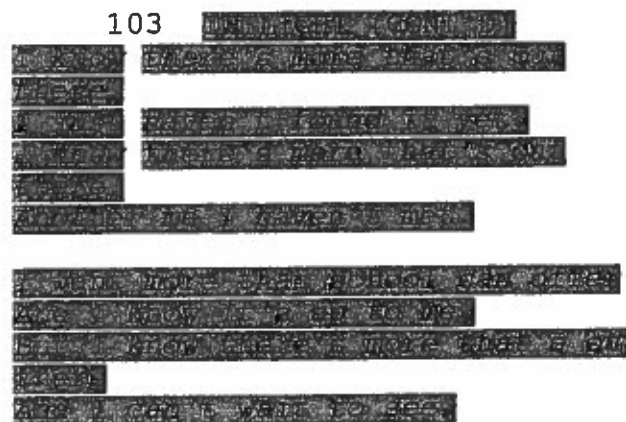
Unimpressed, Twilight continues to sing...

102



As Twilight crosses the courtyard, clouds rolling by overhead.

103



On the other side of the courtyard, Twilight disappears back into the school as we...

MATCHCUT TO:

SC. 10 - EXT. CANTERLOT HIGH - DAY

Sunset walks out of the school, waving to familiar faces as she sings her part of this Duet...

104

[REDACTED]

Sunset spins around the Wonder Colt statue and we CUT TO a series of shots of her walking through town...

- The CMC's run past A FEW COUPLES sitting at a cafe.
- TRIXIE does a street magic show for a bored DIAMOND TIARA and SILVER SPOON.
- SNIPS and SNAILS do a horrible B-Boy dance routine.

Sunset avoids them, quickly ducking down an alley as she continues to sing...

105

[REDACTED]

Sunset exits the alley to a broad street.

106

[REDACTED]

Sunset looks up at the clouds--the same clouds that Twilight sees as we...

INTERCUT:

Twilight climbs a staircase looking at the clouds out the windows.

107

Sunset walks down the street, the sky and clouds stretching out in front of her.

108

109

110

SPLIT SCREEN:

Cadence waits for Twilight at the Principal's office at the top of the stairs as Sunset walks up to the front doors of Sugarcube Corner and they both sing...

111

Cadence opens the door and waves Twilight through just as Sunset walks through the front doors of the cafe.

MUSIC OUT.

SC. 11 INT. SUGARCUBE CORNER - DAY

Sunset pushes through the doors [REDACTED]
[REDACTED] Sunset politely waves and
smiles back, but as she scans the crowd her expression drops.

112 TWILIGHT (O.S.)
Sunset?

Sunset spins around to see the TWILIGHT SPARKLE we all know
and love. Relieved, Sunset eagerly sits across from her.

113 TWILIGHT (CONT'D)
Why did you want to meet? Is
something wrong?

114 SUNSET
I don't know. Maybe, I guess. It's
just... There's this big
competition coming up at school and
everyone's looking forward to it so
I am too, I guess. It's just kind
of ordinary and not very.

115 TWILIGHT
Magical?

Sunset nods.

116 SUNSET
After studying magic in Equestria
and traveling to a different
dimension and making friends and
defeating evil, I kinda need more
than intermural sports.

117 TWILIGHT
Have you talked to the others about
it?

118 SUNSET
Sort of, but I don't want them to
think I don't support them, or want
CHS to win. It just makes me wonder
if there's more for me back home.

119 TWILIGHT
In Equestria?

206ABC (207)
119A

10 11 12
120 TWILIGHT (CONT'D)

Well, there's definitely more magic there, but there's magic here now too.

203 204 121 SUNSET

Yeah, but I don't understand it and even if I did, Vice-Principal Luna wants me to keep it away from the competition as much as possible.

Twilight nods.

10 11 12
122 TWILIGHT

Well, it's up to you. As long as the portal is open you can come back to Equestria whenever you want.

(she smiles)

Even if it's just to visit a friend.

Sunset smiles back as the WAITRESS comes by with the check. Twilight pulls out a couple of BITS and the Waitress raises an eyebrow.

203 204 123 SUNSET

I've got it.

She pulls out some cash and hands it to the Waitress. Twilight looks at her embarrassed.

124 SUNSET (CONT'D)

You can pay me back when I come see you.

Sunset and Twilight exchange smiles.

SC. 12 - INT. CRYSTAL PREP - CINCH'S OFFICE - DAY

The other Twilight walks through a doorway into a dark, wood-paneled office. She sits in a high-backed chair in front of a large wooden desk.

Cadence stands in the back and they wait. A CLOCK on the mantle TICKS loudly and as it CHIMES the hour, the door that Twilight came through opens and SHINING ARMOR walks through.

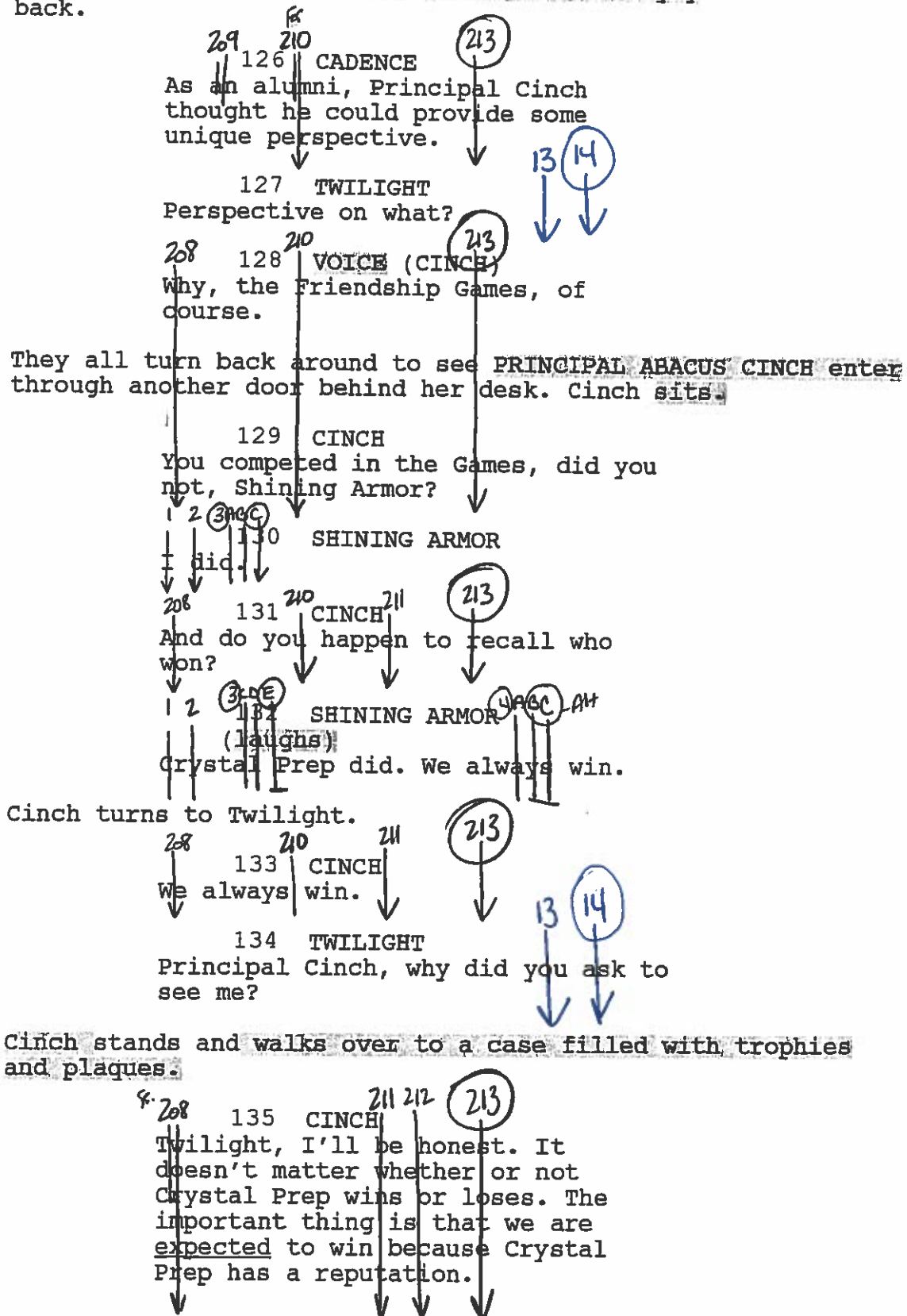
13 14
125 TWILIGHT

Shining Armor?

(to Cadence)

Why is my brother here?

Cadence turns to Shining Armor and smiles shyly. He smiles back.



Cinch walks over to the window and looks out at the courtyard.

208 21 212 136 CINCH (CONT'D) 213
And it is that reputation, my
reputation, that is responsible for
everything we have here. For
everything you've done here. And
you've done quite a lot, haven't
you?

137 TWILIGHT
I don't know. I guess.

208 138 212 CINCH 213 214 215 216
Oh, don't be modest. You're the
best student this school has ever
seen. But what I can't understand
is why my best student wouldn't
want to compete.

139 TWILIGHT
In the Friendship Games?

5A0 6A0 7 8 9 140 SHINING ARMOR
Look, Twily, I know it's not really
your thing, but representing the
school is kind of a big deal. Plus
they could really use your help.

208 141 212 CINCH 216 217
It seems Canterlot High is
undergoing something of a
Renaissance. Test scores are up,
grades, even athletics are on the
rise. You see, they are developing
something of a reputation.

Cinch leans in to Twilight.

142 CINCH (CONT'D)
This. Cannot. Happen.

143 TWILIGHT
Principal Cinch, I can't possibly
participate in the Games, my work
is--

208 144 212 CINCH
(interrupting her)
Ah, yes. Your work.

Cinch sits back down across from Twilight.

208 212 145 217 CINCH (CONT'D) 218 221 222 223 224
 Cadence, could you and Shining
 Armor find my contact sheet for the
 Everton Institute of Technology?

146 CADENCE
 Of course.

As Cadence turns to leave, Shining Armor awkwardly goes out
 of his way to open the door for her.

As the two of them exit, Cinch leans across the desk toward
 Twilight,

147 CINCH
 I understand you've applied for a
 scholarship. You see, one of the
 advantages of having a reputation
 is a certain amount of influence in
 such things.

Cinch leans back into her chair.

148 CINCH (CONT'D)
 So let me offer you a deal. In
 return for contributing your agile
 mind to these Games, I will use my
 influence to guarantee your
 application is approved. Though I
 suppose I could also have it
 denied.

(beat)
 What do you think I should do?

Off Twilight's overwhelmed expression we...

END ACT 2

ACT 3

SC. 13 - INT. CRYSTAL PREP ACADEMY - TWILIGHT'S ROOM - DAY

Twilight packs a sweater into a small suitcase.

149 TWILIGHT
 Come on Spike! I was always going
 to go to Canterlot High for the
 Friendship Games, the only
 difference now is that I have to
 compete.

Twilight secures the sweater and places it back in the suitcase.

17 18 19
150 TWILIGHT (CONT'D)
Besides, it's not like Principal Cinch gave me much of a choice.

151 TWILIGHT (CONT'D)
I know. I don't like it either. I probably won't be able to collect anywhere near as much data as I thought.

Twilight picks up her device and sighs. Then she has an idea.

152 TWILIGHT (CONT'D)
But maybe I can still get some...

She takes one of her necklaces, attaches the device to it, then puts it on like a large pendant.

153 TWILIGHT (CONT'D)
Spike, I wouldn't leave without you! Just remember to be quiet. And try not to shed.

Twilight opens her backpack and Spike hops in. She zips him up inside.

SC. 14 - EXT. CRYSTAL PREP ACADEMY - DAY

Students file into two busses parked in front of the school. A long line stretches from the larger school bus.

Cadence stands by the smaller, sleeker tour bus checking a smaller line of kids off on a clipboard.

Twilight walks out of the front gates and looks at the two busses. Unsure which to board, Twilight walks up to Cadence.

154 TWILIGHT
Dean Cadence? I'm not really sure where to go.

The two girls at the head of the line look Twilight up and down. One of them, ~~Applejack~~, whose neat hair is held back by a single pea-pod shaped clip, ~~Applejack~~

10 11 155 PEA CUES ~~SOUR SWEET~~
 You could try the end of the line.

Twilight turns to her.

156 TWILIGHT
 What did you say?

10 11 157 PEA CUES
 (suddenly sweet)
 Just that someone as smart as you
 should definitely go first. Right,
 Fair Tee?

She turns to the other girl, FAIR TEE, her short bob accented
 with a pair of hair clips that look like scales.

158 FAIR TEE
 (cutt)
 Absolutely, Pea Cues. On the other
 hand, you could try waiting in line
 like everyone else.

159 TWILIGHT
 I... I didn't mean to... I was just
 asking...

10 11 160 CADENCE
 This is the right bus, Twilight. Go
 ahead.

161 TWILIGHT
 But... I didn't mean to cut in
 front.

Twilight looks at Fair Tee and Pea Cues, both looking back
 with forced smiles.

10 11 162 PEA CUES
 (under her breath)
 Well, it's too late now.

Twilight looks from the two girls to Cadence, who gestures
 toward the bus. Twilight shuffles up the steps.

SC. 15 - INT./EXT. BUS - CONTINUOUS

Twilight steps onto the bus and is immediately accosted by a
 girl with flaming orange hair and freckles, LIGHTNING DUST.

163 ~~LIGHTNING DUST~~ INDIGO ZAP
Are we gonna win?

164 TWILIGHT
I... I don't know.

165 ~~LIGHTNING DUST~~ INDIGO ZAP
Wrong answer! Try again. Are we gonna win?

166 TWILIGHT
Um... I guess? I'm sorry, Lightning Dust, it's just...

Twilight looks out at the buss full of kids staring up at her as she continues to stammer.

167 TWILIGHT (CONT'D)
I mean, I heard that CHS is doing well now... With their reputation... And, I mean, it's not better than ours, of course, but we can't let them do it. You know? Win. I mean. Right?

The bus full of kids all look up at her like she's a lunatic. Finally the BUS DRIVER leans over.

168 BUS DRIVER
You're gonna have to take a seat.

Twilight makes her way down the aisle, but the open seats are quickly "occupied" as students scoot over, put their backpacks down, etc.

Finally, she finds a seat next to a girl with wild yellow hair, LEMON TART, who's listening to music through her earbuds.

Another girl across the aisle, SUGARCOAT, looks over. She wears glasses that are even nerdier than Twilight's. Twilight smiles at her.

169 TWILIGHT
Hi Sugarcoat.

Sugarcoat smiles back oddly, then talks in a ~~flat monotone~~.

170 ~~SUGARCOAT~~ (no inflection)
That was a really bad speech. You should consider not speaking in public.

Sugarcoat smiles again oddly, then turns away. Twilight looks down, dejected. She sees her backpack and brightens.

She lifts the bag onto her lap and unzips it just enough to see Spike, lowering her voice as she talks.

171 TWILIGHT
Well, Spike, at least I've got you with me.

332
171A Spike nuzzles her hand, then looks over at Lemon Tart, who's starts head banging to her music. [REDACTED] Twilight taps Lemon Tart on the shoulder.

172 TWILIGHT (CONT'D)
Um, Lemon Tart? Are you all right?

Lemon Tart pulls one of her earbuds out, still shaking her head to the beat.

27ABC 28ABC 29ABC 30ABC 31ABCDEF 32ABC 33ABC
173 LEMON TART
Dude, ~~oh my gosh~~, you have got to hear this!

With that, she sticks the earbud into Twilight's ear. Twilight's eyes practically bug out as she listens, surprised by Lemon Tart's CRAZY PUNK MUSIC as the bus drives off.

SC. 16 - INT. CANTERLOT - MUSIC ROOM - DAY

All PONY-ED UP, Sunset and the Equestria Girls finish playing the last few chords of a song. Dash holds the last note.

367 368 369
174 RAINBOW DASH
I hope the Friendship Games have a music competition, because we would totally rock it!

Dash gives a final POWER CHORD STRUM, finishing the song. As the music fades, so does the girls' pony magic.

175 SUNSET
Um... we're supposed to keep magic out of the Friendship Games, remember?

176 RARITY
Easier said the done, darling. I'm sure in Equestria magic does whatever you want, but...

177 SUNSET
...this isn't Equestria.

Sunset looks down at the floor.

367 178 APPLEJACK
Well, when it comes to magic, I'm
sure you'll figure it out. Even if
it's how to turn it off.

179 ALL
Yeah! Totally! Etc.

Sunset looks at her friends and smiles.

180 RARITY
And while Sunset works on keeping
magic out of the Games, I've been
working on what to put in!

Rarity suddenly pulls several racks of clothes out of
nowhere.

181 APPLEJACK
Rarity, what did you go and do?

182 RARITY
Well, I had a little time on my
[REDACTED] and since we don't know what
the Friendship Games' events are...

She holds up several outfits in each hand.

183 RARITY (CONT'D)
I made a few options for uniforms!

184 RAINBOW DASH
You really didn't have to do that.

185 RARITY
I know.

186 APPLEJACK
No, you really didn't have to.

187 RARITY
(excited)
I KNOW!

With that, Rarity grabs a rack of clothes and we start a
COSTUME CHANGE MONTAGE...

Interspersed with WIPES of Rarity and her racks of clothes,
we see the gang in various outfits:

- NBA-style basketball uniforms...

- Construction workers...
- World Cup-style soccer uniforms....
- Cowgirls...
- Supreme Court Justices...
- Baseball, complete with Pinkie in full catcher's attire.

Photo Finish sticks her head in and snaps a few shots of the various outfits before Applejack closes the door. The montage continues off of another RARITY WIPE to...

SC. 17 - EXT. CANTERLOT HIGH - CURB - DAY

Cinch, Principal Celestia and Vice Principal Luna walk toward the street as the busses from CPA pull up.

379 380 (381)
188 CELESTIA
Vice Principal Luna can help your students get settled if you'd like me to show you around. There have been quite a few changes since your last visit. *principle Cinch*

189 CINCH *(with forced politeness)*
Oh. Yes. I'm sure that would be fascinating. *principle Celestia*

382 383 384 385 386

Cinch and Celestia walk off as Luna approaches the first bus. Cadence steps off and she and Luna share a warm embrace.

379 380 (381)
190 LUNA
It's always a pleasure to see you, Dean Cadence. Even if it means another defeat.

274AB (175)
191 CADENCE
Thank you, Vice Principal Luna, but I hear it's not going to be so easy this time.

241
191A

Twilight gets off and looks around. Lightning Dust steps down and immediately gets in front of her.

34ABC 35 36 WD'CO ZAO
192 LIGHTNING DUST
Coming through!

193 TWILIGHT
Oh. Sorry.

Twilight takes a step back and bumps into Fair Tee and Pea Cues standing behind her.

37 38 194 Sunny Storm
FAIR TEE
seriously?

Twilight spins around.

195 TWILIGHT
Oh! I'm sorry. I didn't mean to...
Why don't you two go ahead.

37 38 196 Sour Sweet
PEA CUES
You are such a sweetie!
(then, softly) I am watching you.

Twilight stares after them confused. Lemon Tart steps down to the last step of the bus, turns around and does a perfect back flip, landing next to Twilight.

With that, she presses play on her music and head-bangs her way past Twilight. Sugarcoat follows, smiling oddly again as she too steps in front of Twilight.

37 38 197 SUGARCOAT
You're kind of being a doormat
right now.

Twilight looks up to find herself at the end of the line, frustrated. Suddenly her pendant device starts to BUZZ. She snaps it open to find the readings point toward the school.

Twilight looks around to see that everyone else is occupied and quickly slips off, following the directions of her device.

SC. 18 - EXT. CANTERLOT HIGH - QUAD - SAME

Twilight ducks around the Wonder Colt statue and checks her device again. The readings point to the front doors of the school.

Looking down at her device, Twilight heads toward the front steps and passes a couple of CHS students, LYRA and BONBON, who wave.

37 ABC
198 BONBON
Hi Twilight.

Focused on her device, Twilight misses the greeting and heads inside.

SC. 19 - INT. CANTERLOT HIGH - HALLWAY - SAME

Twilight follows the directions of her device through the halls. She passes another group of students, DERP and CECIL the Eco-kid among them.

199 CECIL
Hey Twilight!

This time she hears them and stops.

200 TWILIGHT
Wait. What?

She looks up and turns around, but the kids have already gone around a corner. Confused, Twilight turns back as a throng of kids walk around her, all of them smiling and waving warmly.

388 389 390 ABCDEF 391 ABCDEF
201 THRONG OF STUDENTS
Hi Twilight. S'up Twilight? What's going on Twilight? Etc.

202 TWILIGHT
(confused)
Um... Hi. Hi. Hello. Good. Ah...

Finally the crowd passes her by. Perplexed, Twilight watches as the last of them go, then turns and bumps right into--
FLASH SENTRY

276 277 278
203 FLASH
Twilight?

204 TWILIGHT
(hesitant)
Yes?

276 277 278
205 FLASH
I almost didn't recognize you. When did you start wearing glasses?

206 TWILIGHT
Um... Like, since forever.

Flash looks at her, ~~confused~~.

276 277 278
 207 FLASH
 Oh. So, how long are you here for?
 208 TWILIGHT
 Just for the Friendship Games.
 276 277 278 279 280 281 AB A1+
 209 FLASH
 Right. Of course. We'll totally win
 with you here.

Twilight looks at him like he's crazy. Her device BUZZES again. The readings point toward the stairs.

210 TWILIGHT
 Um... I've gotta go.

Twilight takes off toward the stairs. Flash looks after her,

276 277 278 279 280
 211 FLASH
 Ah... Okay. Bye?

SC. 20 - INT. CANTERLOT HIGH - MUSIC ROOM - SAME

Rarity continues to zip around the room holding up different uniforms, taking measurements, etc.

The gang are in various stages of disarray, wearing an odd collection of attire: Rainbow Dash dressed like an KEYSTONE COP, Fluttershy like a HOCKEY GOALIE, Applejack wearing JAI ALAI gear, etc.

392 394 395
 212 APPLEJACK
 Really, these outfits are great,
 but why would you put so much time
 and effort into clothes we might
 not even wear? You're gonna exhaust
 yourself before the Games even
 start.

396 397
 213 RARITY
 Oh, don't be silly darling.
 Putting effort into clothes is what
 I live for and spending time on my
 friends just fills me with energy!

With that, Rarity PONYS-UP, growing ears and her extra long ponytail. All the girls stare at her, surprised.

Sunset flips up the visor of her WELDER'S HELMET, shocked as her friend rises off of the ground.

392 (394) 14 SUNSET
(exasperated)
And magic too, I guess?

As the friends all gather around Rarity...

SC. 21 - INT. CANTERLOT HIGH - OUTSIDE MUSIC ROOM - SAME

Twilight's device leads her right up to the door of the music room.

She looks down at her device as it suddenly starts to GLOW-- the readings going wild. Trails of SHIMMERING PURPLE ENERGY start to flow through the door and into her device.

SC. 22 - INT. CANTERLOT HIGH - MUSIC ROOM - SAME

Inside, we see the streams of SHIMMERING PURPLE ENERGY are coming from Rarity.

Sunset notices the energy flowing off of Rarity as her Pony-Up fades and she drifts to the ground, [REDACTED]

215 [REDACTED]
Actually, Applejack, now that you mention it, I suppose I could use a tiny break.

As the last of the energy leaves her, Rarity lays right down on the ground, exhausted.

398
216 APPLEJACK
I told you.

Sunset watches the energy as it drifts through the closed door. She heads over and swings it open to reveal...

Twilight holding up her device. The girls all stare in shock.

6 6 6
217 ALL
Twilight?

Twilight stares back at them, more curious now than confused.

35 6 36
218 TWILIGHT
Yes?

The girls all quickly crowd around her.

394 398 399
219 APPLEJACK
Well, I'll be. You shoulda told us you were coming.

394 220 RARITY
Darling, those glasses... And what
are you wearing? It's so... severe.

Twilight looks down at her CPA uniform.

221 TWILIGHT
My uniform?

394 222 FLUTTERSHY
Your uniform for what?

223 TWILIGHT
For Crystal Prep, but why does
everyone at this school know who I
am?

Suddenly,

394 224 RARITY/FLUTTERSHY
Spike!

The two girls reach for Twilight's bag, but she spins away.

225 TWILIGHT
You know my dog's name too?

394 226 RAINBOW DASH
Did you just say Crystal Prep?

The girls all stare at each other for an awkward beat that's
immediately interrupted as Principal Celestia leads a bored
Principal Cinch into the room.

227 CELESTIA
...and our music program has
especially taken off.

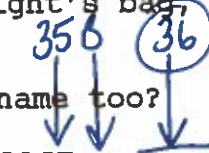
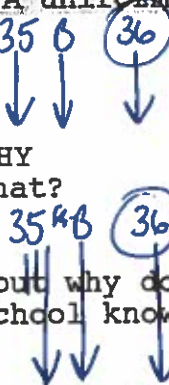
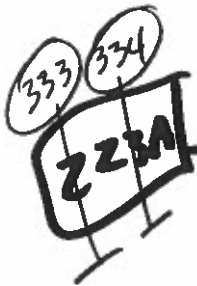
Celestia and Cinch stop short and look down at Twilight.

228 CELESTIA (CONT'D)
Twilight?

229 TWILIGHT
This is getting ridiculous.

Cinch steps forward quickly, putting a firm hand on
Twilight's shoulder.

394 230 CINCH
I must apologize for the curiosity
of my prize student.



394 231 ³⁹⁹ CELESTIA
Your student?

232 ^{402 403 404 405 406 407} CINCH
The smart ones are always curious.
I'll return her to check in with
rest of her classmates... If we're
done with our tour?

[REDACTED], looking from Cinch and Twilight to [REDACTED]

Twilight casts one more confused look at this odd group of girls before Cinch leads her away.

399 233 CELESTIA
I didn't know Twilight had a twin sister.

234 ^{400 401} PINKIE PIE
She doesn't! That Twilight is obviously the Twilight from this world since it couldn't possibly be the Twilight from the pony world since the Twilight from the pony world doesn't go to Crystal Prep or wear glasses!

235 APPLEJACK
Twilight said... Well, our Twilight said, there were ponies in her world like us, I guess it makes sense there'd be girls in our world like them.

Celestia looks from Pinkie to Applejack, then...

399 236 CELESTIA
You know what? Never mind.

With that, Celestia turns and walks out.

SC. 23 - EXT. CANTERLOT HIGH - DAY

Cinch leads Twilight out of the school and back toward the busses parked out front. Twilight holds up her pendant.

38 39 40 237 TWILIGHT
I'm sorry, Principal Cinch, I was just following these strange readings. Actually, they lead me to those girls and--

411 412 238 413 CINCH 414 416
 (cutting her off)
 Twilight, what you do in your free time is of little interest to me, but while you are here I--all of Crystal Prep, in fact, require your complete focus.
 239 TWILIGHT
 But why does everyone at this school seem to know me?
 Cinch stops and looks at her.
 411 412 240 413 CINCH 414 416
 Perhaps they are trying to confuse you. Perhaps they are trying to lure you away.
 241 TWILIGHT
 It didn't feel like anyone was trying to lure me.
 411 412 242 413 CINCH 414 415 416
 I don't know what they are playing at, but I can guarantee it isn't to help us win.

With that, Cinch leads Twilight up to Cadence, still checking in students on her clipboard. At the front of the line, Fair Tee, Pea Cues and the others stare at Twilight suspiciously.

Twilight sighs and heads to the back of the line, which now stretches from the sidewalk into the quad.

SC. 24 - INT. CANTERLOT HIGH - HALL - DAY

The gang makes their way through school discussing the new Twilight.

417 418 243 RARITY
 I can't believe our world's Twilight goes to Crystal Prep.
 244 RAINBOW DASH
 Let me get this straight. You're saying Twilight's gonna play against us? She'd never do that.
 245 FLUTTERSHY
 Our Twilight wouldn't.

417 246 ⁴¹⁸ SUNSET ⁴¹⁹
Our Twilight's a princess in
Equestria where magic doesn't
randomly pop up during pep rallies
and costume changes.

The girls all stop and look at her.

247 SUNSET (CONT'D)
I'm sorry. I know how important the
Games are to all of you, but the
magic over here is so frustrating.
It makes no sense!

248 RAINBOW DASH
Aw, you'll figure it out.

249 SUNSET
I'm not sure I want to.

250 APPLEJACK
What do you mean?

251 SUNSET
Well, I keep thinking that magic
should behave here the way it does
in Equestria, but maybe what I
really need to do is go back.

252 FLUTTERSHY
You mean leave us?

253 SUNSET
Of course I don't want to leave all
of my friends, but I don't want to
spend my whole life wanting things
to be different than they are.

The girls go quiet as Sunset's confession sinks in.

254 PINKIE PIE
Sounds to me like trying to control
magic for the Friendship Games is
stressing you out.

417 255 RARITY
Of course, darling. Vice-Principal
Luna only asked you to try your
best. I'm sure she never meant to
put any undo pressure on you.

256 APPLEJACK
That's right. Why don't you just
wait until after the Games.

(MORE)

411 419 APPLEJACK (CONT'D)
 Then we can all take a look at the
 magic over here together. If you
 still want to go back after that,
 we won't stand in your way.

Sunset looks at her friends' expectant faces.

420 257 SUNSET
 All right. I mean, I am already on
 the team. I wouldn't want to let
 anyone down.

421 ABCD 422 ABCDEF
 258 ALL
 Whew! Thank goodness! Etc.

Sunset smiles and they all head outside.

SC. 25 - EXT. CANTERLOT HIGH - FRONT STEPS - SAME

The girls stand on the steps and look out at the long line of
 students from Crystal Prep.

423 424 259 PINKIE PIE
 Wow. There's a lot of them.

423 260 RARITY
 All wearing that dreadful uniform.

261 SUNSET
 What's so dreadful about it?

432 262 RARITY 43
 They're all wearing it! Where's the
 personal expression?

424 263 FLUTTERSHY
 They look like an army. It's kind
 of intimidating.

264 APPLEJACK
 It's just another school, y'all.

Dash turns and heads back inside.

265 RAINBOW DASH
 Come on. Let's go see if we can
 find out anything else about the
 games and come up with a strategy.

The girls all turn to head inside, except Sunset who heads
 toward the Wonder Colt statue.

423 424
266 RAINBOW DASH (CONT'D)
You coming, Sunset?

267 SUNSET
Yeah. I'll be right there.

575
267A
Sunset walks up to the statue and puts her hand on the portal. It GLOWS slightly at her touch.

268 SUNSET (CONT'D)
Just checking.

ANGLE ON - Twilight, still waiting in line with the other Crystal Prep students.

The device around her neck starts BUZZING again. She looks down to see it's GLOWING (the same color as the portal) with the readings pointing right at the Wonder Colt statue.

Twilight takes a step toward the statue. She and Sunset stand on opposite sides of the statue, unaware of each other.

Suddenly, streams of SHIMMERING PURPLE ENERGY ripple outward from where Sunset touches the surface of the portal.

269 SUNSET (CONT'D)
What the...?

The streams of energy extend around the sides of the statue and flow toward Twilight.

The moment they make contact with her device, the PURPLE GLOW starts to intensify. Twilight tries to pull her device away, but it's caught in the pull of energy.

270 TWILIGHT
What's going on?

On her side of the statue, Sunset tries to pull her hand from the portal, but it's caught.

423 424
271 SUNSET
(struggling)
Hey! Let... Go!

576 577 578 579 580
271A
431 432
271B
Sunset hops up and looks around the side of the statue to see Twilight climbing to her feet.

423 424
272 SUNSET (CONT'D)
What did you do?

Twilight looks down at her device, but before she can answer, Cadence appears at her side.

282 ABC 283 AB
273 CADENCE
Twilight, you have to check in with the others.

Cadence puts a hand on Twilight's shoulder and leads her back to the CPA students.

Suspicious, Sunset watches them go then walks back to the portal. She puts a hand on it but nothing happens.

423 424 425
274 SUNSET 426 427 429 430
Where's the portal? WHERE'S THE PORTAL!?

END ACT 3

ACT 4

SC. 26 - INT. CANTERLOT HIGH - GYMNASIUM - ESTABLISHING - NIGHT

The gym has been decked out to host a reception for the students of Crystal Prep to mingle with the students of CHS.

Unfortunately, the students from the two schools stand on opposite sides of the gym sizing each other up. The tension in the air is palpable.

SC. 27 - INT. CANTERLOT HIGH - GYMNASIUM - FLOOR - SAME

Sunset stands on the CHS side of the room with the others gathered around her.

434 435
275 APPLEJACK
What do you mean the portal's gone?

276 SUNSET
I mean it's gone! It's closed! It's not there anymore!

277 RAINBOW DASH
How'd that happen?

434/435 278 SUNSET

I don't know, but it definitely had something to do with her.

Sunset points across the room at Twilight and the Crystal Prep crowd. Twilight sweeps her pendant device over the room like a tricorder.

279 APPLEJACK

What in tarnation is she doing?

Twilight walks backwards as she scans and a [REDACTED]. Our girls watch as Twilight apologizes to her irate classmate.

Indigo Zap

280 SUNSET

Well, there's only one way to find out. *leave this to me.*

With that, Sunset marches up to Twilight, who's too busy looking at her device to notice. The other CPA students gather behind Twilight as the CHS girls approach.

281 SUNSET (CONT'D)

(to Twilight)

What are you doing?

Twilight spins around, startled.

282 TWILIGHT

Me? What? Oh. I'm just--

Lightning Dust steps in front of Twilight before she can continue.

47ABC 48ABC Indigo Zap.

283 LIGHTNING DUST

Who wants to know?

B. 434/435 284 RAINBOW DASH

Um... We do.

Rainbow Dash takes a step forward, but Applejack puts a hand on her shoulder.

434/435 436

285 APPLEJACK

All right, everyone. Let's not get too competitive before the Games even start.

Sugarcoat still talks like a nerdy robot, just stating facts.

52ABC 53ABC 54ABC 55ABC 56ABC 57ABC 58ABCDE 59ABC 60ABC 61E 286 SUGARCOAT

The Games aren't really competitive since we've never lost.

298 TWILIGHT

Yeah, though it doesn't look like much of a party to me.

434 437 299 PINKIE PIE

I know. Something is definitely missing. Come on!

With that, Pinkie grabs Twilight and leads her toward the bleachers. The others stop arguing as Principal Celestia climbs a small stage and addresses the crowd.

300 CELESTIA

Hello everyone. I'd like to take this opportunity to greet all of our visitors from Crystal Prep Academy and welcome them to CHS...

There's a small smattering of applause while...

SC. 28 - INT. GYMNASIUM - UNDER THE BLEACHERS - SAME

Pinkie and Twilight drag two large boxes out from under the bleachers.

301 TWILIGHT

(straining)

What... in the world... is in these?

The two of them finally drag the boxes clear of the seats. Pinkie opens them to reveal Pinkie's PARTY CANNONS.

434 437 302 PINKIE PIE

Party cannons, of course!

Off Twilight's shock...

SC. 29 - INT. GYMNASIUM - FLOOR - SAME

Celestia finishes her speech...

303 CELESTIA

...and lastly I would like to recognize the twelve students that CHS has elected to compete. I don't think we could have chosen a better group to represent the excellence, sportsmanship and friendship the Games stand for.

ANGLE ON - a THEATER KID pointing a spotlight from a catwalk above]

The SPOTLIGHT hits Sunset and the Equestria Girls as well as Flash Sentry, TRIXIE, LYRA, BONBON, Cecil, and POINDEXTER, the techies.

[REDACTED]. Across the room, there is a smattering of polite claps from the CPA kids.

Meanwhile, Pinkie surreptitiously improves the party...

IN A QUICK SERIES OF SHOTS:

- Pinkie switches out the sedate refreshment table with a tiered instillation of cup cake platters.
- She hands the Theater Kid in the catwalk a DISCO LIGHT attachment.
- She pops up next to DJ PON-3 and hands her a PARTY MIX CD.

BY THE BLEACHERS - Pinkie looks out at her improvements, then gets ready to plug in her cannons. Twilight looks over her shoulder, nervous.

304 TWILIGHT

Um... Are you sure this is a good idea?

438 ABC

305 PINKIE PIE

Absolutely!

Pinkie plugs both cannons in and they immediately FIRE.

WIDE ON - The gym as the entire place is instantly filled with confetti.

TWILIGHT - rushes out from behind the bleachers as DJ PON-3, brings up the PARTY MUSIC and the Theater Kid works his dance lights.

SC. 30 - INT. GYMNASIUM - BLEACHERS - SAME

Back behind the bleachers, Pinkie looks out and admires her handiwork as she PONYS UP:

An aura of PURPLE SHIMMERING ENERGY surrounds her as her ears appear, her ponytail grows and she floats up off the floor.

439 440 443
306 PINKIE PIE
Oooh. Flaaty!

SC. 31 - INT. GYMNASIUM - FLOOR - SAME

Twilight stares in amazement at [REDACTED]

Suddenly her device starts to BUZZ and she pops it open. She turns, sweeping it over the bleachers and the readings go crazy again.

SC. 32 - INT. GYMNASIUM - BLEACHERS - SAME

While Pinkie looks out at the party, streams OF PURPLE ENERGY flow off of her and through the air toward Twilight on the other side of the bleachers. Pinkie's Pony-Up fades and she floats back to the ground.

307 PINKIE PIE
(disappointed)

Awww.

As the last of the SHIMMERING ENERGY leaves her, she goes a [REDACTED]

308 PINKIE PIE (CONT'D)
Oooh. I am party-pooped!

SC. 33 - INT. GYMNASIUM - FLOOR - SAME

Twilight watches the last of the shimmering PURPLE ENERGY flow into her device, though her readings go crazier than ever. She looks up at the bleachers.

ANGLE ON - An unseen area under the bleachers where SHIMMERING PORTAL-LIKE RIPPLES appear.

As the ripples spread, PONYVILLE TOWN HALL can be seen on the other side for a split second before the ripples contract and wink out.

BACK TO - Twilight as the crazy readings on her device come to an abrupt stop.

NEAR THE STAGE - Principal Cinch looks out at the two groups of students starting to mingle. With a frown she walks up and addresses the crowd.

444 445 309 CINCH
Ah-hem.

At the sound of her cough, DJ Pon-3 brings down the music and the frivolity starts to fade.

447 01
310 CINCH (CONT'D)
I'd like to thank Principal Celestia for her... unconventional welcome. It's been four years since the last Friendship Games, but it feels as though nothing has changed. Canterlot High continues to pick it's competitors in a popularity contest and Crystal Prep continues to field it's top twelve students.

With a smug smile Cinch gestures toward the CPA side of the room. The SPOTLIGHT falls on Twilight and her TEAM, the five CPA students we've already met plus six more.

311 CINCH (CONT'D)
It is a comfort to know that, even after so many years of losses, your school remains committed to it's ideals, however misguided they may be. I wish you all the best of luck, regardless of the inevitable outcome.

With that, Cinch steps down, having successfully killed whatever blossoming camaraderie Pinkie's confetti party started.

SC. 34 - INT. GYMNASIUM - BLEACHERS - SAME

As the two groups of students return to their respective sides of the gym, Sunset and the others find Pinkie, sitting on the floor.

448 449 450
312 APPLEJACK
I'm sorry, Pinkie. I thought your party additions were really swell.
450
313 FLUTTERSHY
They definitely broke the ice.
449 450 01 451
314 RARITY
Yes. If only that Principal Cinch hadn't re-freezed it.

Pinkie looks up, still

449 315 PINKIE PIE
Yeah. She's awful.

316 SUNSET
Wow. Pinkie, what happened to you?

317 PINKIE PIE
I don't know. Everyone started
having fun after Twilight and I
fired the party cannons and I
Ponyed-Up...

318 SUNSET
Of course you did.

319 PINKIE PIE
But then the magic just leaked
right out of me.

320 SUNSET
Wait. What do you mean leaked out?

321 APPLEJACK
Hey, where is that other Twilight?

322 PINKIE PIE
Oh, she's right...

Pinkie looks around to see that Twilight is gone.

323 PINKIE PIE (CONT'D)
Well, she was right here.

The girls look out across the gym to see Twilight walking
back toward Cinch.

SC. 35 - INT. GYMNASIUM - FLOOR - SAME

Twilight walks up to Cinch and her teammates. Cinch turns to
her with a practiced smile and nods toward Sunset and the
Equestria Girls.

455 324 CINCH
Twilight, I see you continue to
fraternize with the enemy.

Twilight looks back at the girls.

526 325 TWILIGHT
Yeah. It's strange. They're not
like anyone at Crystal Prep. They
seem... nice.

Cinch smiles.

455 456 326 CINCH

(sarcastic)

Yes, I'm sure none of them have any interest in information you have about your team that might help them win.

Twilight's teammates all look at her disparagingly.

60A0C 327 67A0 68 69 66A SUGARCOAT

She actually means the opposite of what she said.

328 TWILIGHT 526 53A0C

(to Sugarcoat)

Thanks.

(to Cinch)

It's just... The EM frequency coming from those girls has the strangest waveform I've ever seen.

455 456 329 CINCH

Twilight, when you have a scholarship to Everton Tech, you can study energy waveforms to your heart's content...

Cinch

330 CINCH (CONT'D)

But if you want that scholarship I'm going to need a little less independent study and a little more focus on beating the competition.

Cinch looks toward Sunset and the Equestria Girls. Dubious, Twilight follows her gaze.

SC. 36 - EXT./INT. CANTERLOT HIGH - ESTABLISHING - NEXT DAY

Students mill about as we hear Luna's voice over the school PA.

457 458 331 LUNA (O.S.)

(over the PA)

Good morning students. I'm sure you are all thrilled to start the first day of the Friendship Games.

IN A SERIES OF SHOTS we see both CHS and CPA students across campus listening attentively to the announcement.

457 (458) 332 LUNA (CONT'D) 459 - Alt.
(over the PA)

Our competitors will face off in every aspect of the CHS curriculum, culminating in a spelling bee elimination and equation finale!

INT. CANTERLOT HIGH - HALLWAY - SAME

INT. CANTERLOT HIGH - SCIENCE LAB - SAME

The competitors sit at lab tables, listening as Cadence elaborates.

284 333 CADENCE 285 286 287 288 - 01.
Welcome to the first event, the Academic Decathlon. You'll be scored on Chemistry, Home Ec, and everything in between. But remember, only the six students from each team with the most points will move on to event number two. Good luck!

Even the windows are full of students looking in at the two teams (the same groups that were introduced at the party).

Luna arrives as she, Cadence, Celestia and Cinch take up positions at the various lab tables, grade books in hand.

With that the SCHOOL BELL rings. MUSIC UP as we...

START MUSICAL MONTAGE

In a STYLIZED SERIES OF SHOTS, our competitors light Bunsen Burners (wearing appropriate safety gear), squeeze pipettes, watch colored liquid flow through glass tubing, etc.

Celestia and the others move through the lab, ASSIGNING POINTS AND KEEPING SCORE as the students watching sing...

334

[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]
[REDACTED]

[REDACTED]

The judges watch as the competitors finish their experiments:

TWILIGHT - drips solution into a test tube, changing the contents from RED to BLUE.

RARITY - drips solution into a test tube, changing the color to match her clothes.

TRIXIE - drips solution into a test tube and the whole thing explodes in a puff of smoke. When it clears it looks like Trixie is gone, but she's just hiding under the table.

In quick succession several more of our main characters' test tubes change from red to blue, while the others' turn black or boil over.

Through it all the judges WRITE DOWN SCORES while Photo Finish's camera FLASHES and we...

TEST TUBE WIPE TO:

SC. 37 - INT. CANTERLOT HIGH - WOOD SHOP - CONTINUOUS

The competitors study birdhouse plans while more students gather outside and sing...

335 [REDACTED]

[REDACTED]

In another STYLIZED SERIES OF SHOTS the judges watch as hammers and saws fly (everyone still wearing appropriate safety gear) until:

APPLEJACK and DASH - present a perfectly built birdhouse while...

LIGHTNING DUST and SUGARCOAT - unveil a two story birdhouse painted with flames.

LYRA and BONBON's birdhouse collapses along with several more from the CPA team as the JUDGES FROWN and Photo Finish's camera FLASHES as we...

HAMMER AND NAIL WIPE TO:

SC. 38 - INT. CANTERLOT HIGH - HOME EC - CONTINUOUS

Photo Finish SNAPS away as the competitors (all wearing oven mitts) pull SOUFFLÉS out of ovens. The judges walk up as Flash Sentry and DJ Pon-3's soufflé immediately falls and several others clearly fail the judge's taste test.

PEA CUES and FAIR TEE - present a perfect soufflé while...

PINKIE and FLUTTERSHY - somehow reveal a soufflé inside a soufflé as THE JUDGES TAKE NOTE and we...

COOKING UTENSIL WIPE TO:

SC. 39 - INT. CANTERLOT HIGH - AUDITORIUM - CONTINUOUS

The competitors all sit on stage in chairs facing the judges and their fellow students in what is clearly a SPELLING BEE.

NOTE: We won't hear any of the actual Bee. The format is suggested as we cut between shots of the kids at a microphone facing the judges.

The students in the audience continue to sing...

336



As the spectators sing, the competitors on stage are eliminated, FADING AWAY ONE BY ONE in a series of dissolves (or with the FLASH of Photo Finish's camera)-- the Equestria Girls and our main CPA students last.

Finally only Sunset and Twilight remain as we...

ALPHABET WIPE TO:

Sunset and Twilight at dueling blackboards on stage. The audience watches as they solve the longest equation known to man.

Twilight steps back and looks from her pendant to Sunset as she sings...

337

Sunset continues to work, glancing over at Twilight as she sings...

338

Finally Sunset steps back. The judges swoop in and hover over their work as the audience sings in a rhythmic staccato...

339

MUSIC OUT as Cinch whips around pointing at Sunset's blackboard to finish the song announcing...

460 461 462 ABC 463 464 ABCD
340 CINCH
Incorrect! ||| I |||

One last FLASH from Photo Finish as we...

END MUSICAL MONTAGE

Sunset's expression drops as Luna steps forward.

461
341 LUNA
That means the winner of the
Friendship Games' first event is
Twilight Sparkle and Crystal Prep!

Twilight steps forward to a round of applause, though her teammates in the audience seem anything but pleased.

The Equestria Girls, however, all rush up to Sunset.

460 461 342 RAINBOW DASH
That was awesome!

343 RARITY
Truly amazing!

344 SUNSET
But we didn't win.

345 APPLEJACK
Well, that was as close to winning
as Canterlot's ever been.

Finally, Cadence steps forward as
Cinch leads the main five CPA kids back on stage.

70 71 346 72 CADENCE
After a careful tally of the
points, we'd like to present the
students moving on to the
Friendship Games' second event.

As the crowd applauds, Cadence gestures to all the girls on
stage: Twilight and her "Main Five" as well as Sunset and
hers.

Fair Tee turns to Twilight.

6 72 6 Sunny Storm 73 0.1
347 FAIR TEE
Guess you couldn't hog the
spotlight forever.

460 461 348
Woo-hoo! Alight! Yeah! Etc!

Twilight looks from the excited group of friends to Cinch and
her teammates as they turn and exit the stage.

As she looks back toward our girls, she finds Flash Sentry
suddenly standing there.

289 290 291 292
349 FLASH
Congratulations. You were really
great.

350 TWILIGHT
Um... Thanks.

289 351 291 292
FLASH
I kinda knew Home Ec pretty much
did me in.

Twilight looks over Flash's shoulder as the Equestria Girls excitedly lead Sunset out.

289 291 352 292 FLASH (CONT'D) 293b 294 295b
 Hey, has anyone ever told you that
 you look just like...
 353 TWILIGHT 54 55
 (cutting him off)
 I'm sorry. Excuse me.

Twilight heads out, following Sunset and the others.

289 291 354 292 FLASH 293b
 Okay, then.

SC. 40 - EXT. CANTERLOT HIGH - QUAD - DAY

Twilight steps outside to see the girls hanging out by the Wonderbolt statue. As she watches, the girls go their separate ways, though Fluttershy stays behind.

Twilight walks up as Fluttershy opens her backpack and feeds the Kitten inside a treat. Fluttershy looks up at her.

465 466 355 FLUTTERSHY
 Do want to give her a treat?
 356 TWILIGHT 54 55
 Guess I'm not the only one to
 smuggle her pet into school.
 465 466 357 FLUTTERSHY
 Not just one...

Fluttershy unzips her bag all the way revealing a guinea pig, a bird and a bunny.

358 TWILIGHT 54 55
 Oh. Wow. All I have is Spike.

Twilight unzips her bag and Spike sticks his head out. Fluttershy immediately rushes to him, checks his collar, lifts up an ear, studies him from every angle.

465 466 359 FLUTTERSHY
 It really is uncanny. Does he talk?

Twilight looks at her like she is insane.

360 TWILIGHT 54 55 56 ABC
 Um... Not that I know of

465 466 361 FLUTTERSHY
Congratulations on winning, by the way, though it didn't seem like anyone on your team was very excited about it.

362 TWILIGHT
No one at my school gets excited about anything they didn't do themselves.

Twilight looks down, despondent.

465 466 363 FLUTTERSHY
That sounds awful. Here. Hold this.

Fluttershy picks up the bunny and hands it to Twilight.
Twilight handles it awkwardly.

364 TWILIGHT
Um... why?

465 466 365 FLUTTERSHY
Holding a bunny always makes me feel better.

366 TWILIGHT
Well, that's ridiculous, but...

The bunny nuzzles her face and Twilight smiles.

367 TWILIGHT (CONT'D)
(surprised)
It actually kind of works.
(beat)
But I'm on the other team and you just lost. Why are you being so nice to me.

465 466 368 FLUTTERSHY
You looked like you needed it.

With that, Fluttershy PONY-UP. As her ears, wings and SHIMMERING AURA appear, Twilight steps back and drops the bunny (who lands on its feet, totally safe).

369 TWILIGHT
(curious)
What in the world is that?

Before Fluttershy can answer, Twilight snaps open her device. The readings go crazy and STREAMS OF PURPLE ENERGY immediately start to flow off of Fluttershy.

ACT 5

SC. 41 - INT. CANTERLOT HIGH - HALLWAY - RESUME

Twilight runs through the halls and Spike runs after her.

299 300 301 SPIKE
Twilight, come on! Wait for me!

She finally stops and he catches up.

378 SPIKE (CONT'D) *alt*
Why did you run away like that?

379 TWILIGHT *61 62 63 - as written*
Um... Oh, I don't know. Maybe it
has something to do with the
glowing girl or the hole in space
or the talking dog!

Spike stands up on his hind legs and looks at his paws.

299 301 302 SPIKE
Yeah. Weird, right?

381 TWILIGHT *61 62 63*
Can you just stay on all fours,
please?

299 302 SPIKE
What? Oh. Sure.

He does. Twilight bends down, her curiosity getting the
better of her.

383 TWILIGHT *61 62 63*
Are you okay? How do you feel? What
happened? Where did you go?

299 302 303 SPIKE
Hey, one question at a time. This
is pretty new to me too.

385 TWILIGHT *61 62 63*
Sorry.

Twilight picks Spike up and examines him.

299 302 303 SPIKE
All I know is I chased that pointy
rabbit through the glowy thing and
then I was somewhere else.
(MORE)

299 302 (303) SPIKE (CONT'D)
 The next thing I knew, I was back
 in that nice girls arms and I could
 talk. I don't really understand why
 I couldn't before. It's so easy.

Twilight tries to look inside Spike's mouth when a VOICE
 comes from behind her.

468 469 470
 387 [REDACTED] (O.S.)
 Twilight?

Twilight looks back to see [REDACTED] 1.
 Quickly she opens a locker and drops Spike inside.

388 TWILIGHT
 (whispering)
 Quick! Hide in here!

Spike looks around the side of the locker door as Cinch walks
 up, then ducks inside.

468 470 471 472 473 (474)
 389 CINCH
 Twilight, who were you talking to?

390 TWILIGHT
 Um... Myself. It's a nervous habit.
 Were you looking for me?

Cinch looks around suspicious.

468 470 472 473 (474)
 391 CINCH
 Indeed I was. Quite a coincidence
 that the CHS students moving on to
 the next event are the same "nice"
 girls who were so interested in
 you. Don't you think?

392 TWILIGHT
 I'm not sure.

468 393 CINCH
 Perhaps you should get to know them
 after all.

394 TWILIGHT
 But I thought you didn't want me
 to.

468 395 CINCH
 Let's just say I'm covering my
 bases. Who knows? Perhaps they will
 reveal to you the secret to
 Canterlot High's newfound success.

Twilight thinks for a moment.

396 TWILIGHT
I don't know. Spying feels kind of wrong.

468 397 CINCH
Well, it's your decision, Twilight. It's not as though your scholarship hangs in the balance.

(beat)

On second thought, yes it ^{does} ~~is~~. Let's not let your feelings get in the way of your future.

With that Cinch, turns and walks off.

Spike pushes open the locker door.

304 398 SPIKE
She is awful. What are you going to do?

399 TWILIGHT
I don't know, Spike. I don't know.

SC. 42 - EXT. CANTERLOT HIGH - THE NEXT DAY

As students file out of the school and head toward the athletic fields, Luna's voice once again comes over the PA SYSTEM.

476 477 LUNA (O.S.)
(over the PA)
Students and competitors, please gather at the fields. The second event is about to start.

Sunset and the others exit the school listening intently to Fluttershy's story.

401 FLUTTERSHY
All I did was hand Twilight a bunny. Then I Ponyed-Up.

478 402 SUNSET
I just don't get it. Rarity's magic came out when she made us outfits, Pinkie's when she fixed the party, and now Fluttershy...

476 477 478
403 FLUTTERSHY

pulled. And then Twilight's pendant thingy just ~~sucked~~ sucked the magic right out of me. I couldn't even stand up.

404 PINKIE PIE
Like me at the party.

405 RARITY
Or me right before we met Twilight.

Sunset stops to think.

406 479 SUNSET
So she's stealing magic?

407 APPLEJACK
I don't know. She doesn't seem like the magic-stealing type.

408 480 SUNSET
I know, but she had something to do with closing the portal. If her pendant can suck up magic, maybe it sucked up the portal too.

409 FLUTTERSHY
How?

410 481 SUNSET
I don't know.

411 APPLEJACK
Maybe, after the next event we can get a message to the real Twilight.

412 PINKIE PIE
Yeah. She knows everything about magic and portals and magical portals.

413 482 SUNSET
You're right. I've been so worried, about the portal I forgot all about Twilight's book.

They climb a set of stairs leading up to the athletic fields.

414 483 RAINBOW DASH
For now, let's just focus on beating the Shadow Bolts. And as long as this event puts me on a playing field, I don't think we've got anything to worry about.

Applejack reaches the top first and looks back at Dash.

476 482 415 APPLEJACK
 Ah... I'm not so sure about that,
 Dash.

Dash gets to the top of the stairs and her jaw drops as she looks out at...!

SC. 43 - EXT. CANTERLOT HIGH - EVENT FIELD - SAME

The soccer fields have been replaced and remodeled specifically for the Friendship Games.

In the center of the field there's an ARCHERY RANGE on one side and a raised, banked, OVAL TRACK on the other.

The ground surrounding the entire thing has been dug up and reshaped into an X-Games-style, MOTOCROSS TRACK, complete with ramps and jumps.

The girls look out at everything, stunned.

484 485 416 SUNSET
 Am I the only one who thinks this
 is overkill?

Applejack turns to Rarity.

486 417 APPLEJACK
 I don't suppose you made motocross
 outfits?

418 RARITY
 Don't be ridiculous. Of course I
 did!

SC. 44 - EXT. EVENT FIELD - ARCHERY RANGE - DAY

The Shadow Bolts gather around Cinch as they go over their strategy.

487 488 419 CINCH
 You will race in pairs. ~~Lightning~~ Indigo Zap
~~Dust~~ and Sugarcoat will handle the
 motocross.
 74ABC 75ABC 76ABC
 420 LIGHTNING DUST
 Yes!

4878C 4884C
421 CINCH

Lemon Tart and Fair Tee, have
requested the short track.

ANGLE ON - Lemon Tart and Fair Tee in full-body, speed
skating bodysuits.

422 CINCH (CONT'D)

Since archery is a standard
requirement at our school, any of
you should be able to do it.

Everyone looks at Twilight who shifts uncomfortably.

423 CINCH (CONT'D)

Twilight and Pea Cues, will start
us off.

778C 788C Sour Sweet 798C 81
424 PEA CUES

Well, that's just marvelous!

(under her breath)

If you want to lose before we even
start.

488
487 425 CINCH

Given that Twilight won the last
event single-handedly, I have every
confidence that she'll be able pull
her weight here.

(to Twilight)

Won't you?

Twilight nods, terrified.

SC. 45 - EXT. EVENT FIELD - STANDS - DAY

Students crowd the stands waiting for the event to start.
Celestia, Cinch, Luna and Cadence sit in a raised press box
overlooking the field of play.

Spike ducks in and out of the seats, trying to find a good
view of the field.

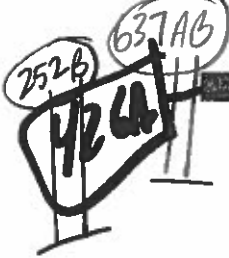
Photo Finish sits at the side of the field with a long
telephoto lens, her camera FLASHING throughout.

Cadence speaks into a microphone.

337 338 339
426 CADENCE

(into the mic)

Welcome everyone to the Friendship
Games' Tri-Cross Relay!



337 339 340 (341A)
427 CADENCE (CONT'D)
In this event, our qualifying
competitors will face off in
archery...

PHOTO FINISH FLASH ON - Twilight, Pea Cues, Applejack, and
Fluttershy all facing targets, bows in hand and TOTALLY
WEARING APPROPRIATE SAFETY GEAR.

428 CADENCE (CONT'D)
Speed skating...

PHOTO FINISH FLASH ON - The small oval track. Rarity and
Pinkie wear outfits and skates reminiscent of roller derby.

Rarity looks at Lemon Tart and Fair Tee's sleek, in-line
skates and bodysuits.

OT (489) 429 RARITY (490) 491
Ugh. Those outfits are horrible.
We'll certainly get more points for
style! (491)
430 PINKIE PIE
I don't know if those points count.

NOTE: All skaters wear appropriate safety gear: helmets,
pads, etc.

BACK TO - Cadence in the press box.

337 340 341 (342)
431 CADENCE
And finally, motocross.

PHOTO FINISH FLASH ON - Lightning Dust, Sugarcoat, Sunset,
and Dash, all on DIRT BIKES at the top of a steep ramp.

NOTE: All riders wear appropriate safety gear: helmets, pads,
etc.

Lightning Dust revs the engine of her bike loudly.

BACK TO - The press box.

432 CADENCE (CONT'D) (343)
So, if the competitors are ready...

Cadence points to TRIXIE who steps out onto the field.

433 TRIXIE
The great and powerful Trixie
says... GO!

Instead of a starter's pistol, Trixie just throws down a smoke bomb, per her MO. But when the smoke clears she's just standing there coughing.

SC. 46 - EXT. EVENT FIELD - ARCHERY RANGE - DAY

As the archery round starts, what appeared to be stationary targets suddenly start to move. Flipping and spinning along a track, the targets move up, down and sideways.

337 343
434 CADENCE
(over the mid)
Each competitor must hit a bullseye
before their teammates can start
the next leg of the relay.

Fluttershy and Pea Cues both chase after their targets, dodging obstacles as they go.

FLUTTERSHY - leaps over a hay bale as she grabs an arrow. She lands and fires. We watch as the arrow sails through the air and hits her target -- wide of the bullseye.

She continues to chase her target along it's track, ducking low and firing, hitting her target again -- again wide of the bullseye.

Finally, she runs ahead of her target, waits for it to arrive and fires -- hitting it square in the center of the bullseye.

PEA CUES - hops onto a barrel, grabbing three arrows in her hand at once, then lets them fly in quick succession.

ANGLE ON - Her arrows all HITTING HER BULLSEYE, one on top of the next.

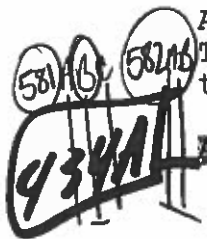
Pea Cues winks at Fluttershy as the crowd CHEERS. Twilight and Applejack step up to take their turns.

APPLEJACK - climbs onto a hay bale and calmly tracks her target.

TWILIGHT - braces against a barrel.

CLOSE - as both girls fire and their arrows go flying.

AJ's hits high, sending her target spinning end over end. Twilight's hits just left of her bullseye and both girls rush to reload.



Applejack takes a moment to catch her breath and aims her arrow at the bullseye.

TWILIGHT - catches a glimpse of Cinch staring from the stands.

CLOSE - as both arrows fire: AJ's hits it's spinning target, which slows to reveal a BULLSEYE, but Twilight's THWAKS the side and skitters off it the grass.

Sour Sweet

In the stands, Spike looks on worried, then jumps down and heads toward the archery range.

AT THE SPEED TRACK - Rarity and Pinkie Pie take off on their skates.

337 343 344
435 CADENCE (O.S.) (CONT'D)
(over the mic)
And Canterlot is off to an early lead.

Spike makes it over to the RANGE. He ducks behind a barrel as Twilight takes out another arrow. She pulls it back, but can't help seeing her teammates at the speed track, glaring.

She lets it fly, still wide of the target. Pea Cues jumps out of her chair with a ...

82ASC 83AB 84(75AB) 85
436 PEA CUES Sour Sweet
WELL, THAT'S JUST FANTASTIC!

Fluttershy and Applejack look over.

497 493 497
437 FLUTTERSHY
I'm sure glad I don't go to Crystal Prep.
438 APPLEJACK
You said it.

ANGLE ON - Rarity and Pinkie skating around their track. Pinkie, going backwards.

439 PINKIE PIE
Weeeeeeee!
-OT

By the track, a lap counter with the Wonder Colt logo ticks from "1" to "2," while the one with the Shadow Bolt logo stays at "0".

345AB 346 347
440 CADENCE
(over the mic)
If CPA can't hit another bullseye soon, they'll be out of this race.

65 66 67
440A
BACK TO - Twilight as she pulls out another arrow and drops it, her hands shaking. Spike looks on concerned. Sugarcoat shouts over from the motocross track

88 89 90
441 SUGARCOAT
(monotone shout)
You're really bad at this.

Applejack looks from Twilight to her classmates all staring at her angrily.

492 494 495
442 APPLEJACK
I can't take anymore.

She walks up as Twilight picks her arrow up and draws it back again, Pea Cues follows.

443 APPLEJACK (CONT'D)
You have to stop aiming at the target.

88 89 90
444 Soursweet
~~PEA CUES~~
(sarcastic)

Oh, that makes perfect sense. Don't aim at the target. Thanks sooo much.

492 445 495
APPLEJACK (to Twilight)
You have to stop aiming at the target... and aim at where the target is gonna be.

88 89 90
446 Soursweet
~~PEA CUES~~
(sarcastic)

Uh-huh. Yeah. Definitely take advice from the person YOU ARE COMPETING AGAINST!

Applejack ignores Pea Cues and focuses on Twilight.

492 447
APPLEJACK
Do you wanna hit the bullseye or not?

Her arrow still drawn, Twilight looks over at Applejack and nods.

448 APPLEJACK (CONT'D)
Then trust me. Take a deep breath... and let the arrow go... right... NOW!

Twilight lets it fly.

68 69
448A

ANGLE ON - the arrow sailing through the air and right through the center of the target.

Pea Cues jaw drops. Spike pops out and looks up at her.

309ABC 310ABC 311AB 312BC 313ABC 314ABC 318ABC A17
 449 SPIKE
 Not bad, huh?

Pea Cues looks down at him, her eyes wide. She slowly backs away then turns and runs off.

PHOTO FINISH FLASH as the CPA skaters immediately take off and everyone's attention shifts to the short track.

Applejack turns to Twilight.

492b 495c 499
 450 APPLEJACK
 See? I was just telling you the truth.

Twilight smiles at Applejack who PONYS-UP. Her ears and longer ponytail appear as she floats off of the ground.

Twilight's pendant starts going crazy as it lifts off of her chest, stretching on it's chain toward Applejack like she's a magnet.

Suddenly the device pops open on its own.

451 (CONT'D)
 What... are... you doing?

452 TWILIGHT
 I don't know!

Suddenly, PORTAL-LIKE RIPPLES appear along the ground. As the ripples stretch out across the field, HUGE VENUS FLYTRAP PLANTS pop out, snapping and grasping at anything nearby.

As Twilight and Applejack stare in horror we...

END ACT 5

ACT 6

SC. 47 - ESTABLISHING - EVENT FIELD - RESUME

More THORNY SNAPPING PLANTS pop up all over the field as...

SC. 48 - EXT. EVENT FIELD - SHORT TRACK - SAME

Pinkie and Rarity continue to skate, but the perfect synchronization and drafting of Lemon Tart and Fair Tee have the Shadow Bolts quickly gaining ground.

The Wonder Colt and Shadow Bolt lap counters now read 3 and 2, respectively.

348 349
453 CADENCE (O.S.)
(over the mic)

Canterlot only has two laps to go,
but it looks like Crystal Prep is
making up for lost time...

Rarity looks behind them and sees the other team on a fast approach. She skates backward and holds out her hands.

503 504
484 RARITY
Come on!

Pinkie grabs her hands as the other skaters start to pass. In a classic roller derby move, Rarity whips Pinkie around the steep turn of the track.

Both lap counters tick over to 4 as

[REDACTED]

Pinkie's momentum carries her all the way around and into Rarity, propelling both of them forward and across the finish line at the same time as their opponents. With a flurry of PHOTO FINISH FLASHES.

348 349
455 CADENCE (O.S.)
(over the mic)
What a finish! It's all up to our
motocross riders now.

SC. 49 - EXT. EVENT FIELD - MOTOCROSS TRACK - SAME

Both teams take off on their dirt bikes, dropping in on the steep ramp that starts the race and leads immediately onto the first HUGE JUMP.

[REDACTED]

past at the same height as the top of the stands.

503 504
456 RAINBOW DASH
THIS! IS! AWESOME!

The riders all hit their landing and take off around the track as they jockey for position.

348 457 CADENCE (O.S.)
(over the mic)
This is it, everyone. The first
rider from either team to cross the
finish line wins!

Sunset pulls ahead through a series of moguls, but on the next turn, a thick patch of VENUS FLYTRAPS have taken over the track.

Sunset lays her bike down and slides to a stop just short of one of the snapping mouths as Sugarcoat, takes a jump and lands right into one.

Sugarcoat's tires POP on the toothy thorns and she hops off just as the mouth snaps down on her bike.

Lightning Dust comes careening around the turn and uses the plant chewing on Sugarcoat's bike as a jump, catapulting into the lead. The crowd stares, stunned.

Meanwhile, Dash pulls up as Sunset tries to fend off a chomping mouth. Sunset [redacted] at her.

503 504 458 SUNSET
Dash, go on! You can still win.
6 459 RAINBOW DASH
Yeah, winning is nice, but not if
your friend becomes plant food!

Sunset smiles and Dash PONYS-UP. In a burst of RAINBOW ENERGY she grows her longer ponytail, ears and WINGS. Several FLASHES as the crowd stares in shock.

Dash flies around the snapping mouths, distracting them, while Sunset pulls her bike free.

As the plants start attacking each other, Sunset and Dash steer around them and take off after Lightning Dust, leaving Sugarcoat by the side of the course in a cloud of dust.

Lightning Dust weaves around obstacles as she looks over her shoulder at the CHS team coming up from behind.

All three riders look ahead at the final jump and hit the gas. Lightning Dust races to the top, but at the last moment a FLYTRAP pops up and grabs her rear tire.

As one plant pulls Lightning Dust to the ground, two more whip toward Sunset and Rainbow Dash. Dash cuts across the face of the ramp, driving over all the plant's stems, saving Lightning Dust and allowing Sunset to finish the jump.

IN THE STANDS - Cinch rises to her feet, looking on in shock as Sunset sails across the finish line to a flurry of CAMERA FLASHES.

348 349 350 351
460 CADENCE
(over the mic)
Canterlot wins! I think.
Sour Sweet

12 75C 107ABC 108 109 110 111 112 113 114 115 116 117 118 119 120 121 122 123 124 125 126 127 128 129 130 131 132 133 134 135 136 137 138 139 140 141 142 143 144 145 146 147 148 149 150 151 152 153 154 155 156 157 158 159 160 161 162 163 164 165 166 167 168 169 170 171 172 173 174 175 176 177 178 179 180 181 182 183 184 185 186 187 188 189 190 191 192 193 194 195 196 197 198 199 200 201 202 203 204 205 206 207 208 209 210 211 212 213 214 215 216 217 218 219 220 221 222 223 224 225 226 227 228 229 230 231 232 233 234 235 236 237 238 239 240 241 242 243 244 245 246 247 248 249 250 251 252 253 254 255 256 257 258 259 260 261 262 263 264 265 266 267 268 269 270 271 272 273 274 275 276 277 278 279 280 281 282 283 284 285 286 287 288 289 290 291 292 293 294 295 296 297 298 299 300 301 302 303 304 305 306 307 308 309 310 311 312 313 314 315 316 317 318 319 320 321 322 323 324 325 326 327 328 329 330 331 332 333 334 335 336 337 338 339 340 341 342 343 344 345 346 347 348 349 350 351 352 353 354 355 356 357 358 359 360 361 362 363 364 365 366 367 368 369 370 371 372 373 374 375 376 377 378 379 380 381 382 383 384 385 386 387 388 389 390 391 392 393 394 395 396 397 398 399 400 401 402 403 404 405 406 407 408 409 410 411 412 413 414 415 416 417 418 419 420 421 422 423 424 425 426 427 428 429 430 431 432 433 434 435 436 437 438 439 440 441 442 443 444 445 446 447 448 449 450 451 452 453 454 455 456 457 458 459 460 461 462 463 464 465 466 467 468 469 470 471 472 473 474 475 476 477 478 479 480 481 482 483 484 485 486 487 488 489 490 491 492 493 494 495 496 497 498 499 500 501 502 503 504 505 506 507 508 509 510 511 512 513 514 515 516 517 518 519 520 521 522 523 524 525 526 527 528 529 530 531 532 533 534 535 536 537 538 539 540 541 542 543 544 545 546 547 548 549 550 551 552 553 554 555 556 557 558 559 560 561 562 563 564 565 566 567 568 569 570 571 572 573 574 575 576 577 578 579 580 581 582 583 584 585 586 587 588 589 590 591 592 593 594 595 596 597 598 599 600 601 602 603 604 605 606 607 608 609 610 611 612 613 614 615 616 617 618 619 620 621 622 623 624 625 626 627 628 629 630 631 632 633 634 635 636 637 638 639 640 641 642 643 644 645 646 647 648 649 650 651 652 653 654 655 656 657 658 659 660 661 662 663 664 665 666 667 668 669 670 671 672 673 674 675 676 677 678 679 680 681 682 683 684 685 686 687 688 689 690 691 692 693 694 695 696 697 698 699 700 701 702 703 704 705 706 707 708 709 710 711 712 713 714 715 716 717 718 719 720 721 722 723 724 725 726 727 728 729 730 731 732 733 734 735 736 737 738 739 740 741 742 743 744 745 746 747 748 749 750 751 752 753 754 755 756 757 758 759 760 761 762 763 764 765 766 767 768 769 770 771 772 773 774 775 776 777 778 779 780 781 782 783 784 785 786 787 788 789 790 791 792 793 794 795 796 797 798 799 800 801 802 803 804 805 806 807 808 809 810 811 812 813 814 815 816 817 818 819 820 821 822 823 824 825 826 827 828 829 830 831 832 833 834 835 836 837 838 839 840 841 842 843 844 845 846 847 848 849 850 851 852 853 854 855 856 857 858 859 860 861 862 863 864 865 866 867 868 869 870 871 872 873 874 875 876 877 878 879 880 881 882 883 884 885 886 887 888 889 890 891 892 893 894 895 896 897 898 899 900 901 902 903 904 905 906 907 908 909 910 911 912 913 914 915 916 917 918 919 920 921 922 923 924 925 926 927 928 929 930 931 932 933 934 935 936 937 938 939 940 941 942 943 944 945 946 947 948 949 950 951 952 953 954 955 956 957 958 959 960 961 962 963 964 965 966 967 968 969 970 971 972 973 974 975 976 977 978 979 980 981 982 983 984 985 986 987 988 989 990 991 992 993 994 995 996 997 998 999 1000

ANGLE ON - Twilight and Spike, still examining the PORTAL-LIKE source of the plants as the ripples suddenly collapse.

All of the GIANT FLYTRAPS vanish.

AT THE MOTOCROSS COURSE - our girls rush up to Dash and Sunset.

503 504 505 506 507 508 509 510 511 512 513 514 515 516 517 518 519 520 521 522 523 524 525 526 527 528 529 530 531 532 533 534 535 536 537 538 539 540 541 542 543 544 545 546 547 548 549 550 551 552 553 554 555 556 557 558 559 560 561 562 563 564 565 566 567 568 569 570 571 572 573 574 575 576 577 578 579 580 581 582 583 584 585 586 587 588 589 590 591 592 593 594 595 596 597 598 599 600 601 602 603 604 605 606 607 608 609 610 611 612 613 614 615 616 617 618 619 620 621 622 623 624 625 626 627 628 629 630 631 632 633 634 635 636 637 638 639 640 641 642 643 644 645 646 647 648 649 650 651 652 653 654 655 656 657 658 659 660 661 662 663 664 665 666 667 668 669 670 671 672 673 674 675 676 677 678 679 680 681 682 683 684 685 686 687 688 689 690 691 692 693 694 695 696 697 698 699 700 701 702 703 704 705 706 707 708 709 710 711 712 713 714 715 716 717 718 719 720 721 722 723 724 725 726 727 728 729 730 731 732 733 734 735 736 737 738 739 740 741 742 743 744 745 746 747 748 749 750 751 752 753 754 755 756 757 758 759 760 761 762 763 764 765 766 767 768 769 770 771 772 773 774 775 776 777 778 779 780 781 782 783 784 785 786 787 788 789 790 791 792 793 794 795 796 797 798 799 800 801 802 803 804 805 806 807 808 809 810 811 812 813 814 815 816 817 818 819 820 821 822 823 824 825 826 827 828 829 830 831 832 833 834 835 836 837 838 839 840 841 842 843 844 845 846 847 848 849 850 851 852 853 854 855 856 857 858 859 860 861 862 863 864 865 866 867 868 869 870 871 872 873 874 875 876 877 878 879 880 881 882 883 884 885 886 887 888 889 890 891 892 893 894 895 896 897 898 899 900 901 902 903 904 905 906 907 908 909 910 911 912 913 914 915 916 917 918 919 920 921 922 923 924 925 926 927 928 929 930 931 932 933 934 935 936 937 938 939 940 941 942 943 944 945 946 947 948 949 950 951 952 953 954 955 956 957 958 959 960 961 962 963 964 965 966 967 968 969 970 971 972 973 974 975 976 977 978 979 980 981 982 983 984 985 986 987 988 989 990 991 992 993 994 995 996 997 998 999 1000

461 APPLEJACK
(still winded)
Is everybody all right?

462 RAINBOW DASH
Better than all right, we won!

Principal Cinch strides up with Celestia, Luna and Cadence in tow.

463 CINCH
You can't possibly call that a fair race.

464 CELESTIA
Principal Cinch, we all saw what happened. You can't think CHS had some kind of advantage?

465 CINCH
Can't I? Even without your trained attack plants, your students have wings.

Cinch points to Dash.

466 RAINBOW DASH
Ah, one student. And I didn't even cross the finish line.

503 (504) 167 CELESTIA

Well, the race certainly had some
extenuating circumstances. Perhaps
we should end the Games now and
declare a tie?

504 168 CINCH (505)

A tie? Was this your strategy all
along? To force us into accepting
you as equals? I think not. The
Games will continue and Crystal
Prep will prevail despite your
antics and whatever performance
enhancing regiment your students
are on!

With that, Cinch turns sharply and walks off the field,
followed by her team and the rest of the CPA students.

Sunset walks up to Luna and Celestia.

505 469 SUNSET

I'm sorry I couldn't stop all this
from happening.

506 470 CELESTIA

It's not your fault, Sunset. I have
a feeling the only way to convince
Principal Cinch that we aren't
cheating is to lose.

She leans in to the girls.

471 CELESTIA (CONT'D)

But that doesn't mean we shouldn't
still try to win.

Celestia smiles and heads off the field, following the rest
of the students as they head inside.

Sunset and the others remain, looking out at the field.

472 SUNSET

I don't understand. It's like magic
is going haywire and I have no idea
why!

Applejack walks up with Twilight and Spike.

473 APPLEJACK

I think it might have something to
do with this.

Twilight holds up her device.

507 508
474 PINKIE PIE
The spectrometer Twilight built to track EM frequencies that can also contain anomalies?

The girls all stare at her and blink.

51
475 PINKIE PIE (CONT'D)
She told me all about it.

73 74
476 TWILIGHT
I was just trying to learn about the strange energy coming from your school. I didn't know it was magic or how it works.

Dash points to her wings.

507 508
477 RAINBOW DASH
That's okay. Neither do we.

73 74
478 TWILIGHT
Amazing.

Twilight reaches out to touch Dash's wings and lets go of her device.

The device stretches out on its chain toward Dash and pops open (as before). Immediately SHIMMERING PURPLE ENERGY starts to flow from Dash into the device.

507 508 512 513
479 RAINBOW DASH
Uh-oooh.

As Dash sinks to the ground, Twilight struggles with her device, trying to get it closed, but can't.

75 76
Cinch returns to the field in time to see the last of Dash's magic sucked into Twilight's device. She ducks out of sight, watching as Dash drops to her knees and her Pony-Up fades.

73 74
480 TWILIGHT
It just started containing energy on its own and I don't know how!

507 508
481 SUNSET
What do you mean you don't know how!?

Suddenly, the SHIMMERING PORTAL RIPPLES appear in the sky over their heads. The ripples spread apart and a RAINBOW WATERFALL (think: Rainbow Falls) pours down, instantly soaking them all.

482 TWILIGHT

It also causes these corresponding rifts to appear. I don't know how that works either.

The girls all stand in the rainbow downpour, too wrapped up in the argument to react to the bizarre circumstance.

483 SUNSET

Is there anything you do know? Like how to get our magic back or how to fix the portal to Equestria?

484 TWILIGHT

Equestria?

485 SUNSET

You're supposed to be so smart, but did you ever think that you shouldn't be messing with things you don't understand?

486 TWILIGHT

But I want to understand.

487 SUNSET

But you don't! And now thanks to you, magic is even crazier than it was before and I have no way to get back home where it makes sense!

Twilight stares at all of them for a moment, then turns and runs off. Spike chases after her.

488 SPIKE

Twilight, wait!

Immediately the rift closes and the rainbow flood stops. Sunset stares after Twilight, already regretting what she said.

ANGLE ON - Cinch as she stares out at the scene, her eyes narrowing.

END ACT 6

ACT 7

SC. 50 - EXT. CANTERLOT HIGH - FRONT STEPS - THE NEXT DAY

Cadence and Luna stand in front of a microphone looking out at the crowd of students, CHS on one side of the quad, CPA on the other, all eyeing each other suspiciously.

352 353K 354
489 CADENCE
Since the score is apparently tied.
The final event will determine the
winner of the Friendship Games.

Luna steps forward holding a school PENNANT in each hand-- one with a Wonder Colt logo and one with a Shadow Bolt logo.

514 516B A-OT
490 LUNA B-keeper
Somewhere on campus a pennant from
each school has been hidden. The
first team to find their school's
flag and bring it back wins.

Cadence looks beyond the crowd at the two teams, preparing for the event.

362 354
491 CADENCE
And as soon as our teams are ready
we'll begin.

SC. 51 - EXT. CANTERLOT HIGH - QUAD - WEST END - SAME

Celestia stands with Sunset and the other though not

514 355
492 CELESTIA
No one likes to be accused of
cheating. So let's prove to
Principal Cinch and the rest of
Crystal Prep that Canterlot High
can beat them fair and square.

493 APPLEJACK
We'll do our best, Principal
Celestia.

Celestia nods and walks off.

494 FLUTTERSHY
I don't know about all of you, but
I don't much feel like playing
these Games anymore.

495 RAINBOW DASH
But we have to play! This is the
last event!

514 515 496 RARITY
 Yes, dear, but it's a little hard
 to focus with all the magic
 stealing and portal opening.

497 SUNSET
 I feel awful about what I said to
 Twilight.

498 FLUTTERSHY
~~They were pretty harsh.~~
 Especially since she obviously
 didn't mean to do all the stuff she
 did and is actually really nice.

Sunset drops her head into her hands. Applejack walks over to
 Sunset.

499 APPLEJACK
 Let's just get through this last
 event and prove we're not a bunch
 of cheaters, then you can go over
 and apologize. Maybe we can all
 work together on getting the magic
 back and fixing the portal.

500 SUNSET 517 518 519 520
 You're right. But I don't think
 Principal Cinch will ever believe
 we didn't cheat, especially if we
 win.

515 501 RAINBOW DASH
 Um... That kinda sounds like her
 problem.

They all smile.

SC. 52 - EXT. CANTERLOT HIGH - QUAD - EAST END - SAME

Meanwhile, at the other end of the quad, Cinch stands by
 Twilight and the rest of the Crystal Prep team. Spike hides
 behind a tree nearby.

521 522 523 524 525 01
 502 CINCH
 I know I am asking you to beat a
 team that isn't playing fair, but
 Canterlot High must be made to
 understand that even with "magic"
 at their disposal, beating Crystal
 Prep is simply not an option.

95 ABC 503 SUGARCOAT
What if they grow wings again?

Cinch walks over to Twilight and puts her hands on her shoulders. She looks down at Twilight's pendant.

521 (523)
504 CINCH
A fair question. Though I believe
we can now fight fire with fire.

Cinch reaches down and taps the pendant.

505 CINCH (CONT'D)
I've seen what your device can do,
Twilight. Containing magical energy
is fine, but have you considered
releasing it?

The other CPA students move in to look at Twilight's device.

506 TWILIGHT
But I don't even understand how it works.

54 (523) 307 CINCH
But you'd like to. And since our
opponents have already used it to
stay competitive, I see no reason
why we shouldn't do the same.

Spike looks on concerned as Cinch and the other students gather around Twilight.

508 CINCH (CONT'D)
Unless, of course, you have no
interest in going to Everton Tech.
Though honestly, I think there's
more knowledge packed in that
little device than in any school
you could ever attend.

MUSIC UP as Cinch begins to sing...

509 ~~CONFIDENTIAL~~[illegible]

(MORE)

[REDACTED]

The other kids circle around Twilight as they join in...

510

[REDACTED]

The rest of the world seems to fade away as the stylized musical routine continues...

511

[REDACTED]

[REDACTED]

512

[REDACTED]

513

[REDACTED]

(MORE)

[REDACTED]

Cinch and the dancing kids lead Twilight to the center of the quad, continuing their song in a whispered, staccato chant. Spike follows.

514 [REDACTED]

[REDACTED]

SC. 53 - EXT. CANTERLOT HIGH - QUAD - SAME

Cinch and the CPA team surround Twilight in front of the Wonder Colt statue. Twilight looks up at Sunset and our girls by the steps as her team continues their low chant.

515 [REDACTED]

[REDACTED]

Twilight takes her pendant from around her neck and looks down at it.

516 [REDACTED]

[REDACTED]

Luna and Cadence step forward on the steps.

516 ABC 517 (527 AS) (528) options.
If both teams are ready...

ANGLE ON - Sunset, looking over at Twilight as she turns her device over and flips a switch.

518 [REDACTED]

[REDACTED]

The device starts to CRACKLE with DARK ENERGY as it lifts out her hand, levitating in the air in front of her. Sunset's eyes go wide.

355 356 357 358 359 AB (360B)
 519 CADENCE
 The last event of the Friendship
 Games begins...

520 TWILIGHT
 But the magic's what I really want
 to see...

Cinch looks down at Twilight her eyes narrowing.

530 532 AB (533)
 521 CINCH
 We all do.

Spike looks on.

316 ABC (317 AB)
 522 SPIKE
 Twilight, no!

Cadence and Luna speak into the mic at once.

355 (356) 357 358 359 (360) (531 AB)
 523 CADENCE/LUNA
 NOW.

Twilight snatches the device out of the air and pops it open.
 A blast of DARK ENERGY shoots out of it and hits her square
 in the forehead.

MAGICAL CURRENT crisscrosses over her body and she goes
 stiff, dropping the depleted pendant as she levitates off the
 ground. She turns her head toward Cinch...

524 TWILIGHT
 Help... Me...

Her teammates watch in horror as Twilight reaches out toward
 Cinch, who stumbles backwards in a panic, falling as she
 scrambles to get away.

534 535 (535)
 525 CINCH
 Keep away from me!

IN A SERIES OF SHOTS TWILIGHT IS TRANSFORMED:

- Crackling DARK ENERGY surrounds her like lightning as her
 WHITE EYES snap open.

- The DARK LIGHTNING pulses in a series of shock waves that
 EXPLODE outward then IMplode, collapsing into...

- a BALL OF LIGHT that rises into the air, as the DARKNESS
 and the TWILIGHT-LIKE FORM inside swirl around until it
 finally bursts outward in a BLAST OF LIGHT that fades to
 reveal...

GIANT, BLACK BLADE-LIKE WINGS,
 FLAMING BLACK AND PURPLE HAIR,
 AND THE GLOWING TWISTED HORN OF...

^{linch}
 NIGHTMARE SPARKLE!

536 (537) 644 (645) 646 (647) AB

1.3.
 85

midnight

ANGLE ON - Sunset and the others as they look up in shock.

Nightmare Sparkle looks down at them and LAUGHS.

526 NIGHTMARE SPARKLE

You were right. I didn't understand
 magic before. But I do now!

Nightmare Sparkle turns and blasts the Wonder Colt statue
 with a MASSIVE BEAM OF ENERGY from her horn.

The ENERGY hits the statue, but instead of destroying it, the
 energy spreads out from it, like cracks in a pane of glass.

Nightmare Sparkle BLASTS at one of the cracks and a section
 falls away to reveal another world beyond...

The rolling hills of PONYVILLE with CANTERLOT glimmering in
 the distance.

538 539 (540)
 527 SUNSET
 Equestria!

Nightmare Sparkle smiles and BLASTS the statue again. More
 cracks spread up to the sky as the very fabric of the world
 of Canterlot High starts to TEAR APART.

Sunset rushes over and stands between Nightmare Sparkle and
 the statue.

528 SUNSET (CONT'D)
 Twilight you can't do this!

529 NIGHTMARE SPARKLE
 Why not? There's a whole other
 world right there and it's just
 filled with magic!

Nightmare Sparkle BLASTS at another crack in the sky and
 another section falls away like glass revealing more of
 Equestria behind.

539 540
SUNSET
But you're destroying this world to
get it!

531 NIGHTMARE SPARKLE
So what? There's more magic there
and I have to understand it all!

Nightmare Sparkle rears back, preparing to hit the statue
again. Sunset looks around and spots the pendent on the
ground. Quickly she grabs it and holds it up as Nightmare
Sparkle unleashes another BLAST of magic.

Frustrated, Nightmare Sparkle sends another, more powerful
BEAM and again Sunset blocks it with the pendent -- the
magical energy connecting to it like an electrical current
arcing through the air.

539 540
SUNSET
You can't understand everything! No
one can!

533 NIGHTMARE SPARKLE
Oh, but I can! And I will!

With that, Nightmare Sparkle sends a BLAST from her horn
right at Sunset.

PORTAL-LIKE RIPPLES appear at the point of impact and spread
out along the quad -- creating a massive RIFT.

The CPA students look out at the scene, overwhelmed. Cinch
turns away and starts to walk off.

534 540
FAIR-LEE Sunny
Where are you going?
539 540
CINCH 541 542
Somewhere I'm not apt to fall
through a hole to another dimension
and I suggest you do the same!

Cinch runs for cover. The Crystal Prep students all look at each other.

Meanwhile, [REDACTED]

536 RAINBOW DASH
Hang on!

537 RARITY
Obviously!

Suddenly, [REDACTED]

538 APPLEJACK
Don't let go!

539 ~~INDIGOS DUST~~ Indigo 290
We've got you!

BACK WITH SUNSET - looking over at the CPA team and her friends, all helping each other get to safety.

On the ground nearby, the pendent starts to GLOW. Sunset looks down at it, then back to her friends. In a sudden moment of realization she grabs the glowing pendent.

540 SUNSET
You don't have to understand everything about magic... and neither do I!

She holds it up to Nightmare Sparkle.

541 SUNSET (CONT'D)
Because I already know the things that I need. They've been right in front of me this whole time: honesty, loyalty, generosity, laughter, kindness.

The pendent PULSES as Sunset lists each of the elements and one by one, the Equestria Girls PONY-UP. The CPA team watches as the girls rise up into the air.

539 542 SUNSET (CONT'D)
 The magic in this world isn't so
 different from the magic of
 Equestria after all.

The pendent in Sunset's hand GLOWS brighter, the energy
 surrounding her as she floats up to join her friends.

543 SUNSET (CONT'D)
 And it's a magic that I already
 understand...

PURPLE SHIMMERING ENERGY extends outward from the pendent,
 swirling around Sunset in a vortex of brightly glowing magic.

The energy glows brighter as it whirls faster and faster,
 finally EXPLODING in a BLAST OF LIGHT to reveal Sunset has
 been transformed into...

DAYDREAM SHIMMER - her giant white wings and horn surrounded
 by SHINING SUNLIGHT.

544 SUNSET (CONT'D)
 The magic of friendship!

As the Equestria Girls and Sunset hover in front of Nightmare
 Sparkle, the CPA team and students from both schools gather
 underneath them and join hands.

Sunset's SHINING AURA stretches down to the kids below,
 connecting them all in a BEAM OF SUNLIGHT.

The LIGHT around the kids glows brighter, then shoots up
 through the Equestria Girls, splitting like a prism when it
 reaches Sunset's horn.

New beams shoot out, connecting all the cracks and rifts to
 the Wonder Colt statue and eventually to Nightmare Sparkle.

545 NIGHTMARE SPARKLE
 NO!

Nightmare Sparkle fights back with a DARK BEAM of her own.
 Energy flows out of her horn, pushing back at the BEAM OF
 SUNLIGHT from Sunset, the Equestria Girls, and all the
 students below.

The air CRACKLES as the two magical currents push back and
 forth. Sunset extends her hand to Nightmare Sparkle.

539 546 SUNSET
 There's a world of magic already
 here. And all you need to
 understand it is to be a friend.

546 547

93
 545A

Nightmare Sparkle looks out at all the glowing rifts and cracks. She looks down at the group of kids from both schools holding hands, then up at Sunset's outstretched hand and finally gives in, allowing the sunlight to flow through her.

The beam GLOWS brightly as the tears in the fabric of reality start to shrink -- magic draining off of Nightmare Sparkle the whole time.

Finally, in a MAGICAL IMPLOSION all the energy coalesces into the GLOWING WONDER COLT STATUE as the PORTAL to Equestria is restored.

As the light fades, Nightmare Sparkle drifts to the ground transformed once again into Twilight.

Sunset and the others float to the ground with her. She looks up at them, steam rising from her shoulders.

547 TWILIGHT

I'm so sorry. I didn't mean for any of this to happen. All I ever wanted was to keep learning.

546 547 548 548 SUNSET

Well, I can tell you from experience, you'll never stop learning about friendship.

Sunset holds out her hand and Twilight takes it as they all embrace.

BACK AT THE SCHOOL STEPS - Cinch pops out of her hiding place and rushes up to Celestia.

549 CINCH

Principal Celestia, on behalf of Crystal Prep I demand that ~~you~~ you forfeit the Friendship Games. Clearly CPS has had unfair advantage for quite some time and it's certainly obvious that your students have been using magic for their own benefit.

550 CELESTIA

I'd like to think that saving the world benefits us all.

Sugarcoat steps forward.

116AB 117 118 119 120 121 122
 551 SUGARCOAT
 At least they didn't manipulate
 Twilight into releasing all of the
 stolen magic and turning into a
 power crazed magical creature that
 tried to rip the world apart just
 to win a game.

546 550
 552 PINKIE PIE
 Wow. That's a lot to take in when
 you say it all at once.

Celestia turns and looks at Cinch.

553 CINCH
 That's ridiculous.

Spike runs up.

554 SPIKE
 Nope. That's pretty much what
 happened.

123AB 124ABC
 555 PEA CUES Sour Sweet
 Actually, we're all to blame.
 (under her breath)
 But mostly it was her.

546 550
 556 CINCH 551 552
 Obviously, clearly my students have been
 infected with your magic, but I
 plan on taking all of this up with
 the School Board.

550
 557 CELESTIA
 Good. I'm sure they be very
 interested in hearing all about the
 magical students with wings.

Luna steps forward with smile.

558 LUNA
 And the portals to different
 dimensions.

Cadence walks over and stands next to Celestia and Luna.

361 362 363 364
 559 CADENCE
 And don't forget to tell them about
 the talking dog.

560 SPIKE

Because that would never ruin your reputation.

600 ABC 601 602 603 604 AB

ph

Cinch looks at the three women smiling at her, then frowns and storms off.

Celestia turns to see a mix of CPA and CHS students, all gathered around staring at her.

557

561 CELESTIA

Well, I know these Friendship Games haven't been what any of us expected, but given what we've all just been through, I think it's fair to declare us all winners.

267 AB 5410 651 652 B

SC. 54 - EXT. CANTERLOT HIGH - QUAD - LATER

597 598 OT 5616

Sunset and the Equestria Girls hang out around the statue. In the distance, the CPA kids board their busses.

Applejack turns to Sunset.

558

562 APPLEJACK

Now that the portal's back open, I guess you can finally head off to Equestria.

563 RARITY

Yes, darling, now you can go have all of those magical adventures you were after.

559 564 SUNSET

Well, I guess it's pretty obvious I don't need to go all the way to Equestria for that.

They all smile.

6

565 FLUTTERSHY

Still, I'm sure it will be nice to get back to where magic is predictable.

566 SUNSET

I guess.

557 (559)

567 PINKIE PIE

Even though you finally figured out all our magic comes from the things that make each of us such good friends.

Pinkie stops a group of passing CPA kids. With a flurry of twisting and tying, Pinkie presents them all with balloon animal likenesses.

[REDACTED] Pinkie PONYS-UP in a burst of energy and [REDACTED]

568 PINKIE PIE (CONT'D)

569 SUNSET

Actually, I've been thinking about it. I know the magic in Equestria is dependable but there's something cool about not knowing what it's going to do next.

They all look up at Pinkie.

570 RARITY

Well, that's certainly the case here.

571 SUNSET

And after everything we just went through, I feel like not knowing something isn't always so bad. It gives you something to work for.

572 RAINBOW DASH

So, what are you saying?

573 SUNSET

Equestria has a magic all it's own, but this place does to. Someone has to figure out how it works here and it may as well be me. So, I guess I'm saying I've decided to stay.

574 ALL

Awesome! Splendid! Hooray! Etc.

575 SUNSET

Of course, I will have to go back to Equestria for a visit. I think Twilight is going to want to hear all about the other her!

AT THE CURB - Lightning Dust stands with Twilight and Cadence.

125AB 126AB Indigo Zap 127
576 LIGHTNING DUST

I don't care what Principal Cinch says, it's been more fun getting to know everyone at CHS than it ever was playing against them.

They all look over to see Lemon Tart and DJ-Pon3 trading earbuds and rocking out.

365AB 577 366AB
CADCENCE

Crystal Prep is definitely going to be a different place now.

Lightning Dust smiles and boards the bus. Spike sticks his head out of one of the windows.

578 SPIKE 605 606 607 608

Hey, Twilight. Any idea who you want to sit next to on the way back? I already have a waiting list.

564 579 580
CELESTIA (O.S.)
Speaking of heading back...

Twilight turns to see Celestia, Luna, and a group of CHS students, Flash Sentry among them.

580 CELESTIA (CONT'D)

I'm not sure what your plans are for the future, but if they don't include Crystal Prep, I'm sure we could find room for you here at Canterlot High.

Flash steps forward, excited.

366AB 367AB
581 FLASH

You could totally join the Mathlete team!

The rest of the CPA TEAM sticks their heads out of the bus windows as Sunset and the Equestria Girls walk up. Twilight looks between the two groups.

582 TWILIGHT

If I had to chose where I wanted to be before the Friendship Games, Crystal Prep would have been the last place I'd pick. I didn't think there was anything left there to learn.

583 TWILIGHT (CONT'D)

But now that I understand how much there is to know about friendship, I kind of can't wait to share it.

Twilight turns to Celestia.

584 TWILIGHT (CONT'D)

Thank you Principle Celestia, but I'm going to stay at Crystal Prep. I feel like there's more to learn there now than ever.

Sunset and the others walk up.

585 TWILIGHT (CONT'D)

Not that I won't miss the new friends I've made here.

586

SUNSET

It's actually kind of nice to know there's someone at CPA I have so much in common with.

587 TWILIGHT

And it's nice to know CHS is a place where I can always find the magic of friendship.

588

SUNSET

I bet you'll be able to find it at Crystal Prep pretty soon too.

Celestia steps forward holding out a pair of Olympic-style, gold medals.

589 CELESTIA

Normally, these go to a student on each team who best exemplified the spirit of the Friendship Games. But this time, I don't feel that two is enough.

Celestia gives more medals to Luna and Cadence who hand them out to our girls as well as the CPA team.

Twilight and Sunset look down at their medals, smile and embrace. Photo Finish pops up and takes a FLASH picture. Twilight and Cadence board the bus and the doors close.

As the bus starts to move, Photo Finish snaps several more shots of the CPA and CHS students, all wearing their medals as they wave goodbye.

With a final FLASH, she captures Twilight and Spike looking out the rear window and waving to Sunset and the Equestria Girls as the bus drives off.

CUT TO:

END CREDITS:

The closing cards appear over a montage of stills taken by Photo Finish of things we didn't see during key moments in the film:

- Snips and Snails sleeping through Rainbow Dash's pep rally.
- Diamond Tiara and Silver Spoon looking disparagingly at Fair Tee and Pea Cues as they arrive on campus.
- Derpy trying on Rarity's extra Friendship Games outfits.
- Lyra and Bonbon tasting Flash Sentry's horrible soufflé from the Academic Decathlon.
- Trixie throwing a smoke bomb at a Venus Flytrap during the relay race.
- The Cutie Mark Crusaders saving each other from a rift during the finale, etc.

The photo montage ends as the FULL CARD credits finish and the credit roll starts, accompanied by...

PICTURE IN PICTURE OUTTAKES:

OUTTAKE FROM SC 22

Twilight casts a confused look at the girls and Cinch leads her out of the room...

589

590 CELESTIA

I didn't know Twilight had a twin sister.

PINKIE IN A TWOSHOT WITH APPLEJACK

591 PINKIE PIE

She doesn't! That Twilight is obviously the Twilight from this world since it couldn't possibly be the Twilight from the pony world since the Twilight from the pony world doesn't go to Crystal Prep or wear glasses! Plus she'd totally never wear a uniform because I don't think the Twilight from the pony world even owns a uniform and certainly not one with a skirt because a pony wearing a skirt would look ridiculous...

As Pinkie talks, Applejack casts a slow, incredulous look to the camera.

CUT TO:

TEASER OUTAKE

In the front hall of Canterlot High, Rainbow Dash performs a crazy guitar solo as the Cutie Mark Crusaders stare with rapt attention.

As the solo gets more and more intense, Dash starts to Pony-Up. Her ears and wings appear as she starts to float up from the ground... and then breaks a guitar string.

Her Pony-Up immediately fades and she sinks back to the ground, much to the disappointment of the Crusaders.

510

592

RAINBOW DASH

Aw, man!



OUTAKE FROM SC 15

Fluttershy and Rainbow Dash face each other as Rarity whips in and out of frame changing their clothes.

- Ninja outfits
- Laurel and Hardy
- Care Bears

(5706)

593 FLUTTERSHY
Well, this is uncomfortable.

CUT TO:

MORE FOOTAGE FROM SC 22

BACK WITH PINKIE IN HER TWOSHOT WITH APPLEJACK

Applejack continues looking directly at the camera as Pinkie continues to talk...

594 PINKIE PIE
...I wonder if they have saddles in the pony world because that would look pretty weird too, but I guess they probably don't because it's not like there are people there to ride them, but it kind of makes you wonder if they wear anything at all. Doesn't it?

CUT TO:

OUTTAKE FROM SC 17

Twilight stands by the Crystal Prep bus as Lemon Tart does her back flip exit onto the curb and we see more of her maneuvers.

In a complex CRUNK DANCE ROUTINE, complete with layouts, cartwheels, and mid-air twists, Lemon Tart whirls around Twilight as we...

CUT TO:

FOOTAGE FROM SC 38

Flash Sentry and Sugarcoat stare down at Pinkie's soufflé inside a soufflé.

128A6C (129A6) Indigo Zap
595 LIGHTNING DUST
How is that even physically possible?

596 FLASH (308A60D)
I don't understand it.

We PAN LEFT to reveal Pinkie standing beside them.

(571)

597 PINKIE PIE
Me neither.

CUT TO:

OUTTAKE FROM THE END OF SC 52

As Celestia addresses Cinch...

598 CELESTIA

I'd like to think that saving the
world benefits us all.

Sugarcoat steps forward -- INTO A TWOSHOT WITH PINKIE.

130 131

(132) (133)

(134 AB)

-OT.

599 SUGARCOAT

At least they didn't manipulate
Twilight into releasing all of the
stolen magic and turning into a
power crazed magical creature that
tried to rip the world apart just
to win a game because they've
formed an unhealthy attachment to
the success of their school and
can't bear the thought of coming in
second in anything let alone being
the first Principal in the school's
history to lose The Friendship
Games.

As Sugarcoat talks, Pinkie casts a slow, incredulous look to
the camera.

We PAN OVER to reveal Applejack staring at her.

572

(573 BC)

600 PINKIE PIE

What?

FADE OUT