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MY LITTLE PONY EQUESTRIA GIRLS DVD
RAINBOW ROCKS
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TEASER**1) EXT. TWILIGHT'S CASTLE – ESTABLISHING - DAY****2) INT. TWILIGHT'S CASTLE – THRONE ROOM - AT THE SAME TIME**

PRINCESS TWILIGHT is meeting with Spike to discuss some extremely detailed "lesson plans". Now that she's taken on the mantle of the Princess of Friendship, she's going to be called upon to share what she's learned and not just in Equestria. She wants to be prepared for anything. "What do you mean, 'not just in Equestria'," Spike asks.

3) INT. TWILIGHT'S CASTLE – HALLWAY – A MOMENT LATER

Twilight approaches a door with a series of intricate magical locks. She uses her magic to unlock them and leads Spike into...

4) INT. TWILIGHT'S CASTLE – MIRROR ROOM – CONTINUOUS

Each side of the room is lined with sparkling mirrors. Princess Twilight explains that she has recently learned that when her new castle appeared, so did this room of mirrors. She believes that each of them is a portal to another world. Spike asks Twilight if any of the portals would lead them back to a certain high school. Twilight tells him she doesn't know, but she often thinks of her friends at Canterlot High and wonders what they've been up to...

As she looks at her reflection in one of the mirrors, we DISSOLVE TO:

5) EXT. CANTERLOT HIGH – DAY

STUDENTS make their way across the quad or converse on the front steps.

OVER this we HEAR a ROCK SONG.

6) INT. CANTERLOT HIGH – MUSIC ROOM – CONTINUOUS

SUNSET SHIMMER looks on as RAINBOW DASH (on GUITAR), APPLEJACK (on BASS), FLUTTERSHY (on TAMBOURINE and SINGING BACKUP), RARITY (on KEYTAR), and PINKIE PIE (on DRUMS) play the final notes of the song we've been hearing. Rainbow Dash is front and center in her "PONIED UP" form. She plays the final notes of her solo and then transforms back to her normal form.

The girls comment that they still can't believe that happens when Rainbow Dash plays. "What can I say? I'm totally awesome," Rainbow Dash replies. "And so modest too," Rarity replies. We soon learn that the other girls have had similar experiences "Ponying Up" when they play their instruments, but so far Rainbow Dash is the only one to experience this when they are playing together as a band.

Applejack wonders aloud why there seems to still be magic at Canterlot. Fluttershy comments that she knows someone who would probably have the answer. Pinkie Pie then rattles through a series of absurd guesses. Rainbow Dash finally cuts her off, "Twilight. She means Princess Twilight." Pinkie smiles, "That was totally my next guess!" she proclaims. The other girls just smile as we....

END TEASER

TITLE SEQUENCE

ACT I**7) INT. CANTERLOT HIGH – MUSIC ROOM – SOON AFTER**

We soon learn that the girls' band, THE SONIC RAINBOOMS, is a fairly new endeavor and that their manager Sunset Shimmer is looking forward to getting them their first gig. She's certain everyone is going to love the Rainbooms' sound. "How could they not with me as lead singer and guitarist?" Rainbow Dash asks.

Rainbow Dash starts to play some scales on her guitar when VICE PRINCIPAL LUNA'S voice comes over the intercom. There is a special assembly scheduled, and everyone should make their way to the gym. Rainbow Dash continues to play her scales. "That means you too, Rainbow Dash," Vice Principal Luna admonishes. Rainbow Dash busts out a few last notes before Vice Principal Luna adds, "Now!" Rainbow Dash plays one last lingering note, and then rushes out of the room.

8) INT. CANTERLOT HIGH – GYMNASIUM – SOON AFTER

PRINCIPAL CELESTIA steps before a microphone and tells the students that the special guests have arrived and have an important announcement to make. She calls to the stage up-and-coming pop group THE SIRENS – ADAGIO DAZZLE, SMOKEY HOAX, and MIRROR MAGIC. The students offer polite applause, but no one seems overly effusive in their enthusiasm for the band. DJ-PON3 even puts on her headphones once the girls are introduced.

The trio informs the students that they will be putting on a concert and are holding auditions for an opening act. Any band at Canterlot High is welcome to audition; they'll just need to play a cover of The Sirens newest single.

Principal Celestia and Principal Luna are unexpectedly called away just before the Sirens launch into a live performance of their latest SONG. As they do so, something strange happens. An EERIE MAGICAL FORCE seems to be coming through their speakers and encircling the students watching The Sirens perform. The students are strangely mesmerized by the music. The only ones who don't seem to be affected are Sunset Shimmer and the Equestria Girls. The Sirens finish their performance and are met with an over-the-top display of cheers and shouts of "We love you Sirens!" from the students.

The Equestria Girls exchange concerned looks.

9) INT. CANTERLOT HIGH LIBRARY – LATER THAT DAY

Sunset Shimmer and the Equestria Girls meet up to discuss what they witnessed during the assembly. Their "Ponying Up" was one kind of magic, but this is definitely another. There is dark magic at play and the Sirens are somehow controlling it. Sunset Shimmer isn't sure what's going on, but she thinks she knows someone who might be able to find out and help them do something about it. Pinkie Pie once again rattles through a series of absurd guesses before Applejack finally cuts her off, "Twilight Sparkle. She's thinking of Twilight Sparkle." Pinkie smiles, "That was totally my next guess after my next guess!" Pinkie replies. "But how can we reach her when she's in an entirely different world?" Rarity ponders.

Just then, an argument breaks out between pair of students wearing homemade Sirens T-shirts. (SNIPS and SNAILS perhaps.) "I'm their biggest fan," Snips proclaims. "No! I'm their biggest fan," Snails replies. Their argument comically escalates with each trying to prove what makes them the Sirens "Number One-est fan". As CHEERILEE desperately tries to shush the boys and usher them out of the library, the girls agree that the Sirens surely have bigger plans and that the Sirens performance in the gym was just the beginning. They've got evil plans and their upcoming concert is surely where they plan on carrying them out.

The girls have to find a way to contact Twilight. She's Canterlot High's only hope!

END ACT I

ACT II

10) EXT. CANTERLOT HIGH – AT THE SAME TIME

The Equestria Girls are gathered around the Canterlot High statue that served as the portal to and from Equestria. Pinkie Pie presses her face to the base of the statue. "Hello! Princess Twilight! Can you heeeear me?" she asks. No response. Sunset Shimmer reminds Pinkie that the portal only opens every 30 moons.

Rainbow Dash confidently suggests that with a little effort she can probably force it open. She takes a running start and leaps feet first like she's doing a flying karate move. Her feet slam into the base and she then hits the ground with a thud. "Yeah. That things shut pretty tight," she says, a bit dazed.

The girls are unsure what to do. It's clear that the Sirens pose a threat, and they really need Twilight's help in trying to figure out how to deal with it. Applejack recalls that a few weeks ago she noticed something strange in her locker. She didn't think about it at the time, but maybe, just maybe it's worth taking another look at.

11) INT. CANTERLOT HIGH – HALLWAY - SOON AFTER

The girls peer into Applejack's locker. Sure enough there is a strange SLIVER of SPARKLING LIGHT in the bottom corner. Sunset Shimmer agrees that it has the same strange glow that the portal in the Canterlot High statue once did but that it is much too small for anyone to fit through. Rarity suggests that they could try to slip a message about the Sirens through the crack in hopes that it would reach Twilight and she could get a message back to them. The girls agree they have to give it a try.

12) INT. TWILIGHT'S CASTLE – MIRROR ROOM – SOON AFTER

Spike and Twilight are making their way to the exit when Twilight notices a rolled up piece of paper on the floor. Her eyes go wide as she reads what is written upon it. Spike notes her shocked expression. "What is it?" he asks. Twilight reveals that according to her Canterlot High friends, there's a singing group using dark magic and Twilight's the only one who can help them deal with it. "To the library!" Twilight says. "I knew you were going to say that," Spike replies.

13) INT. TWILIGHT'S CASTLE – LIBRARY – SOON AFTER

Twilight has been doing some research, and discovered that a trio of magical singers once existed in Equestria. Their music could make ponies abandon whatever they were doing so they could spend all of their time showering the singers with praise and adoration. To increase the dark power of their songs so that it could spread across Equestria, the singers had to create animosity between ponies. They fed off the negative energy and channeled it into their music, which made it all the more dangerous. The only way to combat the trio's dark magic was through a musical counter-spell.

If the Sirens that Twilight's friends at Canterlot High mentioned in their note are anything like the musical trio who once existed in Equestria, Canterlot High could be in real trouble. Twilight shows Spike that she's also found a book that contains the musical counter-spell. She hasn't had a chance to really study it yet, but she knows she'll need to teach her friends the spell to combat the Sirens.

"I have to go back to Canterlot High," she tells Spike.

14) INT. TWILIGHT'S CASTLE – ROOM OF MIRRORS – LATER

Twilight and Spike enter and Spike comments that returning to Canterlot High is impossible; the portal is closed. Twilight reminds him that the message from her friends must have come through one of the mirrors. There must be another portal.

"But which mirror?" Spike asks, pointing out that they found the message in the middle of the room. "Only one way to find out," Twilight answers.

A SERIES OF SHOTS: Twilight goes through several different mirrors with Spike. Each time they return with strange props and shocked expressions.

Twilight and Spike stand before another mirror. They step into it and...

A SWIRL OF RAINBOW LIGHT brings us to...

15) INT. CANTERLOT HIGH – HALLWAY – A MOMENT LATER

Classes over for the day, students get their belongings out of their lockers. Applejack reacts as the human version of TWILIGHT and the puppy version of SPIKE burst out of her locker, sending its contents flying out into the hallway. Twilight, now sprawled out in the hallway with the spell book in front of her, looks up at the shocked Applejack. "I'm back," Twilight says a little dazed. Applejack looks into her locker and sees the glowing portal that is shaped like Twilight and Spike.

16) INT. SWEET SHOPPE – SOON AFTER

Sunset Shimmer, the Equestria Girls, Spike, and Twilight have convened at the Sweet Shoppe. Pinkie Pie works the register, busses tables, and makes drinks as she participates in the girls' conversation. The Equestria Girls express their surprise that Twilight has returned but are thrilled that she has. She's clearly the only one who has the magical know how to help them deal with the Sirens and they are really counting on her to show them what to do. They know a certain blue-haired guitar player that might be pretty excited to see her again as well. Twilight blushes at the mention of Flash Sentry.

Just then, a CANTERLOT HIGH STUDENT pokes their head into the Sweet Shoppe and excitedly announces that there is new "Sirens merch" available at the music shop. Everyone but the Equestria Girls literally drops everything and rushes out of the Sweet Shoppe, expressing their excitement to get their hands on every item related to their favorite band. The Equestria Girls inform Twilight that this has been going on ever since the Sirens performed. Prior to the Sirens playing at the school assembly, none of their classmates were big Sirens fans. The girls look through the window of the Sweet Shoppe to see a Canterlot High Student clutching a T-shirt and weepily screaming, "I love you Sirens!"

Twilight has a hunch that when her Element of Magic was brought to Canterlot High, some of the magic it contained must have remained behind when she returned home with her crown. The Sirens have figured out a way to tap into the magic and through their music use it for their dark purposes. The Equestria Girls have to be chosen as the Sirens opening act so that they can play the counter-spell and stop them from pulling off whatever evil they have planned.

END ACT II

ACT III

17) INT. CANTERLOT HIGH – MUSIC ROOM – SOON AFTER

A “Ponied Up” Rainbow Dash finishes a smoking guitar solo and returns to her normal form as the Sonic Rainbooms play a SONG. “So, yeah, getting the opening act gig is gonna be no problem,” Rainbow Dash proclaims triumphantly. Twilight agrees that the band sounds awesome but thinks that the fact that they can “Pony Up” is something they need to keep under wraps.

Twilight surmises that when the Sirens tapped into the magic that had been left behind at Canterlot High and created their evil musical spell, there must have been some magic remaining. That magic was transferred to those who had used it before – Sunset Shimmer and the Equestria Girls. It not only kept them from being affected by the Sirens’ music, but also created within them a musical connection to magic, hence their new abilities.

If the Sirens were made aware that the Sonic Rainbooms also have magic, they might get suspicious and not choose them as their opening act. In other words, Rainbow Dash might need to tone it down a bit for their audition. Rainbow Dash agrees that she can avoid “Ponying Up” by being “about 20% less cool.”

Twilight is certain that with the counter-spell, they can harness that musical magic and use it to keep the Sirens from unleashing any more dark magic at their concert. The Equestria Girls all agree that they are soooooo lucky to have Twilight as a friend. They are counting on her to help them save the day again and they know with her magical expertise, she will deliver. Applejack suggests that maybe it would be best if Twilight took over as lead singer of the band. Rainbow Dash is a bit shocked at this suggestion, but relinquishes her role as front-woman when the rest of the band agrees that with her magical know-how, Twilight should be front and center.

“So what are we waitin for? Let’s get to learnin’ that music spell!” Applejack says.

Twilight opens the spell book and really looks over the spell for the first time. Spike notices her brow furrow a bit. “Everything okay, Twilight?” Spike asks. Twilight quickly puts a smile on her face and tells them that everything is great. They’ll be playing the musical counter-spell in no time.

DISSOLVE TO:

18) EXT. CANTERLOT HIGH – MUCH LATER

The sun is starting to set. OVER this WE HEAR something akin to a cat dying.

19) INT. CANTERLOT HIGH – MUSIC ROOM – LATER

The Sonic Rainbooms are playing what must be the MUSICAL COUNTER-SPELL. Only they sound absolutely awful. Rainbow Dash grows increasingly frustrated as Twilight keeps stopping her in the middle of her guitar solo to give her direction. Spike covers his sensitive dog ears as he and Sunset Shimmer exchange concerned looks. The terrible rendition of the song finally comes to an end and Twilight commends the band for a job well done. They’ll need to practice some more but she’s sure they’ll be able to work out the teeny-tiny kinks in the melody.

The girls pack up their instruments and Sunset Shimmer approaches Twilight. “Teeny tiny kinks in the melody?” Sunset Shimmer asks. “Are you sure that even is the melody?” she adds. “Of course I’m sure,” Twilight responds cheerily, but as soon as Sunset Shimmer looks away, Twilight’s smile fades.

20) EXT. CANTERLOT HIGH – SOON AFTER

The Equestria Girls start to head off campus and realize that Twilight isn't following them, but is headed to the library with Spike. She reminds them that this is where she stayed last time she was here so she figures she'll stay there again. "Are you crazy?!" Pinkie Pie asks. "It's Friday night! Slumber Party at my house!" she shouts excitedly.

21) INT. PINKIE PIE'S ROOM – THAT NIGHT

MUSIC BLARES as the girls hang out in Pinkie Pie's room, taking goofy pictures and using their cell phones to post them on a social networking site. Pinkie Pie then suggests that Twilight start her own page on the social networking site and whips out her hot pink laptop. The girls look on as Twilight awkwardly bangs on the keyboard trying to fill out the necessary info. Rainbow Dash takes the laptop and tells Twilight she'll handle the typing. But when she tries to open an account for Twilight, she finds that the user name "Twilight Sparkle" is already taken. They pull up the existing "Twilight Sparkle" page and find a picture of a more bookish looking Twilight whose friend count is zero. "Freeeakkky," Pinkie Pie says.

Just then, a DJ announces over the radio that he is going to play the most requested song of the night. "And I mean the most requested song," he says. "Seriously you guys have got to stop calling me. We can only play it once every 15 minutes max," he adds. The Sirens SONG comes on and Rarity starts to enthusiastically sing along. The other girls look at her, concerned. "What? It is a little catchy," Rarity says. Rainbow Dash turns off the radio, telling Rarity to "Save it for the band auditions."

Applejack suggests that even though they don't have their instruments, Twilight could at least teach them the harmonies of the counter-spell. They never got to that part in their earlier rehearsal. Twilight retrieves the spell and looks at the spell, then at her expectant friends. Twilight suggests that it would be better to wait and practice the whole spell. "Well, alright. You're the one who would know best," Applejack replies. "That's right. I would know," Twilight replies, a bit unconvincingly.

Twilight breathes a sigh of relief as Pinkie Pie's mother announces from another room that "Pizza's here!" The girls make a hasty exit with Twilight taking one last nervous look at the spell book before following them out the door.

22) INT. PINKIE PIE'S ROOM – LATER THAT NIGHT

Everyone but Twilight Sparkle is sound asleep. She gets out of her sleeping bag and tip-toes around her snoozing friends. She retrieves the spell book from her bag and slips out of the room.

23) INT. PINKIE PIE'S KITCHEN – SOON AFTER

Twilight pours over the spell book. She nearly jumps out of her skin when Spike comes up behind her to ask her what she is up to. Twilight confides in Spike that she can't make heads or tails of the spell. It isn't like anything she's seen before and she has no idea how she's going to teach it to her friends. "Don't worry about it," Spike tells her, "You'll figure it out. You're Princess Twilight Sparkle."

Twilight still doesn't seem so sure and continues to pour over the book as Spike looks in the refrigerator for a midnight snack. He questions why anyone would need this much whip cream and reveals the every shelf in the fridge is filled with cans of it. He closes the door and gets a fright of his own when he sees a stoic faced MAUDE PIE standing there. "He was hungry," she says in her monotone voice. She holds up her palm to reveal a turtle.

"Huh. So ponies turn into people. Dragons turn into dogs. And I guess rocks turn into turtles..." he quietly surmises as he moves to let Maude at the refrigerator. "What do you want Boulder?"

Maude asks retrieving a rock from her pocket and showing it the contents of the fridge. Spike: "Or maybe rocks are just... rocks."

24) EXT. CANTERLOT HIGH – THE NEXT MORNING

The Equestria Girls are eager to get started. Twilight is clearly exhausted from her late night cram session, but when Rarity notices the bags under her eyes, Twilight chalks it up to not being able to sleep due to all the excitement at Pinkie's slumber party.

25) INT. CANTERLOT HIGH – MUSIC ROOM – SOON AFTER

The Equestria Girls enter and are shocked to find that their instruments have been totally trashed! The girls can't believe what has happened to their stuff. Who could have done something like this? Rarity finds a clue that points them to a potential culprit as we...

END ACT III

ACT IV

26) INT. CANTERLOT HIGH - AUDITORIUM – SOON AFTER

TRIXIE and her band are practicing their SONG when Twilight and the Equestria Girls interrupt them. Rainbow Dash confronts Trixie and accuses her of destroying the Sonic Rainboom's instruments. Trixie denies she had anything to do with the crime. Why would the Great and Powerful Trixie need to sabotage another band, when she is so talented that she and her band are guaranteed to be the Sirens' opening act? Trixie suggests they ask Flash Sentry if he and his band-mates have an alibi.

27) INT. FLASH SENTRY'S GARAGE – SOON AFTER

FLASH SENTRY and his band are rehearsing a SONG. Flash stops singing when he sees Twilight standing at the entrance to the garage. He and Twilight have an awkward, flirtatious exchange. Twilight reluctantly reveals why she and the Sonic Rainbooms are there, to ask Flash and his friends if they know anything about the Rainboom's trashed instruments. Flash's demeanor quickly changes, not because he and his bandmates are being accused of something, but because Twilight is fronting the Rainbooms with the intent of being the Sirens opening act. Twilight is shocked when Flash rudely tells her that she doesn't stand a chance of playing with the Sirens and tells her to hit the road so his band can finish practicing, "Not that we need it," he adds.

28) INT. DJ PON-3's MUSIC SHOP – SOON AFTER

Twilight is still reeling a bit from Flash's nasty behavior as she and the rest of the Equestria Girls drop off their instruments to be repaired. Fluttershy agrees that he was very rude and clearly not acting like himself. "No one is," Applejack remarks, noting the CUTIE MARK CRUSADERS are on the other side of the store fighting over the last Sirens poster available in the music shop. They each proclaim that she is the founder of the Sirens Fan Club, and it is her destiny to worship and adore them forever. They each gesture to a patch on their skirt in the shape of the Sirens logo as proof. Applejack excuses herself to pull Apple Bloom away from the feud before her little sister does something she'll regret.

The Equestria Girls once again express their relief that Twilight is there to get them through this crisis. Twilight forces a smile. She's clearly uncomfortable with the confidence her friends continue to have in her.

Having successfully separated the Cutie Mark Crusaders, Applejack returns to her friends and asks what they are going to do while they wait for their instruments to be prepared. Rarity informs the girls that she knows exactly what they should do with their down time.

29) INT. CAROUSEL BOUTIQUE – SOON AFTER

An excited Rarity pulls clothes off the racks and tells the girls that she has a million ideas for their concert attire. Applejack reminds her that they are playing the gig to help save the day, what they wear isn't all that important. Rarity points out that just because they aren't trying to use the concert to achieve fame, fortune, and world-wide adoration doesn't mean they shouldn't try to look fabulous.

A SERIES OF SHOTS as the Equestria Girls try on an array of iconic musical group inspired get-ups: an 80s hair-band, Sgt. Pepper's Lonely Hearts Club Band, Daft Punk...

The girls ultimately agree that they still haven't found their own signature style, but they don't have time to continue experimenting with their look. Their instruments should be ready by now and all of this will be for naught if they don't get the concert gig and master the musical counter-spell. They need to start practicing. They all agree they should find a new place to do so as they don't want to lug their instruments around but they don't want to leave them unprotected in the music room at school either.

DISSOLVE TO:

30) INT. SWEET APPLE ACRES - BARN – LATER

The Equestria Girls finish yet another horrible rendition of the counter-spell. Fluttershy expresses her concern that their "music" might be upsetting the animals at the farm. REVEAL: the animals cowering in a corner of the barn.

BIG MAC is loading up his truck outside and Applejack asks him if he thinks they are sounding any better. "Nope," he emphatically replies.

Sunset Shimmer agrees that though they've been at this for hours, they just aren't getting the spell right. "Obviously Twilight knows what she's doing," Rarity opines, "So the problem is clearly with one of us," she continues. Rainbow Dash assures them that she is totally nailing her part of the spell and suggests that the best solution is for her to take over more of the vocals and extend the guitar solo.

Applejack expresses her belief that Rainbow Dash is just upset that she can't spend more time in the spotlight as lead singer. Rainbow Dash is peeved that Applejack would even suggest such a thing. Fluttershy cautiously interjects that Applejack may have a point. There is clearly a growing tension within the band and Twilight isn't sure what to do. "I'm sure with just a little more practice, we can do this," she tells her bandmates. But the girls don't look so sure.

Sunset Shimmer suggests that perhaps instead of focusing on the counter-spell, the girls practice the song they'll need to play for their audition. After all, they don't even have the gig yet. If they don't impress the Sirens with a tight cover of their song, the Equestria Girls won't be on the bill, and won't have the opportunity to play the counter-spell even if they have mastered it.

Twilight agrees that switching gears is a good plan and thanks Sunset Shimmer for the suggestion. Pinkie Pie counts off on her drumsticks to lead them into the cover of the Sirens song and we....

DISSOLVE TO:

31) EXT. CANTERLOT HIGH GYMNASIUM – THE NEXT DAY

Several BANDS including Trixie's, Flash Sentry's, and the Cutie Mark Crusaders are tuning their instruments and getting ready for their audition. The tension between the students is palpable. The Equestria Girls cross the campus with their instruments, passing by DJ PON-3 who has just pulled up to the curb in her sweet ride, bass pumping from its ENORMOUS SPEAKERS.

As the Sonic Rainbooms reach the entrance to the gym, Trixie calls out to Rainbow Dash and tells her how sorry she was to hear she'd been demoted in her own band. "Guess you're not as awesome as you thought you were," Trixie says with a smirk. Fluttershy tells Rainbow Dash just to ignore Trixie, but we can see that Rainbow Dash is more than a little irritated by Trixie's comment.

Just then, a limo pulls up outside and the Sirens get out. They are immediately swarmed by a mob of students who beg them for autographs and proclaim their undying love for the band and their amazing music. The girls smile as shouting matches break out between the students over who among them worships the band the most.

As the Sirens head into the gym, Twilight reminds her friends that they've got to do well enough to get the gig, but not so well that any of them "Ponies Up" and gives the Sirens any indication that they aren't just another band trying to be the Sirens' opening act. If the Sirens know something about dark magic, there's a an awfully good chance they know something about good magic and the fact that it could be used against them. Everyone agrees to keep things in check.

32) INT. CANTERLOT HIGH – GYMNASIUM – SOON AFTER

The Bands are now gathered in the gym. Adagio expresses her happiness that so many groups are there to audition. She reminds everyone that there will only be one winner. "Who's it going to be?" she asks. She and the other Sirens smile again as the bands immediately start bickering over which of them is the best and will be chosen as the Siren's opening act. Adagio lets the bickering continue for a moment, soaking it in before she announces that it's time for the first band to take the stage.

A SERIES OF DISSOLVES:

- 1) DERPY is on stage with her band. She steps up to sing but there is terrible feedback on the mic and we never get to hear her.
- 2) Snips and Snails perform a horrendous RAP VERSION of the Sirens song.
- 3) Flash Sentry's band performs their version of the song. The Sirens are impressed.
- 4) LYRA and OCTAVIA perform a classical version of the Siren's single.

33) INT. GYMNASIUM – SOON AFTER

Trixie's band finishes playing and Trixie waves her arms and sets off an impressive display of pyrotechnics. The Sirens clap their approval. A smug Trixie crosses to the Sonic Rainbooms who are next to audition. "And that's why no one will ever replace the Great and Powerful Trixie as lead singer," she says under-her-breath to Rainbow Dash. Rainbow Dash fumes as the Sonic Rainbooms take the stage.

The Equestria Girls launch into their version of the Sirens SONG. They may not have mastered the counter spell, but they sound pretty good on this one, better than the previous bands we've heard. The girls exchange excited glances. They might just win this thing.

Unfortunately, Rainbow Dash's attention isn't on her band, but on Trixie who is watching the Rainbooms perform. Trixie's comment before Rainbow Dash took the stage has gotten to her and the competitive Rainbow Dash can't let the insult stand. Just as the song is winding down, she launches into an impromptu guitar solo. Her band mates eye her nervously and Twilight tries to tell her under-her-breath to take it down a notch, but Rainbow Dash is too swept up in her own jam to listen. We PUSH IN on Rainbow Dash as she closes her eyes and rocks out as only she can.

There is a sudden <GASP> from the Sirens.

Rainbow Dash opens her eyes and we WIDEN TO REVEAL that she has "Ponyed Up". She quickly stops playing and returns to her normal form but it is too late. The Sirens have seen the magic in Rainbow Dash. Off her band mates devastated looks we...

END ACT IV

ACT V

34) INT. GYMNASIUM – SOON AFTER

Rainbow Dash quickly tries to cover. "The magic of pyrotechnics... I mean, not magic magic, you know, just stage magic..." Rainbow Dash is only making things worse and her band mates quickly usher her off the stage.

35) EXT. CANTERLOT HIGH – SOON AFTER

The Equestria Girls are gathered on the front steps of the school. "Maybe they didn't really notice," Rainbow Dash says hopefully. "You just had to be in the spotlight, didn't you?" Applejack asks. Twilight quickly interjects. "You said you've all 'ponyed up' before. This could have happened to anyone," she reminds Applejack. "But it didn't," Rarity replies. "And it wouldn't have happened to Rainbow Dash if she weren't so eager to be seen as the leader of this band," she adds.

Just then, Trixie and Flash Sentry approach, both look more than a little peeved. "Congratulations, you don't deserve it," Trixie says to the Equestria Girls. Flash reveals that the Sirens just made their decision about who was going to be their opening act and they've chosen the Sonic Rainbooms. "Obviously they've lost their minds," Flash says, "Your vocals were sub-par at best," he tells Twilight as he makes his exit.

The Equestria Girls are more than a little surprised to hear they made the cut. Rainbow Dash confidently tells her friends that they were worried about nothing. The Sirens obviously bought her line about them using pyrotechnics and are still clueless that they've got the magic to stop their evil plans.

Just then, Twilight spots the Sirens approaching. A horde of slobbering fans follows them as they make their way across the Canterlot High Campus toward the Equestria Girls. Twilight reminds her friends that if Rainbow Dash's transformation didn't blow their cover, not acting like they are just as enamored with the trio as the rest of their classmates will. Rarity tells her friends to follow her lead.

Adagio offers her congratulations to the Sonic Rainbooms for being chosen as the Sirens opening act. Rarity immediately gives an insanely over-dramatic fan girl performance, fawning over the Sirens and thanking them profusely for the opportunity. Her fellow band mates follow her lead, though none of them are able to match Rarity levels of histrionics. The Sirens seem to be buying the girls' act and tell them to meet them for a sound check in half-an-hour before taking off in their limo that is surrounded by genuinely obsessed super fans. The Equestria Girls tell Rarity how impressed they were by her act in front of the Sirens. Rarity chalks it up to eight consecutive years doing Summer Stock with the Canterlot Theater Company.

The Equestria Girls are thrilled that they've managed to secure the spot on the Sirens bill, but there is still one problem -- they haven't mastered the counter spell yet. Sunset Shimmer assures the band that come show time Twilight will help get them there. The rest of the band expresses their belief in their lead singer and her ability to get the band where they need to be. They don't notice the nervous expression on Twilight's face.

36) EXT. AMPHITHEATER – ESTABLISHING – LATER

A line of OBSESSED FANS has already formed outside. Sunset Shimmer and the Sonic Rainbooms, instruments in tow, make their way through the crowd of teenagers to the entrance where they are let inside by a BURLY SECURITY GUARD (Bulk Biceps perhaps?). They look back to see the fans rabidly debating which of them is the most die-hard Sirens fan. A FOOTBALL PLAYER lifts his sleeve to reveal a tattoo of the Sirens logo on his bicep. One of his teammates lifts his shirt to reveal an enormous tattoo of the Sirens on his back. "He is so going to regret that," Rarity comments.

37) INT. AMPHITHEATER – SOON AFTER

The Sonic Rainbooms take the stage for their sound check. Sunset Shimmer stands in the wings with Spike. Sunset Shimmer tells the girls to keep their wits about them. She's a little suspicious that they managed to get the gig even after Rainbow Dash "ponyed up" in front of the Sirens.

As the girls tune their instruments, Rainbow Dash comments that everybody is worrying too much. The Sirens wouldn't have brought them here if they had the slightest inkling as to what the Rainbooms were actually up to.

Just as she says this, she looks over to see the Sirens standing in the wings beside Sunset Shimmer. Adagio waves, and then pulls a lever. A trap door on the stage opens and the girls and their instruments drop out of view. Sunset Shimmer struggles as Smokey Hoax and Mirror Magic scoop her up and toss her into the hole that now exists in the middle of the stage. Adagio pulls the lever again and the trap door closes.

She then notices the trembling Spike standing next to her. He makes a run for it. Smokey Hoax and Mirror Magic start to go after him but Adagio tells them not to bother. "He's just a stupid dog," she tells them. "We've got better things to do," she says, "Like give our new opening act the good news," she adds.

38) INT. UNDER THE STAGE – AT THE SAME TIME

The girls try to find a way out, but the only exit is locked. There is a small gap at the front end of the stage that the girls can peer out of but there is no way they can escape through it. Rainbow

Dash takes a flying leap toward the door to try and kick it open. Her feet slam into it and she then hits the ground with a thud. "Yeah. That things locked up pretty tight," she says, a bit dazed.

"What's that saying, 'Keep your friends close—?' Applejack starts to say. "And your enemies trapped under the stage where you'll be unleashing horrible evil magic?" Pinkie suggests helpfully. "Somethin' like that," Applejack replies.

Rainbow Dash feels awful. This is all her fault. She let her desire to be in the spotlight get in the way of the entire band's success. If she hadn't let her pride get to her, she never would have "ponyed up" and the Sirens never would have realized what the Rainbooms were really up to. Sunset Shimmer puts an arm around Rainbow Dash to comfort her. "We all make mistakes," Sunset Shimmer says. "I tried to use magic to create a teenage army to invade another world," she reminds Rainbow Dash.

Twilight tells Rainbow Dash that even if they had gotten to perform with the Sirens, Twilight probably wouldn't have been able to lead the band in the musical counter-spell anyway. Rainbow Dash tells her she's being ridiculous. "You know everything there is to know about magic, why do you think we needed you to come back to Canterlot High so badly," Rainbow Dash asks.

Twilight finally breaks down and confesses that she hasn't been able to teach her friends the counter spell because she doesn't understand it herself. Fluttershy asks Twilight why she didn't let her friends know this earlier. Twilight tells them that she kept thinking she would eventually just figure it out and that everyone had put so much faith in her that she felt pressured to deliver. She was afraid to admit to her friends, and to herself, that she doesn't know as much as everybody thinks she does.

Sunset Shimmer asks Twilight if she has the book with the musical counter-spell on her. Twilight produces the book. "Mind if I take a look," she asks Twilight. Twilight hands over the book and Sunset Shimmer looks over the counter-spell. "You should have said something sooner," Sunset Shimmer says to Twilight. "This makes perfect sense to me," she says eyeing the spell.

"It does?" responds a surprised Twilight. Sunset Shimmer reveals that when she was studying under Princess Celestia she took a keen interest in dark magic. "Perhaps too keen," she adds. She recognizes elements of the counter-spell from her own studies and thinks she knows how it is meant to work.

The girls look up as the stage above them suddenly begins to shake. They can hear the muffled sounds of Trixie's band launching into the Siren's single. "Guess we know who replaced us as the opening act," says Rarity. A moment later they hear Flash Sentry's band joining Trixie's band in performing the song. "Correction: opening acts."

39) EXT. AMPHITHEATER – STAGE – AT THE SAME TIME

Trixie and Flash are performing the Sirens song, unhappy that they have to share the spotlight. The crowd goes wild as the Sirens join the bickering Flash Sentry and Trixie on stage and begin to play their song.

Flash and Trixie's bands try to outshine one another as they play with the Sirens. The Sirens smile as they observe Trixie and Flash's growing animosity toward one another. As the Sirens play their song with the Canterlot High bands, a SPECTRAL MIST begins to swirl around them.

40) INT. UNDER THE STAGE - AT THE SAME TIME

The Equestria Girls notice the spectral mist seeping through the cracks in the stage. The girls rush to the gap at the end of the stage and peer out at the crowd to see the spectral mist encircling them. The girls REACT to the sound of a SONIC BOOM.

41) EXT. AMPHITHEATER – STAGE – AT THE SAME TIME

The spectral mist EXPLODES into a visible sonic wave that spreads like a virus across the entire town.

CUT TO:

42) A SERIES OF SHOTS

Citizens hear the music of the Sirens and drop whatever they are doing to express their undying devotion to the band as we...

END ACT V

ACT VI**43) INT. UNDER THE STAGE – AT THE SAME TIME**

The crestfallen Equestria Girls are still peering through the gap in the stage as the Sirens' song continues. They react as, suddenly, the exit door begins to rattle. It flies open to reveal DJ PON-3 and Spike. Spike rushes over to Twilight who scoops him up in her arms. The girls are surprised to see that one of their classmates has come to their rescue. How is it DJ PON-3 hasn't been effected by the Sirens music?

DJ PON-3 points to her headphones. "I remembered noticing that she never takes them off," Spike tells the girls. "Thought she might be able to help us out," he adds. Twilight congratulates Spike on a job well done, and then joins her friends as they grab their instruments and race out the door.

44) EXT. AMPHITHEATER – CONTINUOUS

The girls are spotted by the burly security guard from earlier and make a run for it. Sunset Shimmer explains as they make their escape that in order for the counter-spell to work they each need to have the opportunity to interpret it for themselves. Twilight needs to lead her friends, but she also has to give them the chance to share their own unique musical magic.

45) EXT. AMPITHEATRE – A MOMENT LATER

The Equestria Girls, musical gear in tow, make it to the hillside that looks down on the amphitheatre. DJ PON-3 comes roaring up in her ride and pops open her trunk to reveal her enormous car speakers.

The Equestria Girls plug in.

46) EXT. AMPHITHEATER – ON STAGE – A MOMENT LATER

The Sirens hear a sound cutting through their music. The audience seems to notice it too and their enthusiasm for the Sirens seems to wane just the tiniest bit. The Sirens exchange confused looks. Then Smokey Hoax points to the hillside where the Sonic Rainbooms are standing with their instruments, playing the opening refrain of the counter-spell. Adagio commands the bands on stage to play louder.

What follows is an epic Scott Pilgrim-style MAGICAL BATTLE OF THE BANDS. The Sirens fight to maintain their control over the crowd who is gradually swayed by the music being played by the Equestria Girls.

The Equestria Girls TRANSFORM into their PONIED UP FORMS as Twilight directs each of them to let loose on their respective instrument, including Rainbow Dash, who holds back until Twilight gives her the go ahead to shred like she's never shredded before. The Equestria Girls resume playing together as a band, singing the final refrain of their song.

The Sirens' speakers are hit by the full magical force of the Sonic Rainbooms epic sound and EXPLODE into bits. The crowd (including Trixie and Flash Sentry) is snapped out of their Sirens worshipping state.

CUT TO:

47) A SERIES OF SHOTS

Depict citizens across the entire town trying to figure out why they've been building shrines to the Sirens, painting the Sirens logo on their cars, trying to cos-play as Adagio...

BACK TO:

48) EXT. AMPHITHEATER – AT THE SAME TIME

Adagio rushes up to Flash and tries to lure him back under her spell by singing him the chorus of her song, only to discover that she is now completely tone deaf. Smokey Hoax and Mirror Magic soon discover that they too are tone deaf and can't even remember how to play their instruments. The angry crowd boos and the trio makes a hasty exit to their limo and roar off.

49) EXT. HILLSIDE – AT THE SAME TIME

Spike and the victorious Equestria Girls share a group hug. "We knew you could do it, Twilight!" Rarity proclaims. Twilight reminds Rarity that this was a group effort and that they owe much of their victory to Sunset Shimmer who was able to help decipher the counter-spell for Twilight. "I kinda owed you one," Sunset Shimmer says with a smile.

DISSOLVE TO:

50) INT. CANTERLOT HIGH – HALLWAY - LATER

Twilight, Spike, and the Equestria Girls are gathered around Applejack's locker. As Twilight prepares to return to Equestria through the portal, Flash Sentry approaches and apologizes for getting so caught up in the whole "Battle of the Bands thing" that he nearly lost a good friend like Twilight. Twilight tells him not to worry, "We're definitely still friends." The two are lost in one another's eyes for a moment; until Spike snaps them out of it by telling Twilight they should really get going.

Twilight is about to step back through the portal when Flash gives her a mixed CD he's made of songs he thought she might like. She accepts the CD with a smile and she and Spike step through the portal.

DISSOLVE TO:

51) INT. TWILIGHT'S CASTLE – HALLWAY – SOON AFTER

Twilight and Spike exit the Mirror Room and Twilight uses her magic to lock it up tight.

52) INT. TWILIGHT'S CASTLE – LIBRARY – A MOMENT LATER

Twilight replaces the spell book on the library shelf. “Guess we’re gonna need to get back to those ‘lesson plans’ now, huh?” Spike asks. Twilight tells him they probably should. Who knows where she’ll need to go next and what lessons in friendship and magic she’ll be asked to share with those she meets along the way? She still wants to be as prepared as possible. But she knows now that she doesn’t have to have all the answers, and that it’s only by being aware that she still has a lot to learn herself that she’ll become a better princess. As she says this, she retrieves the CD from Flash Sentry from her bag.

“You know you have no way of playing that thing here, right?” Spike asks. Twilight tells him with a smile that she guesses that means she’ll just have to find a reason to go back to Canterlot High.

THE END