

Distribution:

Production:

Sarah Wall
Meghan McCarthy
Jayson Thiessen
Jim Miller
Ashley Irving-Scott

Hasbro Studios:

Stephen Davis
Kathy Page
Michael Vogel
Brian Lenard
Robert Fewkes
Sophia Hussain
Finn Arnesen
Nina Scales
Jennifer Jaimes

Hasbro Brand:

Donna Tobin
You Sun Hwang
Smantha Lomow
Georgina Melone

MY LITTLE PONY IV
"Twilight's Kingdom Pt. 1"
Episode 425
Written by: Meghan McCarthy

Polish draft: May 28, 2013

2nd draft: May 13, 2013

1st draft: April 29, 2013

Outline: March 27, 2013

Premise: Feb 19, 2013

EXT. CRYSTAL EMPIRE - ESTABLISHING - DAY

EXT. CRYSTAL EMPIRE CASTLE - AT THE SAME TIME

PRINCESS TWILIGHT is accompanied by SPIKE, APPLEJACK, RARITY, FLUTTERSHY, PINKIE PIE, and RAINBOW DASH as she makes her way to the entrance of the castle.

1	SPIKE	1
	Seems like only yesterday I was saving this place from being totally destroyed.	
	(then)	
	You guys remember that? How I saved the Equestria Games from certain doom?	
2	RAINBOW DASH	2
	(bright)	
	How could we forget?	
	(then, under her breath)	
	You only mentioned it about 15 times on the train here.	
3	RARITY	3
	(pointedly to RD)	
	Yes, and we never hear a peep out of you about <i>your</i> exploits.	
4	RAINBOW DASH	4
	Yeah, okay. Point taken.	
5	PRINCESS TWILIGHT	5
	I'm glad you all wanted to come, but I don't think it's going to be all that exciting. I pretty much just have to smile and wave as the dignitaries arrive.	
6	RARITY	6
	Yes, but you get to smile and wave like a princess.	
7	APPLEJACK	7
	How exactly is that different than smiling and waving like, <u>not</u> a princess?	
8	PRINCESS TWILIGHT	8
	It isn't.	

Twilight <SIGHS> and stops walking. The others follow suit.

9 FLUTTERSHY 9
What's wrong, Twilight?

10 PINKIE PIE 10
Why the loooonnnng face?

Pinkie Pie grabs Twilight's cheeks and pulls her face down. She lets go and Twilight's face springs back up. Twilight shakes this off and then answers.

11 PRINCESS TWILIGHT 11
I've just been feeling a little
unsure about things lately. It
doesn't seem that my new role as a
princess equates to all that much. *

12 APPLEJACK 12
Come on now, Twilight, that's just
silly. You've got a real important
role in Equestria.

13 FLUTTERSHY 13
Princess Celestia wouldn't have
asked you to come today if she
didn't think so.

Rainbow Dash, Pinkie Pie, and Rarity <AD-LIB AGREEMENT>.

14 PRINCESS TWILIGHT 14
I guess you're right.

15 RARITY 15
Of course we are.
(then)
Now hurry along. You don't want to
risk having that important role
diminished because you're tardy for
your regal meet and greet.

Buoyed by the support of her friends, Twilight continues heading toward the castle.

EXT. CRYSTAL CASTLE - SOON AFTER

Princess Twilight stands on a balcony with her friends standing behind her inside the castle. A TRUMPET BLOWS and a CRYSTAL GUARD (FLASH SENTRY) makes an announcement.

16 FLASH SENTRY (O.S.) 16
The Duke and Duchess of Mare-tonia.

DOWN BELOW a PAIR of DIGNIFIED PONIES approach the castle.

ON TWILIGHT as she smiles and waves to the dignitaries as they pass down below. Twilight uses her magic to UNFURL a banner emblazoned with the crest of the dignitaries homeland.

The doors to the castle open and the dignitaries are met by PRINCESS CADANCE, PRINCESS LUNA, and PRINCESS CELESTIA.

INT. CRYSTAL CASTLE - AT THE SAME TIME

Her job done, Twilight steps off the balcony and back into the castle to join her friends.

17	SPIKE	17
	That was it?! Princess Celestia	
	had you come all the way to the	
	Crystal Empire just to do that?!	

Twilight slumps. Her friends shoot Spike a look.

18	SPIKE (CONT'D)	18
	I mean, whoa, really regal and	
	important! <NERVOUS LAUGH>	

END TEASER

MAIN TITLES

ACT I

INT. CRYSTAL CASTLE - LATER

Twilight stands outside a pair of closed doors. Princess Cadance, Princess Luna, and Princess Celestia emerge with the Dignitaries. The Dignitaries bow to Princess Twilight.

19	DIGNITARY	19
	Your highness.	
	(then)	
	Thank you for understanding our	
	desire to keep the number of those	
	privy to these confidential	
	discussions to a minimum.	

20	PRINCESS TWILIGHT	20
	Of course.	

The Dignitaries bow to Twilight, Celestia, Luna, and Cadance before making their exit. Twilight turns to Celestia, a bit eager.

21 PRINCESS TWILIGHT (CONT'D) 21
I do understand that they didn't
want me to be in the meeting, but
is there anything else I can do to
assist with their visit?

22 PRINCESS CADANCE 22
I'm sorry, Twilight, but their
visit is already over. They're
heading back to Mare-tonia now.

23 PRINCESS TWILIGHT 23
Oh.

Princess Luna notes Twilight's disappointment.

24 PRINCESS LUNA 24
Something wrong?

25 PRINCESS TWILIGHT 25
I guess I just don't really
understand why I'm here. Couldn't
one of the Royal Guard have
unfurled the banner? *

26 PRINCESS CELESTIA 26
Having all four of us in the Empire
to greet them lets the dignitaries
know that their visit is considered
an important one.

Princess Cadance gives Twilight a smile.

27 PRINCESS CADANCE 27
Plus, it gives me an opportunity to
see my favorite sister-in-law.

Twilight smiles at Princess Cadance.

28 PRINCESS TWILIGHT 28
And I'm happy to see you. All of
you.

Princess Cadance senses Twilight has more to say.

29 PRINCESS CADANCE 29
But...

30 PRINCESS TWILIGHT 30
But, I... it's just that Princess
Luna raises the moon. Princess
Celestia raises the sun.
(then, to Cadance)
You protect the Crystal Empire.
(MORE)

PRINCESS TWILIGHT (CONT'D)

And all I seem to do is... smile
and wave.

MUSIC UP as...

Princess Twilight begins to SING.

31 PRINCESS TWILIGHT (CONT'D) 31

*It isn't that I'm ungrateful
For all the things
that I have earned/
For all the journeys I have taken
All the lessons I have learned*

*But I wonder where I'm going
What my role is meant to be/
I don't know how to travel
To a future I can't see*

*I have my wings
I wear this crown
I'm a Princess this is true/
But it is still unclear to me
Just what I'm meant to do*

*I want to have a purpose
Want to do all that I can/
Want to make a contribution
Want to feel part of the plan*

32 PRINCESS CELESTIA 32

*Your destiny's uncertain
And that's sometimes hard to take
But it will become much clearer
With each decision that you make*

33 PRINCESS CADANCE 33

*It isn't easy to be patient
I understand you wanting more
I know how hard it is to wait
To spread your wings and soar*

34 PRINCESS LUNA 34

*But you stand here for a reason
You are gifted you are strong
That crown's upon your head
Because it's here that you belong*

35 CELESTIA/LUNA/CADANCE 35
*Know that your time
is coming soon/
As the sun rises
So does the moon/
As love finds a place
in every heart/
You are a princess
You'll play your part*

36 PRINCESS LUNA 36
*We understand you wanting more
A chance to shine
A chance to soar*

37 PRINCESS CADANCE 37
*Know that your time
is coming soon/
As the sun rises
So does the moon/
As love finds a place
in every heart/
You are a princess
You'll play your part*

38 PRINCESS CELESTIA 38
*You are a princess
You'll play your part*

END SONG

Twilight looks at the Princesses gathered around her.

39 PRINCESS CELESTIA (CONT'D) 39
Your time will come.

EXT. CRYSTAL EMPIRE - LATER

The SUN SETS as the MOON RISES.

*

DISSOLVE TO:

EXT. CANTERLOT - NIGHT

There is a dreamy haze to the scene. A UNICORN walks down the empty street, using its magic to carry a small box in front of him. He turns a corner and runs into an extremely frail CLOAKED FIGURE, its face is hidden in shadow. Startled, the unicorn drops his packages.

40 UNICORN 40
Very sorry. You came out of
nowhere.

No response from the cloaked figure. *

The unicorn use its magic to retrieve his package, then tries
to get a better look at the frail figure beneath the cloak. *

41 UNICORN (CONT'D) 41
I don't think I've seen you around
these parts before. *

The Cloaked Figure speaks, his voice raspy and ragged. *

42 CLOAKED FIGURE 42
Is he friend or is he foe, the pony
wonders. *

The unicorn looks the tiniest bit worried by the cloaked
figure's odd response. *

43 CLOAKED FIGURE (CONT'D) 43
I can assure you. I am no "friend". *

Suddenly, a RED LIGHT shines out from under the shadowy
figure's cloak and connects with the the unicorn's horn,
pulling the unicorn's magic toward the shadowy figure. *

The unicorn becomes visibly weakened. *

44 CLOAKED FIGURE (CONT'D) 44
I am Lord Tirek. And I will take
what should have been mine long
ago. *

The cloaked figure continues to draw the purple magic from
the unicorn and as it does so, the unicorn's CUTIE MARK
slowly FADES AWAY until it has completely disappeared. *

The cloaked figure GROWS A TINY BIT LARGER. As he does, the
hood of his cloak slips off to reveal TIREK. A bull-like
creature, with two curved horns atop his head, and black,
soulless eyes.

Tied around his neck is a GOLD MEDALLION with the imprint of
a SIX-POINTED CROWN upon it.

The WHITE HAZE fills the screen and we...

SMASH CUT TO:

INT. CRYSTAL EMPIRE CASTLE - AT THE SAME TIME

Princess Celestia BOLTS UPRIGHT in bed. Princess Luna bursts into the room.

45 PRINCESS LUNA 45
Sister, are you alright?

46 PRINCESS CELESTIA 46
I've just had the most terrible dream.

47 PRINCESS LUNA 47
Why do you think I'm here?
(then)
But you know as well as I that this
was not a dream, but a vision. *

Princess Celestia rises from her bed.

48 PRINCESS CELESTIA 48
Then we haven't much time. The
stronger he becomes, the more we
are all in danger.

Off Princess Celestia's concerned look we...

END ACT I

ACT II

INT. CRYSTAL EMPIRE CASTLE - SOON AFTER

Princess Luna looks on as Princess Celestia addresses Princess Cadance and Princess Twilight.

49 PRINCESS CELESTIA 49
Tirek and his brother Scorpan came
here from a distant land, intent on
stealing Equestrian magic. But
Scorpan soon came to appreciate the
ways of Equestria, even befriending
a young unicorn wizard. *

50 PRINCESS LUNA 50
Scorpan urged his brother to
abandon their plans. When Tirek
refused, Scorpan alerted us to
Tirek's intentions. *

51	PRINCESS CELESTIA	51	*
	Scorpan returned to his own land,		*
	and Tirek was sent to Tartarus for		*
	his crimes.		*
	(then, grave)		*
	But it appears he has found a way		*
	to escape.		
52	PRINCESS LUNA	52	*
	We believe it happened when		*
	Cerberus left his post at the		*
	gates.		*

Twilight registers her insight into this event.

53	TWILIGHT	53
	But that was a long time ago. Why	
	is he just now starting to steal	
	magic?	
54	PRINCESS CELESTIA	54
	His time in Tartarus left him very	
	weak. He has just now gained enough	
	strength to use his dark powers.	
55	PRINCESS LUNA	55
	But with each passing moment, he	
	grows stronger still.	
56	PRINCESS CADANCE	56
	Then he must be stopped.	
	(then)	
	And I know just the Princess who	
	could stop him.	

She looks to Princess Twilight who quickly rises to the challenge.

57	PRINCESS TWILIGHT	57
	Yes. I'll find him and--	
58	PRINCESS CELESTIA	58
	No, Twilight, I'm afraid I must	
	call on another to stop Tirek.	

Twilight is visibly disappointed.

59	PRINCESS CELESTIA (CONT'D)	59
	Discord.	

Princess Twilight's jaw drops in shock. OVER this WE HEAR:

60 AJ/RV/PP/RD/SPIKE 60
 (utter shock)
 DISCORD?!

EXT. PONYVILLE - DAY

Rainbow Dash, Pinkie Pie, Applejack, Rarity, and Spike stare at Twilight in disbelief. Fluttershy is there is well but registers less surprise at the news Twilight has just shared.

61 APPLEJACK 61
 As in Discord, Discord?

62 PRINCESS TWILIGHT 62
 Yes.

63 FLUTTERSHY 63
 I don't think it's that big of a surprise. He can be very helpful.

Her friends shoot her a look -- she can't be serious.

64 PRINCESS TWILIGHT 64
 According to Princess Celestia, he
 can sense when there is a magical
 imbalance. The next time Tirek
 steals magic, Discord will be able
 to track him down. *

65 RAINBOW DASH 65
 So what are you supposed to do in
 the meantime?

66 PRINCESS TWILIGHT 66
 <SIGH> Nothing. Absolutely nothing.
 Unless of course one of you needs
 me to smile and wave.

67 PINKIE PIE 67
 Oooh. Oooh. I want you to smile
 and wave!

68 RARITY 68
 I believe she was joking, darling.

69 PINKIE PIE 69
 Joking?! At a time like this?!
 There's a magic stealing maniac on
 the lose!

70 PRINCESS TWILIGHT 70
 <SIGH> I suppose that's Discord's
 problem now. And I know he's going
 to do his best to solve it.

*

Twilight turns and starts to walk off. Spike follows.

71 SPIKE 71
 Where are you going?

72 PRINCESS TWILIGHT 72
 To the Castle of the Two Sisters.
 I'm not really needed anywhere
 else. Might as well catch up on
 some of my reading.

Her friends exchange concerned looks, recognizing Twilight's
 somber mood.

73 RAINBOW DASH 73
 Want some company?

Rainbow Dash flies up to her. Applejack follows soon after.

74 APPLEJACK 74
 It has been awhile since we've all
 visited the castle. Might be fun,
 right y'all?

She gestures for the others to join her next to Twilight.

75 RARITY 75
 I do love gazing at those gorgeous
 tapestries in the main hall.

76 FLUTTERSHY 76
 And the library has a really
 interesting book that I've been
 wanting to take a peek at. It's
 about ponies that live in the
 water.

*

77 PINKIE PIE 77
 And I've got a hankering for some
 organ music!

She is suddenly dressed as the "Pony of Shadows" from Ep 403
 and mimes playing an organ.

78 PINKIE PIE (CONT'D) 78
 <ORGAN MUSIC SOUNDS>

Princess Twilight looks at her friends rallying around her,
 and can't help but smile a little.

79	PRINCESS TWILIGHT	79
	Maybe I could use a little company	
	right now.	

Her friends follow her as she heads off.

DISSOLVE TO:

EXT. CASTLE OF THE TWO SISTERS - SOON AFTER

Twilight, Spike, Fluttershy, Rainbow Dash, Pinkie Pie, and Applejack approach the Castle. They pause to look down at the TREE OF HARMONY and the ELEMENTS hanging from its branches.

80	RAINBOW DASH	80
	Sometimes I still can't believe we	
	had to give back the Elements.	

81	RARITY	81
	Nor can I. Still, it had to be	
	done or the Tree of Harmony	
	wouldn't have survived.	

82	FLUTTERSHY	82
	But Twilight was right. Even	
	without the Elements, our	
	friendship is as strong as ever.	

*

The friends nod in agreement.

83	APPLEJACK	83
	I just hope another "friend" of	
	ours never makes us sorry we had to	
	give them up.	

*

*

84	DISCORD (O.S.)	84
	You're talking about me, I presume?	

The ponies look up to see DISCORD floating in front of them, wearing a pair of reading glasses, and flipping through the JOURNAL OF THE TWO SISTERS.

85	APPLEJACK	85
	How'd you guess?	

86	DISCORD	86
	My ears were burning.	

He FANS FLAMES that shoot out of his ears. One hits the ground and starts a fire which Applejack quickly stamps out.

87 RAINBOW DASH 87
What are you even doing here,
Discord?

88 DISCORD 88
Just a bit of light reading before
I head off on my *extremely*
important mission.
(then)
I suppose you all know I've been
tapped to capture a certain
Tartarus escapee.

89 SPIKE 89
PFFT. Big deal.

90 DISCORD 90
You're right, Spike, it is a "big
deal". Seems I possess a magic that
gives me quite an important role in
Equestria.
(then)
Maybe they should make me an
Alicorn Princess.

He snaps his claws and is suddenly wearing a GIANT CROWN, a PLASTIC UNICORN HORN held to his forehead by an elastic strap and a ridiculously over-sized pair of WINGS. He smiles and waves to an imaginary crowd.

91 RAINBOW DASH 91
In your dreams.

Rainbow Dash knocks the crown and horn off his head.

92 DISCORD 92
Oh I never dream of such things.
Ask Princess Luna.

93 APPLEJACK 93
Don't you have a creepy magic-
stealing villain to track down?

Discord uses his magic to make the wings and unicorn horn disappear.

94 DISCORD 94
Yes, yes, of course. It's just
that I couldn't help but notice
that Twilight hasn't opened this
little chest of hers.

He puts his arm around Twilight and guides her to the Chest in front of the Tree of Harmony.

95 DISCORD (CONT'D) 95
It got me thinking. What if what's
locked inside is something that
could help her prove her royal
worth?

Princess Twilight considers this.

96 DISCORD (CONT'D) 96
I only bring it up because she said
she's been feeling like her role as
a princess doesn't equate to much.

97 PINKIE PIE 97
 (matter-of-fact)
She did say she was feeling like
that.
 (then, realizing)
Hey! Wait a minute! How do you know
she said she was feeling like that?

Twilight and her friends glare at Discord, already knowing
the answer to that question.

98 DISCORD 98
Oh, my. Is eavesdropping not the
way you're supposed to find out
what your best pals are up to?
 (then, laying it on thick)
Woe is me. Will I ever learn the
intricate nuances of being a good
friend?

He notices the girls still glaring at him.

99 DISCORD (CONT'D) 99
Yes, well, I suppose now is as good
a time as any for me to make my
exit.

He SNAPS his claws and disappears into thin air.

100 APPLEJACK 100
And good riddance--

She is cut short as Discord suddenly returns. He is holding
the Journal of the Two Sisters.

101 DISCORD 101
Almost left with the little journal
you all have been keeping. What a
fascinating read. Haven't you
girls just learned so much?

He tosses the book at Twilight's hooves.

102	DISCORD (CONT'D)	102
	I've bookmarked a few of the more	
	"interesting" passages. You should	
	really take a look.	

Twilight uses her magic to pick up the book.

103	DISCORD (CONT'D)	103
	We're still on for tea later aren't	
	we, Fluttershy?	

104	FLUTTERSHY	104
	I wouldn't miss it.	

105	DISCORD	105
	(sing-song)	
	I'll bring the cucumber sandwiches.	

Discord SNAPS his claws, and disappears.

106	APPLEJACK	106
	Who-wee. Sometimes I think the	
	"reformed" Discord is more	
	obnoxious than the "before he was	
	reformed" Discord.	

107	RARITY	107
	Indeed.	

108	FLUTTERSHY	108	*
	(to Twilight)		*
	But he could be right, couldn't he?		*
	What if there is something		*
	important in that chest?		*

Twilight examines the chest.	*
------------------------------	---

109	PRINCESS TWILIGHT	109	*
	There's only one way to find out.		*

DISSOLVE TO:

INT. LIBRARY OF THE TWO SISTERS - LATER

Spike and the girls are sprawled out around the room and surrounded by books that have been pulled from the shelves. A discouraged Twilight addresses her friends.

110	PRINCESS TWILIGHT	110
	Anything?	

Her friends shake their heads "no".

111	PRINCESS TWILIGHT (CONT'D)	111
	There must be something in this library that can help me figure out how to open it. A clue of some kind.	

Pinkie produces a lead pipe.

112	PINKIE PIE	112
	Could it be this lead pipe?	

113	SPIKE	113
	Why is there a lead pipe in the library?	

114	PINKIE PIE	114
	I dunno. Probably the same reason there's a candlestick, a rope, and a wrench.	

She produces a CANDLESTICK, a ROPE, and a WRENCH.

115	PRINCESS TWILIGHT	115
	I'm sorry, Pinkie, but I don't think any of those are going to help us find the keys to the chest. The answer is in one of these books. I just know it.	

She looks around, her gaze eventually falling on the Journal of the Two Sisters. She uses her magic to pick it up and turn to the first page Discord has bookmarked.

EXT. ANOTHER PART OF EQUESTRIA - AT THE SAME TIME

The cloaked figure has cornered another UNICORN. It goes limp as it is drained of its magic and its Cutie Mark fades away. Tirek turns away from the weakened unicorn and comes face-to-face with Discord.

116	DISCORD	116
	Tirek, I presume.	

Tirek's expression reflects his surprise.

117	TIREK	117
	(weakly)	
	Discord. You're... free?	

118	DISCORD	118
	As a bird.	

Discord TRANSFORMS INTO A BIRD and sits in a NEST that has appeared out of thin air.

Tirek bows to Discord.

[illegible]

Discord resumes his normal form.

120 DISCORD 120
I'm afraid the feeling isn't
mutual.

Tirek suddenly finds his hooves in handcuffs. Tirek FIRES a BLAST of MAGIC at Discord but it is weak and Discord easily deflects it.

121 TIREK 121
 (weakly)
I should have known you would want
to have Equestria all to yourself.

122 DISCORD 122
Oh, I'm not doing this for me. I'm
doing it for my friends.
(then)
Just between the two of us, it's
mostly for Fluttershy.

```
123          TIREK          123
Fluttershy?  You're not saying
you're friends with... Ponies?
```

Discord suddenly BURSTS OUT of the top of an ENORMOUS CAKE.

```
124          DISCORD          124
125 Surprise!
```

Tirek looks at Discord for a moment before he speaks. He chooses his words carefully.

125	TIREK	125	
I am surprised that someone with			*
your intellect does not see this			*
"friendship" is but a new form of			
imprisonment. Clearly you've had to			
abandon your true nature to stay in			
their good graces.			

Discord looks up from the piece of cake he's now eating.

126 DISCORD 126
 (mouth full of cake)
I've done nothing of the sort.

TIREK

Please. I have seen this before.
 (then)
But he was always weak-minded. You
are Discord. You are legend. You
cannot fall into the same trap that
claimed my brother.

Tirek shuffles closer to Discord.

128 TIREK (CONT'D) 128
Help me to grow strong and be
rewarded with something far greater
than "friendship" -- freedom.

Discord's interest has been piqued.

129 TIREK (CONT'D) 129
Once I have stripped these ponies
of their magic, nothing would give
me greater pleasure than to see
their world turned upside down. Who
better to do so than the master of
chaos himself?

Tirek raises his front shackled hooves.

130 TIREK (CONT'D) 130
Join me, Discord, and reclaim your
greatness.
 (then, pointed)
Unless, of course, "pony errand
boy" is the role you've always
wanted to play in this world?

Discord considers his options as we...

END ACT II

ACT III

INT. CASTLE OF THE TWO SISTERS - LATER

Twilight is completely absorbed in the Journal of the Two Sisters. She turns a page and scans it with her eyes.

She turns to yet another page. Her eyes scan the page even more quickly this time. She turns another page. Eyes darting across what is written there. She suddenly looks up from the book, excited.

131 PRINCESS TWILIGHT 131
I think I've found something!

Her friends look up from their own reading material and gather around Twilight.

132 APPLEJACK 132
What is it, sugarcube?

133 PRINCESS TWILIGHT 133
I can't be sure but, I've been reading our journal and there's something interesting about the sections that Discord bookmarked.

Twilight uses her magic to flip through the journal, landing on one of the bookmarked entries.

134 PRINCESS TWILIGHT (CONT'D) 134
...Applejack, do you remember when you had to tell everypony that the tonic Granny bought from the Flim-Flam brothers didn't really work?

135 APPLEJACK 135
How could I forget? It was one of the hardest things I've ever had to do...

DISSOLVE TO:

EXT. PONYVILLE POOL - FLASHBACK - EPISODE 421

Applejack looks out over a crowd.

136 APPLEJACK 136
I hate to disappoint everypony, but there's no way Granny could have made that dive because this tonic is a fake.

The crowd suddenly GASPS in unison.

BACK TO:

INT. LIBRARY OF THE TWO SISTERS - NOW

Applejack addresses her friends.

[illegible]

138 PRINCESS TWILIGHT 138
(explaining)
Reading through the Journal we've
kept together, I've found that each
of you has had to face a situation
where living up to the Element of
Harmony you represent wasn't easy.

Twilight turns to another page of the book.

139 PRINCESS TWILIGHT (CONT'D) 139
Fluttershy, it was when you
realized that the way to show
kindness to the Breezies was by
forcing them to leave your home.

DISSOLVE TO:

INT. FLUTTERSHY'S COTTAGE - FLASHBACK - EPISODE 416

Fluttershy opens the door for the Breezies and they all look at her, stunned. And then they fly out the door. Fluttershy fights back tears. It is not easy for her to be "mean".

DISSOLVE TO:

INT. LIBRARY OF THE TWO SISTERS - NOW

Fluttershy looks a bit distraught at the memory.

140 FLUTTERSHY 140
The looks on their poor little
faces.
(then, sure of herself)
But I knew that as difficult as it
was, pushing them away was the
kindest thing I could do for them.

Princess Twilight turns to another page in the journal.

141	PRINCESS TWILIGHT	141
	Rarity, even after Suri took advantage of your generosity at Fashion Week in Manehattan, you didn't let it cause you to abandon your generous spirit.	

INT. GRAND MAJESTIC THEATER - FLASHBACK - EPISODE 408

The Mane 6 are watching the end of Filly Elliot.

DISSOLVE TO:

INT. LIBRARY OF THE TWO SISTERS - NOW

Rarity addresses her friends.

142	RARITY	142
	I knew how much you wanted to see that show and I simply couldn't have lived with myself if I didn't do something special for the friends who have always been so generous to me.	

Twilight turns another page.

143	PRINCESS TWILIGHT	143
	Rainbow Dash, you had the chance to fly with the Wonderbolts at the Equestria Games but instead you chose to compete with your friends.	

DISSOLVE TO:

EXT. RAINBOW FALLS - FLASHBACK - EPISODE 410

Rainbow Dash and her teammates Fluttershy and Bulk Biceps are all getting their medals.

BACK TO:

INT. LIBRARY OF THE TWO SISTERS - NOW

Fluttershy smiles at Rainbow Dash.

144 PRINCESS TWILIGHT 144
Flying with the Wonderbolts would
have gotten you a gold medal at the
Equestria Games.

145 RAINBOW DASH 145
Sure. But being loyal to my friends
was way more important.

146 PINKIE PIE 146
My turn! My turn!

Twilight smiles and turns to another page of the journal.

147 PRINCESS TWILIGHT 147
(to Pinkie Pie)
Pinkie Pie, you realized that
seeing your friend laugh was more
important than proving you were a
better party planner than Cheese
Sandwich.

DISSOLVE TO:

EXT. PONYVILLE - TOWN SQUARE - FLASHBACK - EPISODE 409

Pinkie Pie announces her decision to stop the Goof Off.

148 PINKIE PIE 148
I forfeit. Which means, Cheese
Sandwich wins!

BACK TO:

INT. LIBRARY OF THE TWO SISTERS - NOW

Rainbow Dash grins at Pinkie Pie.

149 RAINBOW DASH 149
Best party I've ever had.

Pinkie Pie smiles broadly.

150 RARITY 150
It's clear we've all had our
moments to shine, Twilight, but I'm
with Applejack. What does any of
this have to do with the opening
the chest?

151 PRINCESS TWILIGHT 151
All of you had tough choices to
make, but when you made the right
one and embraced your Element, it
helped somepony else make the right
choice too.

Princess Twilight references the journal.

152 PRINCESS TWILIGHT (CONT'D) 152
Each of you received something from
the pony whose life you helped
change...

DISSOLVE TO:

EXT. PONYVILLE POOL - FLASHBACK - EPISODE 421

Silver Shill pushes the BIT across the ground to Applejack.

153 SILVER SHILL 153
I'd like you to have it. As a
reminder of how you helped me
finally see the truth.

DISSOLVE TO:

INT. GRAND MAJESTIC THEATER - FLASHBACK - EPISODE 408

Coco gives Rarity a SMALL GIFT WRAPPED PACKAGE.

154 COCO 154
I brought you something to say
thank you.

DISSOLVE TO:

INT. BREEZIE HOME - FLASHBACK - EPISODE 416

SeaBreeze hands Fluttershy a SMALL FLOWER plucked from the
Breezies world.

155 SEABREEZE 155
To remember us by.

DISSOLVE TO:

EXT. RAINBOW FALLS ARENA - FLASHBACK - EPISODE 410

Spitfire gives RAINBOW DASH her WonderBolts Pin. (NOTE: We'll need to add this moment to 410 as RD's "key" moment plays differently in the current script).

DISSOLVE TO:

EXT. PONYVILLE TOWN SQUARE - FLASHBACK - EPISODE 409

As Cheese Sandwich passes Pinkie Pie, he tosses her his RUBBER CHICKEN.

156	CHEESE SANDWICH	156
	Just a little memento of my visit.	

BACK TO:

INT. LIBRARY OF THE TWO SISTERS - NOW

Princess Twilight addresses her friends.

157	PRINCESS TWILIGHT	157
	I know it sounds crazy, but maybe there's something special about those objects that would lead us to the location of the keys.	
	(then)	
	The chest is connected to the Tree of Harmony, the Tree is connected to the Elements, and the Elements are connected to all of us. There must be a connection!	

Her friends <AD-LIB AGREEMENT>.

158	PRINCESS TWILIGHT (CONT'D)	158
	I hate to admit it, but maybe Discord was trying to be a good friend after all.	

*

INT. GRAND MAJESTIC THEATER - AT THE SAME TIME

*

<APPLAUSE> as the curtains close on a production of "Henny of the Hills". The curtains suddenly re-open to reveal Discord bowing in front of the terrified CAST of the show.

*
*
*

159	DISCORD	159
	Please, hold your applause until the end of the show.	

*
*
*

The <APPLAUSE ABRUPTLY STOPS>. *

Discord <SNAPS> his fingers and the doors at the back of the theater suddenly <SLAM> and are bolted shut. *

160 DISCORD (CONT'D) 160 *

I just have one question. Are there *

any unicorns in the house tonight? *

A nervous "show of hooves" from the audience. *

Just then, Tirek steps out onto the stage, horns glowing. *

He pulls magic from the unicorns out in the audience toward the stage and grows a foot taller. *

Discord <CLAPS>. *

161 DISCORD (CONT'D) 161 *

Encore! Encore! *

EXT. CASTLE OF THE TWO SISTERS - TREE OF HARMONY - SOON AFTER

Pinkie Pie, Rarity, Rainbow Dash, Applejack, and Fluttershy have retrieved the RUBBER CHICKEN, SPOOL OF THREAD, MEDAL, BIT, and FLOWER and stand with Twilight and Spike by the Chest. Twilight examines the objects.

162 PRINCESS TWILIGHT 162

(re: the objects)

I don't see anything on them that

would give us a clue as to where

the keys might be. They're just

ordinary, everyday objects.

Pinkie Pie eyes the objects for a moment then taps them with her hoof, gives them a sniff, sticks her tongue out and tastes them... *

163 PINKIE PIE 163 *

Uh-huh. Just as I thought. These *

things aren't ordinary at all. *

Pinkie Pie picks up her rubber chicken and SQUEEZES it. *

164 PINKIE PIE (CONT'D) 164 *

Come on, Boneless! Give us that *

key! *

165 PRINCESS TWILIGHT 165 *

I don't think that's going to work. *

Pinkie Pie SQUEEZES even harder and the rubber chicken slips out of her grasp and ROCKETS toward the chest. *

As soon as it comes into contact with the chest, a beam of RAINBOW LIGHT emerges from the keyhole and encircles the rubber chicken. Everyone lets out a <GASP> as it is TRANSFORMED into a KEY with Pinkie Pie's Cutie Mark as its handle. *

The key is pulled toward the keyhole by the beam of rainbow light and clicks into place.

Pinkie Pie beams at her friends.

166	PINKIE PIE	166
	Told ya!	

Applejack, Fluttershy, Rainbow Dash, and Rarity scramble to bring their objects over to the chest.

As soon as the objects touch it, beams of RAINBOW LIGHT emerge from the remaining empty keyholes and encircle the objects.

The bit, the spool of thread, the medal, and the flower are all TRANSFORMED into keys with Rainbow Dash, Fluttershy, Applejack, and Rarity's Cutie Marks.

The keys are then pulled by the rainbow light into their respective keyholes.

The girls stare at the chest for a beat, then...

167	APPLEJACK	167
	What are you waitin' for, Twilight?	
	Open her up.	
168	PRINCESS TWILIGHT	168
	I can't.	
	(then, disappointed)	
	There's still one key missing.	

The girls all look at the single keyhole without a key.

169	PRINCESS TWILIGHT (CONT'D)	169
	The key that represents the Element of Magic. <u>My</u> Element.	

170	FLUTTERSHY	170
	Oh but I'm sure that if we've gotten our keys, you have too, Twilight.	

171 RARITY 171
Of course she has. Think Twilight,
when have you completed a difficult
magical task and in doing so
encouraged another pony to do the
same?

172 PRINCESS TWILIGHT 172
That's just it. I haven't. If I
had, I would have written about it
in the Journal.

Twilight is visibly disappointed. Spike goes to comfort her.

173 SPIKE 173
Don't worry, Twilight, I'm sure
you'll get your key eventually--

He stops short, suddenly receiving an incoming scroll which
he <COUGHS UP> in a burst of flame.

Twilight uses her magic to unfurl the scroll.

174 SPIKE (CONT'D) 174
What's it say?

175 PRINCESS TWILIGHT 175
That I'm needed in Canterlot at
once.

EXT. APPALOOSA - AT THE SAME TIME

Discord, wearing a COWBOY HAT, spins a LASSO around his head.

176 DISCORD 176
Looks like there's a new sheriff in
town.

TERRIFIED EARTH PONIES stampede away from him, but the lasso
suddenly becomes ENORMOUS and encircles them all and grows
taut.

Discord pulls the captured ponies closer.

He tips his hat at Tirek who forces a smile, clearly not
amused by Discord's antics.

Tirek's horns glow and he strips the captured ponies of their
strength.

Tirek grows even larger in size. He is now as big as
Discord.

INT. CANTERLOT CASTLE - LATER

Princess Celestia, Princess Luna, and Princess Cadance are gathered in the throne room, their expressions pensive. They look to the door as Princess Twilight enters.

177 PRINCESS TWILIGHT 177
I came as quickly as I could.
(then)
Is something wrong? Is it Tirek?

178 PRINCESS LUNA 178
It can be no other.

Princess Celestia's horn lights up she uses her magic to PROJECT AN IMAGE of a desolate Cloudsale. There is not a Pegasus to be found. We PAN DOWN within the projected image to a line of blank flanked Pegasi. They stare into the distance. Their wings flapping, but their bodies rooted to the ground, as if held there by some unseen force.

179 PRINCESS CELESTIA 179
Tirek has stolen enough magic that
he now has the strength to steal
flight as well.
(then)
Without Pegasus to control the
weather, there will be no rain in
Equestria.

The projected image disappears.

180 PRINCESS CELESTIA (CONT'D) 180
There is word he has gone after
Earth Ponies as well. Without
their strength they will not be
able to tend the land.

181 PRINCESS LUNA 181
Ponies will no longer be in control
of their world. That power will
belong solely to Tirek.

182 PRINCESS TWILIGHT 182
But how can this be happening?
Shouldn't Discord have found Tirek
by now?

183 PRINCESS CELESTIA 183
I am afraid I put too much trust in
Discord and the effect that
friendship would have upon him.

184 PRINCESS TWILIGHT 184
(alarmed)
You mean--?

185 PRINCESS LUNA 185
Discord has betrayed the ponies of
Equestria and joined forces with
Tirek. *

Princess Twilight reacts to this disheartening news.

186 PRINCESS TWILIGHT 186 *
How could he do this? I thought our *
friendship meant something to him. *
I thought he had changed. *

187 PRINCESS CELESTIA 187
There is no doubt that Tirek is
after Alicorn magic. With Discord
by his side, we will not be able to
stop him from taking it.

188 PRINCESS LUNA 188
Once it is in his possession, his
power will know no bounds and all
hope will be lost.

189 PRINCESS CELESTIA 189
But there is a solution.

Princess Twilight brightens.

190 PRINCESS CELESTIA (CONT'D) 190
We must rid ourselves of our magic
before Tirek has the chance to
steal it from us.
(then, grave)
It is only by making this sacrifice
that Equestria and the lands beyond
it might be saved.

Off Princess Twilight's shocked expression we cue DRAMATIC
MUSIC STING and...

FADE TO BLACK

END PART I