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MY LITTLE PONY IV
"Twilight's Kingdom Pt. 2"
Episode 426
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TEASER

A recap of Part One.

END TEASER

MAIN TITLES

ACT IV

INT. CANTERLOT CASTLE - SOON AFTER

Twilight is still in a state of shock.

1 PRINCESS LUNA 1
Tirek is set on possessing Alicorn magic. When he comes for us, we cannot have what he is looking for.

Twilight steels her resolve.

2 PRINCESS TWILIGHT 2
I'm more than willing to do my part and give up my magic.

3 PRINCESS LUNA 3
No, Princess, you misunderstand. Our magic cannot just disappear into thin air. Somepony must keep it safe while we seek out another way to send Tirek back to Tartarus.

Princess Luna and Princess Celestia look to Cadance to share the rest of their plan.

4 PRINCESS CADANCE 4
That somepony is you, Twilight.

5 PRINCESS TWILIGHT 5
Me? Why me?

6 PRINCESS CELESTIA 6
We do not believe that Tirek is aware that a fourth Alicorn Princess exists in Equestria. If we transfer our magic to you, Tirek will not know where it has gone.

7 PRINCESS CADANCE 7
(gently)
Do you understand what we're asking of you, Twilight?

The three Princesses look to Twilight, awaiting her response to Princess Cadance's question.

8 PRINCESS TWILIGHT 8
Yes.
(then, worried)
It's just...I'm only now learning to control my own Alicorn magic. To take on even more...

Princess Cadance reads the worried look on Twilight's face.

9 PRINCESS CADANCE 9
Twilight, you represent the Element of Magic. If there is anypony who can do this, it's you.

Twilight considers this for a moment.

10 PRINCESS TWILIGHT 10
Taking on this task will be one of the most difficult things I will ever do. But with the help of my friends, I know I won't fail.

11 PRINCESS CELESTIA 11
I'm sorry, Princess Twilight, but you must keep your new abilities a secret. I fear that your friends' being aware of your new power could put them at great risk.

Princess Twilight is visibly disappointed to hear this.

12 PRINCESS CELESTIA (CONT'D) 12
Do you still think you can take on this responsibility?

13 PRINCESS TWILIGHT 13
This is the role I am meant to play as a Princess of Equestria. I will not fail to do my duty.

Princess Celestia gives Princess Twilight a gentle smile, then addresses the other princesses.

14 PRINCESS CELESTIA 14
Then we must begin at once.

She gestures for Princess Luna and Princess Cadance to take their places on either side of Twilight. Princess Celestia stands in front of her.

15 PRINCESS CELESTIA (CONT'D) 15
This might feel a little strange.

Twilight takes a deep breath as the horns of the other three princesses begin to GLOW.

Suddenly, magic SHOOTS out of their horns and meets in the air above Twilight, creating a BLINDING WHITE LIGHT.

The princesses lower their horns, guiding the light down to the tip of Twilight's horn.

Twilight's eyes GLOW WHITE, then are filled in rapid succession with images of Princess Celestia, Princess Luna, and Princess Cadance's CUTIE MARKS.

EXT. ANOTHER PART OF EQUESTRIA - AT THE SAME TIME

Discord gleefully dumps an over-sized sack full of Unicorns, Pegasus, and Earth Ponies in front of a noticeably larger Tirek. Discord's body suddenly TWITCHES.

16 DISCORD 16
(confused)
That can't be right.

17 TIREK 17
What can't be right?

18 DISCORD 18
Nothing. Carry on.

INT. CANTERLOT CASTLE - SOON AFTER

A weakened Princess Luna, Princess Celestia, and Princess Cadance are slumped on the ground around Princess Twilight. Her wings are extended, her eyes are still white.

She closes, then reopens her eyes and they resume their normal color.

Princess Celestia rises. We now see that she, Luna, and Cadance are all missing their Cutie Marks.

19 PRINCESS CELESTIA 19
It is done.

DISSOLVE TO:

EXT. PONYVILLE - ESTABLISHING - EARLY MORNING

The moon still hangs in the sky.

INT. GOLDEN OAK LIBRARY - CONTINUOUS

Twilight enters to find a sleeping Spike. A <CREAK> in the floorboard rouses him from his slumber and wipes his eyes.

20 SPIKE 20
(groggily)
You weren't gone very long.
(then, hopeful)
Does that mean everything is okay?

21 PRINCESS TWILIGHT 21
Yes. Everything's fine.

22 SPIKE 22
In that case I'm going back to bed.
Sun's not up, then neither am I.

Spike snuggles back into his bed, pulling the covers over his head. A beat, and then we hear <GENTLE SNORING>. Princess Twilight looks out at the moon, confused.

23 PRINCESS TWILIGHT 23
That's strange, the sun should be
up by now. <GASP>
(panicked)
The sun should be up by now!

She looks back at Spike who is still sound asleep and then turns her attention back to the sky.

24 PRINCESS TWILIGHT (CONT'D) 24
You can do this.

She takes a deep breath and her HORN begins to GLOW.

25 PRINCESS TWILIGHT (CONT'D) 25
Steady...

Suddenly, her entire body begins to VIBRATE UNCONTROLLABLY, overwhelmed by the magic it now carries within it.

Outside, the MOON SUDDENLY PLUMMETS out of frame.

Twilight's vibrating hooves RATTLE THE FLOORBOARDS, rousing Spike from his slumber. He notices Twilight's shaking.

26 SPIKE 26
Are you alright?

She looks back at Spike.

27 PRINCESS TWILIGHT 27
(covering)
I'm fine. Just, uh, doing some exercises.

Spike doesn't look like he's buying it.

28 SPIKE 28
If you say so...

EXT. CANTERLOT CASTLE - AT THE SAME TIME

SHINING ARMOR stands watch. He looks up as the sun ZOOMS UP into the sky at an unnatural speed.

Shining Armor REACTS to the strange sight, then looks back down to see Discord and Tirek standing before him. Tirek is now MASSIVE and towers over Shining Armor.

29 DISCORD 29
Shining Armor. Why whatever are you doing here?

Shining Armor glares at Discord as he takes a defensive stance at the entrance to the castle.

30 SHINING ARMOR 30
Back off, traitor.

31 TIREK 31
The only one Discord betrayed was himself. Abandoning his true nature to make "friends" with weak-minded equines who offer him nothing.
(then)
But unlike others I have known, he has seen the error of his ways and will be rewarded for it. Isn't that right, Discord?

32 DISCORD 32
(to Shining Armor)
That's right.

Shining Armor fires up his horn and...

...PHZAAMM! Shoots a blast at Discord who splits himself in two to avoid being struck by Shining Armor's magic.

33 DISCORD (CONT'D) 33
Missed me.

Discord zips himself back together. PHZAMM! Shining Armor fires another blast but suddenly finds Discord behind him, whispering in his ear.

34 DISCORD (CONT'D) 34
Nice try.
(then)
What's next? Going to throw
Princess Cadance at me? *

PHZAAMM! PHZAAM! PHZAMM! Shining Armor suddenly fires a series of blasts that encircle Discord and Tirek in a ring of purple fire. Shining Armor smiles at his hand-work.

35 SHINING ARMOR 35
Feels familiar, doesn't it Tirek?

Tirek sneers at Shining Armor.

36 TIREK 36
Fool. You think you're magic can
contain me when I now have within
me the power of so many of your
unicorn brothers and sisters?

Tirek's body flexes and he fires magic from his horns, blasting Shining Armor off-screen.

37 SHINING ARMOR 37
<IMPACT GRUNT>

The fire around Discord and Tirek immediately goes out and the two cross to Shining Armor who is now slumped against the castle door, a pained expression on his face, the wind knocked out of him.

38 SHINING ARMOR (CONT'D) 38
(weakly to Discord)
How could you... do this?

Shining Armor is powerless to fight back as Tirek proceeds to steal his magic and his Cutie Mark disappears.

39 TIREK 39
(smug)
Simple. By refusing to be weakened
by "friendship".

Tirek smiles, then notices the expression on Discord's face. There is the tiniest hint of concern in Discord's eyes as he looks down on the fallen Shining Armor. Tirek puts a hoof around his shoulder and directs Discord's attention away from the castle and toward the rest of the Empire.

40 TIREK (CONT'D) 40
Why don't you go have a little fun?
I won't stand in your way.

Discord considers this for a moment and then snaps his fingers. We hear <PANICKED SCREAMS>, then WIDEN TO REVEAL that half the homes in Canterlot are now UPSIDE DOWN in a sky filled with CHOCOLATE CLOUDS.

41 DISCORD 41
Oooh. That feels good.

INT. CANTERLOT CASTLE - THRONE ROOM - SOON AFTER

Princess Cadance paces nervously as Princess Luna and Princess Celestia look on. She dives out of the way as suddenly, the door to the throne room is BLASTED off its hinges and comes flying into the room.

Tirek stands in the entryway.

42 TIREK 42
You have something I need.

In a flash, Tirek is suddenly looming over Princess Cadance. He moves in to steal her magic.

His face suddenly registers surprise.

He leaves her and is suddenly looming over Princess Celestia and Princess Luna. He tries to steal their magic but again discovers that they have none to take.

43 TIREK (CONT'D) 43
What have you done?!
(enraged)
WHERE IS YOUR MAGIC?!

EXT. GOLDEN OAK LIBRARY - AT THE SAME TIME

Twilight exits the library in a hurry.

44 PRINCESS TWILIGHT 44
(muttering to herself)
I have to gain better control.
(then)
I sure can't practice here.

45 SPIKE (O.S.) 45
(calling after her)
Wait up.

Spike catches up with Twilight.

46 PRINCESS TWILIGHT 46
Oh, uh, hi, Spike. I was just...
gotta... go somewhere... else.

Twilight TAKES OFF into the sky. But now, possessing the strength of four Alicorns, her wings are much more powerful than before. She ZOOMS into the air at a dizzying speed.

47 PRINCESS TWILIGHT (CONT'D) 47
WHOAAAAAA!

EXT. SKY - CONTINUOUS

Twilight ZOOMS back and forth across the sky, her wings flapping like crazy.

She ZIPS past Rainbow Dash.

48 RAINBOW DASH 48
Twilight?

Rainbow Dash takes off after her out-of-control friend whose speed and inability to control it is leading her right toward a particularly nasty bunch of gnarled treetops in the Everfree Forest.

It takes almost everything Rainbow Dash has got to catch up with Twilight.

Rainbow Dash grabs hold of Twilight's tail, and holds on for dear life as Twilight suddenly spins like a tornado in mid-air, then starts to plummet toward the ground.

Rainbow Dash flaps her wings and with every bit of her strength is able to pull Twilight out of her tail-spin and bring them both safely to the ground.

EXT. PONYVILLE TOWN SQUARE - CONTINUOUS

Applejack, Fluttershy, Pinkie Pie, and Rarity rush over to Twilight and Rainbow Dash.

49 FLUTTERSHY 49
Oh my goodness. Are you two
alright?

Twilight looks a little dazed, but notes that all eyes are on her and quickly snaps out of it.

50 PRINCESS TWILIGHT 50
I'm fine.

51 APPLEJACK 51
Jumpin' june bugs, Twilight. When did you learn to fly that fast?

52 PRINCESS TWILIGHT 52
I... must've caught a particularly strong breeze or... something.

53 RAINBOW DASH 53
Must've been "or something" because there wasn't any breeze up there.

Twilight's friends look to her for an explanation.

54 PRINCESS TWILIGHT 54
I don't know what happened.
(then, quickly)
But I don't really have time right now to figure it out.

Princess Twilight tries to make a hasty exit, but Rarity catches up to her.

55 RARITY 55
Another visit to the Castle of the Two Sisters, I presume?
(then)
We'd be more than happy to accompany you.

Rarity gestures for her friends to join her and they quickly take their places beside Twilight. Twilight eyes her friends smiling faces.

56 PRINCESS TWILIGHT 56
Not today.
(then)
Tirek may still be a threat. I need you all to stay here and encourage everypony to remain inside.

Princess Twilight starts to flap her wings, then thinks better of it and walks off, leaving behind her friends.

INT. CANTERLOT CASTLE - AT THE SAME TIME

Princess Celestia, Princess Luna, and Princess Cadance defiantly stand against Tirek. He grins a sinister grin.

57 TIREK 57
Getting rid of your magic so that I cannot take it from you? That was your plan?

Princess Celestia and Princess Luna do not respond.

Tirek <LAUGHS>.

58 TIREK (CONT'D) 58
Don't you see what you have done? You have rendered yourself powerless against me.
(then, twisting the knife)
How does it feel? Knowing that soon every Pegasus, Unicorn, and Earth Pony will bow to my will and that there is nothing you can do to stop it.

59 PRINCESS CELESTIA 59
You will not prevail, Tirek.

Tirek's eyes narrow.

60 TIREK 60
Give my regards to the Cerberus.

He powers up his horns and aims them at Princess Luna, Princess Celestia, and Princess Cadance. In a <FLASH> they disappear.

61 DISCORD (O.S) 61
You meant, <u>our</u> will, didn't you?

Tirek winces. He clearly didn't expect to be overheard. He turns to face Discord, gives him a smarmy smile.

62 TIREK 62
Of course.
(then)
Here. I want you to have something.

Tirek removes his medallion from around his neck.

63 TIREK (CONT'D) 63
This was given to me by someone * very close to me. A reminder of * the bond we shared. *

Tirek place the medallion around Discord's neck.

64 TIREK (CONT'D) 64
I give it to you as a sign of my gratitude and loyalty. Ponies are going to bow to *our* will. How can they not when we are superior to them in every way?

Discord admires the medallion.

65 DISCORD 65
I do love a good accessory.
(then)
I suppose that's Rarity's influence.

66 TIREK 66
"Rarity?" Who is this, "Rarity" of which you speak?

67 DISCORD 67
Nopony. Nopony at all.

Discord eyes the stain glass windows that line the walls. He busies himself with transforming them to depict scenes he finds more interesting.

68 TIREK 68
For how many moons have I thought about this day.

Tirek eyes Discord's handiwork with the stained glass.

69 TIREK (CONT'D) 69
Amusing.
(then)
But we have no time for such things. With the Princesses out of the way we can now--

Tirek stops short as he notes the one stained glass window Discord has yet to transform. It depicts Princess Twilight wearing her Princess Crown with her wings outstretched.

70 TIREK (CONT'D) 70
(re: the window)
Is this meant to be humorous?

71 DISCORD 71
Oh. I haven't touched that one yet.

Discord freezes as he realizes what is depicted in the stained glass.

72 TIREK 72
There is a fourth? And you did not think to tell me this?

73 DISCORD 73
I just needed some assurance that you truly considered this a team effort.

Discord holds up the medallion Tirek gave him.

74 DISCORD (CONT'D) 74
And now I have it.

Tirek smiles a smarmy smile.

75 TIREK 75
Excellent.
(then)
Then where can we find this fourth princess? Where is her castle?

76 DISCORD 76
Castle? Oh. No. Princess Twilight lives above a library in Ponyville.

Tirek's eyes narrow.

77 TIREK 77
A Princess in Ponyville?
(then)
Not for much longer.

Tirek fires a BLAST OF MAGIC from his horns. The stain glass image of Princess Twilight SHATTERS as we...

END ACT IV

ACT V

EXT. CASTLE OF THE TWO SISTERS - SOON AFTER

Twilight stands in front of the castle. She looks around to make sure the coast is clear, then focuses her attention on a nearby rock. Her horn begins to glow and her face registers renewed confidence as she slowly begins to levitate the rock.

78 PRINCESS TWILIGHT 78
That's it. Easy does it...

Her confidence in her abilities is short-lived as she is suddenly overcome by her immense new powers and not only lifts up the rock but UPROOTS THE ENORMOUS TREE that is behind it.

Try as she might, she can't seem to stop levitating the tree. She turns her head back and forth in an effort to "shake it off" but that just sends the enormous tree SWINGING BACK and FORTH and SMACKING INTO smaller trees which then <CRACK> and fall to the ground.

79 PRINCESS TWILIGHT (CONT'D) 79
No! Stop. Just... down. Down!

The tree suddenly drops and falls out of frame and into the ravine below the castle.

Twilight's face registers her disappointment in herself as she slumps at the edge of the ravine.

EXT. PONYVILLE - AT THE SAME TIME

The streets are noticeably empty. Storekeepers close up shop. Pinkie Pie gives MR. and MRS. CAKE an approving nod as they lock up the Sweet Shoppe. She then bounces over to Spike, Rainbow Dash, Fluttershy, Rarity, and Applejack.

80 APPLEJACK 80
Alright, y'all I think we've warned everypony to stay inside.

81 FLUTTERSHY 81
I'm sure Discord will catch Tirek and this will all be over soon.

82 RAINBOW DASH 82
I'll bet he takes his sweet time.

<POOF> Discord suddenly appears.

83 DISCORD 83
Or perhaps these things just take time.

84 FLUTTERSHY 84
You're back!

Fluttershy gives Discord a nuzzle. He moves away from her, visibly uneasy with this sign of her affection for him.

85 FLUTTERSHY (CONT'D) 85
Did you bring the cucumber sandwiches to go with our tea?

86 DISCORD 86
I did!

Discord produces a tray of cucumber sandwiches.

87 FLUTTERSHY 87
Aww, and you even cut them in the shape of little butterflies.

88 DISCORD 88
Oh I do hope you enjoy them. I imagine they'll be your last decent meal for quite some time.

He produces an enormous butterfly net and scoops up Fluttershy and her friends.

89 SPIKE/PONIES 89
Hey!/What's going on?/What are you doing?/Let us out of here.

EXT. EDGE OF THE EVERFREE FOREST - SOON AFTER

Discord still has Spike, Fluttershy, Rainbow Dash, Applejack, Rarity, and Pinkie Pie captured in the net. He shows off his prize to Tirek.

90 DISCORD 90
Ta-da!

91 TIREK 91
You've gathered up all of them?

92 DISCORD 92
And her little dragon, too.

Spike glares at Discord.

93 FLUTTERSHY 93
(to Discord)
Why are you doing this? I thought we were friends.

94 DISCORD 94
Oh, we were. But Tirek can offer me so much more than just tea parties.

Fluttershy just stares at him in disbelief and sadness.

95 FLUTTERSHY 95
Is that really all you think I offer you? Tea parties?

96 DISCORD 96
Come now, Fluttershy. Surely you saw this coming.

97 FLUTTERSHY 97
(tearing up)
I didn't. I really didn't.

Tirek now looms over the captured ponies.

98 FLUTTERSHY (CONT'D) 98
(pleading)
Discord, please. Do something. Please.

Discord turns his back on Fluttershy and the other ponies. Neither she nor Tirek can see the troubled look on his face.

Tirek grins, fires up his horns, and aims his magic at the ponies. Spike looks on in horror as his friends' Cutie Marks disappear. Tirek GROWS even larger as he steals their magic, strength, and ability to fly.

Tirek then turns his attention to Discord.

99 TIREK 99
You really think she'd do anything for them?

100 DISCORD 100
If Twilight has magic to give, it will be yours. Soon there won't be a Pegasus, Earth Pony, or Unicorn who will be able to stand against us.

101 TIREK 101
<u>Us</u>?

Tirek's horns glow red. Before Discord has a chance to react, Tirek is drawing his magic out of him.

102 TIREK (CONT'D) 102
Who said anything about us?

103 DISCORD 103
(weakly)
You did.

104 TIREK 104
You've helped me grow strong.
(re: Twilight's friends)
(MORE)

TIREK (CONT'D)
You've provided the means by which I can obtain Princess Twilight's magic.
(then, smug)
And now you are no longer of any use to me. Or anypony really.

104A DISCORD 104A *
(re: the medallion) *
But you said this was a sign of *
your gratitude and loyalty. A gift *
from someone close to you. *

104B TIREK 104B *
My brother who betrayed me. It is *
as worthless to me as he is. *

Discord slumps. *

105 APPLEJACK 105
(weakly to Discord)
Surely you saw this comin'.

106 DISCORD 106
I didn't. I really didn't.

Tirek fires up his horns and <POOF> Discord, Spike and the rest of Twilight's friends disappear.

EXT. CASTLE OF THE TWO SISTERS - AT THE SAME TIME

A frustrated Twilight is slumped at the edge of the ravine. She gets a determined look on her face.

107 PRINCESS TWILIGHT 107
No. I can do this. I represent the Element of Magic.

Princess Twilight's horn begins to glow and <POOF> she suddenly disappears. <POOF> she reappears at the bottom of the ravine.

108 PRINCESS TWILIGHT (CONT'D) 108
See. Perfectly controlled teleportation--

She is cut short as <POOF> she disappears and <POOF> reappears in a window of the castle.

<POOF!>

<POOF!>

<POOF!> She teleports at a dizzying pace, finding herself up a tree, upside down in mid-air, squeezed uncomfortably between two rocks where she finally remains.

109 PRINCESS TWILIGHT (CONT'D) 109
(frustrated)
Urrgh!

She REACTS to the sound of Tirek's booming voice.

110 TIREK (O.S.) 110
PRINCESS TWILIGHT! YOU HAVE SOMETHING THAT BELONGS TO ME!

111 PRINCESS TWILIGHT 111
<GASP> Tirek!

Twilight bursts out of the rocks and takes to the sky.

EXT. EDGE OF THE EVERFREE FOREST - A MOMENT LATER

Still not accustomed to the extreme strength of her wings, Twilight ZOOMS into the scene and right past Tirek.

She SPINS AROUND in mid-air and then NOSE-DIVES toward the ground, PULLING UP just in time to land on her hooves in front of the enormous Tirek.

112 TIREK 112
You are going to give me what I want.

Tirek's horns GLOW RED and he FIRES A BLAST of MAGIC at Twilight.

<POOF> she disappears, and the blast strikes the ground where she was standing, creating a massive crater.

Tirek suddenly rises off the ground. In the distance he finally spots Twilight. She's now standing atop the Golden Oak Library. He fires another BLAST of magic her direction.

Princess Twilight takes to the sky just in time as Tirek's magic turns the Golden Oak Library to dust.

113 PRINCESS TWILIGHT 113
NOOOOO!!!

<PHZAMM!> Twilight fires a blast of magic at Tirek that misses by a mile but creates a line of scorched earth that seems to go on forever.

Tirek notes the strength of the blast.

114 TIREK 114
Now I understand what your fellow princesses have done.

<PHZAMM!> Tirek fires another blast at Princess Twilight who somehow manages to deflect it.

<PHZAMM!> She fires back and just misses him again.

<PHZAMM!> Tirek fires his magic at Twilight but she evades, albeit somewhat clumsily, the blast.

<PHZAMM!>

<PHZAMM!>

<PHZAMM!>

They trade blasts, neither able to get the upper-hand.

They drive each other deeper and deeper into...

EXT. EVERFREE FOREST - CONTINUOUS

Spent, Tirek and Twilight are now standing by the ravine in front of the CASTLE of the TWO SISTERS.

They stare each other down.

115 TIREK (CONT'D) 115
It appears we are at an impasse. I have not yet acquired enough power to defeat you. And you do not have enough control of your magic to defeat me.

He stomps his hoof and suddenly, swirling around above his head are GLASS GLOBES. Each contains one of Twilight's friends. Spike and Discord are imprisoned in globes as well.

Twilight <GASPS> at the sight of her blank flanked friends.

116 PRINCESS TWILIGHT 116
My friends!

117 TIREK 117
Looks like I have something you want.
(then)
How about a trade, Princess Twilight? Their release for all the Alicorn magic in Equestria.

Twilight's friends REACT to this suggestion.

118 SPIKE/PONIES 118
No!/Don’t do it./There has to be another way!

119 TIREK 119
What’s it going to be Princess?

Twilight considers her options as we...

END ACT V

ACT VI

EXT. CASTLE OF THE TWO SISTERS - A MOMENT LATER

Twilight ponders Tirek’s offer as her friends continue to plead with her from within their glass prisons.

120 RAINBOW DASH 120
Don’t do it, Twilight!

121 FLUTTERSHY 121
We aren’t worth it.

122 DISCORD 122
<SIGH> Oh, but you are, Fluttershy.
(then)
You’re the ones who taught me that Friendship is Magic.
(then, pouting)
I had magic <u>and</u> friendship, and now I don’t have either.

Princess Twilight is struck by something Discord has said. A sudden calmness takes over her.

123 TIREK 123
Enough! I want an answer. And I want it now!

Twilight looks from Tirek to her friends.

An EPIPHANY RAINBOW swirls around them and then disappears.

124 PRINCESS TWILIGHT 124
I will give you my magic in exchange for my friends.

Twilight’s friends <GASP> at her decision.

Tirek’s lip curls into a snarling smile.

125 TIREK 125
As you wish.

The globes holding Twilight’s pony friends and Spike suddenly plummet to the ground and shatter. Spike and the weakened ponies are freed.

Princess Twilight’s gaze remains on Tirek.

126 PRINCESS TWILIGHT 126
All of my friends. I want you to release Discord as well.

Another <GASP> from Twilight’s friends.

127 TIREK 127
After the way he has betrayed you, you still call him a “friend”? Do you really not see that with every choice you make you only further prove how weak you are?

128 PRINCESS TWILIGHT 128
Release him.

129 TIREK 129
If that’s what you want...

Discord’s globe plummets to the ground and shatters in front of Fluttershy.

130 DISCORD 130
Thank you, Twilight.

Discord then looks at Fluttershy and hangs his head.

131 DISCORD (CONT’D) 131
(to Fluttershy)
I’m sorry.

132 FLUTTERSHY 132
I know.

The two embrace, but their sweet exchange is cut short at the sound of Tirek’s snarling voice.

133 TIREK 133
(to Twilight)
Your turn.

Tirek fires up his horns.

Princess Twilight takes a deep breath, readies herself for what is to come next.

As he draws the magic out of Twilight, Tirek becomes ENORMOUS.

His body bursts out of the top of the Everfree Forest.

His eyes glow red and he lets out a <BELLOWING ROAR>.

Tirek aims his horns at the Everfree Forest below. His entire body pulsates with magic. He lets out <MANIACAL LAUGH>.

DOWN BELOW

Twilight lies on the edge of the ravine with her friends now surrounding her. They REACT as trees are RIPPED from the ground all around them.

134 SPIKE 134
Oh, Twilight, what were you thinking?

135 PRINCESS TWILIGHT 135
(weakly)
I couldn’t turn my back on him. I just couldn’t.

She looks at Discord, his expression reflects his feelings of regret.

136 DISCORD 136
Tirek tricked me into believing he could offer me something more valuable than friendship. But there is nothing worth more. I see that now.
(then)
He lied when he said this was given as a sign of gratitude and loyalty. But when I say that it is a sign of our true friendship, I am telling the truth.

Discord removes the MEDALLION that Tirek gave him from around his neck. He gives it to Twilight. The friends exchange glances -- could that be what they think it is?

136A APPLEJACK 136A *
Do you think that might be the last *
one we need? *

137 PRINCESS TWILIGHT 137
We have to get to the chest.

The earth shaking beneath them, the weakened friends move as quickly as they can down the stairs to the Tree of Harmony and the chest.

Twilight holds the medallion up next to it. A beam of RAINBOW LIGHT emerges from the keyhole and encircles the medallion

The Mane 6 REACT as the medallion TRANSFORMS into the sixth and final KEY.

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

138 PRINCESS TWILIGHT (CONT'D) 138
Together! I think we have to do this together.

Rainbow Dash, Applejack, Rarity, Pinkie Pie, and Fluttershy rush over and join her around the chest. Twilight gives them a nod. They turn their keys and...

PHZAAMMM!! The chest BURSTS OPEN and out of it shoots SIX BEAMS of PASTEL LIGHT that match the colors of our Mane 6.

The beams of light swirl around their respective ponies, lifting them up into the sky above the Everfree Forest.

Tirek's eyes go wide at the sight of Twilight and her friends held aloft by the swirling pastel lights.

The pastel beams of light come together to make an enormous EPIPHANY RAINBOW that encircles the Mane 6 and transforms them into their EPIPHANY RAINBOW MODELS.

The Epiphany Rainbow suddenly zooms away from the levitating Mane 6 and toward Tirek.

He tries to defend himself but it is no use. The Epiphany Rainbow wraps around him.

139 TIREK 139
How is this possible. You have no magic! You have no magic!

140 PRINCESS TWILIGHT 140
You're wrong, Tirek! I may have given you my alicorn magic, but I carry within me the most powerful magic of all -- the Magic of Friendship.

The Epiphany Rainbow tightens around Tirek and his body begins to shrink as the Epiphany Rainbow strips him of all the magic that he has stolen across Equestria.

The rainbow then shoots back toward the Mane 6. It SWIRLS AROUND them and suddenly...

...they disappear.

EXT. EQUESTRIA - VARIOUS

A FLASH OF PINK and Pinkie Pie teleports to A REMOTE PART OF EQUESTRIA. Pink light shines from her eyes and the unicorn that appeared in Princess Celestia's dream has his Cutie Mark and magic restored.

A FLASH OF BLUE and Rainbow Dash teleports to CLOUDSDALE. Blue light shines from her eyes and suddenly Pegasi whose ability to fly had been taken by Tirek are suddenly pulled back up into the sky. Their Cutie Marks reappear and they flap their wings and soar joyfully around Rainbow Dash.

A FLASH OF WHITE and Rarity teleports to the CRYSTAL EMPIRE. White light shoots from her eyes, encircling a pair of blank flanked Crystal Empire ponies. They rejoice as their Cutie * Marks are returned to them. *

A FLASH OF PALE YELLOW and Fluttershy teleports to the CANTERLOT. Pale yellow light shoots from her eyes and Shining Armor finds his Cutie Mark and Magic restored.

A FLASH OF PALE ORANGE and Applejack teleports to APPALOOSA. Orange light shines from her eyes, and encircles a pair of frail, blank flanked EARTH PONIES. Their Cutie Marks reappear as does their strength

A FLASH OF PURPLE LIGHT and Princess Twilight teleports to TARTARUS where her fellow Princesses are being held in chains. Purple light shoots from her eyes and the chains suddenly shatter.

A FLASH OF WHITE LIGHT brings us back to...

EXT. CASTLE OF THE TWO SISTERS - CONTINUOUS

The still Rainbowized Princess Twilight, Applejack, Rainbow Dash, Rarity, Pinkie Pie, and Fluttershy are reunited around the Tree of Harmony. Each one of them positioned in front of their respective Element.

The Mane 6 eyes glow and shoot beams of pastel light that come together once more to create the Epiphany Rainbow.

The Rainbow swirls around the Tree of Harmony, passing through each of the Elements that hang from the tree's branches causing the Elements to grow brighter and brighter until they can no longer contain the magic that is building within them.

There is a FLASH of EXPLOSIVE WHITE LIGHT and we...

DISSOLVE TO:

EXT. CASTLE OF THE TWO SISTERS - A MOMENT LATER

Twilight and her friends now back in their normal models stand at the base of the Tree of Harmony.

They look up to see the Castle of the Two Sisters.

It has been completely TRANSFORMED into the most beautiful castle they have ever seen.

141 RARITY 141
Sweet Celestia are you all seeing what I'm seeing.

142 PRINCESS TWILIGHT 142
(stunned)
But whose is it?

143 PRINCESS CELESTIA (V.O.) 143
I believe it is yours, Princess Twilight.

DISSOLVE TO:

INT. CASTLE - DAY

Twilight and her friends, including Spike and Discord, follow Princess Celestia, Princess Luna, and Princess Cadance down a hallway.

144 PRINCESS CELESTIA 144
The castle appeared when the chest that was given to you was unlocked.
(then)
You've been wondering what you are meant to do as a Princess. Do you know now?

Princess Twilight considers this question for a moment before answering.

145 PRINCESS TWILIGHT 145
I returned my Element to the Tree of Harmony, but by being a friend to Discord at a time when it wasn't easy, I proved that the Magic of Friendship is still within me.
(then)
As Princess, I believe I have the power to spread that Magic across Equestria. That is the role I am meant to have in our world. The role I choose to have.

The Princesses nod their approval.

146 PRINCESS CELESTIA 146
It is a wise choice.

The ponies have reached a pair of enormous doors.

147 PRINCESS TWILIGHT 147
But I didn't defeat Tirek on my own. It took all of us to unlock the chest. All of us had to earn a key.

148 PRINCESS CELESTIA 148
Then it is unlikely you are meant to take on this task alone.
(then)
You are the Princess of Friendship now, Twilight Sparkle.

Celestia uses her magic to open the doors to reveal...

INT. CASTLE - THRONE ROOM

Princess Twilight and her friends' eyes go wide. At the far end of the room is a THRONE with Twilight's Cutie Mark upon it. It is flanked on either side by FIVE THRONES bearing the Cutie Marks of Applejack, Rarity, Rainbow Dash, Pinkie Pie, and Fluttershy. There is also a smaller throne with what appears to be the imprint of a dragon's claw upon it.

149 PRINCESS CELESTIA 149
But what is the Princess of Friendship without her friends?

Princess Twilight and her friends, including Spike, move in for a group hug in front of their new thrones.

Twilight motions for Discord to join them. He embraces his friends for a moment, then pulls away.

150 DISCORD 150
Wait a minute. Where’s my throne?

151 FLUTTERSHY 151
I don’t think you’re quite there yet.

152 DISCORD 152
<SIGH> I suppose not.

DISSOLVE TO:

EXT. TWILIGHT’S CASTLE - ESTABLISHING - LATER

INT. TWILIGHT’S CASTLE - THRONE ROOM - AT THE SAME TIME

Princess Cadance, Princess Luna, Princess Celestia, and all of Equestria’s favorite Pegasi, Unicorn, and Earth Ponies are in attendance. They look on as Princess Twilight, wearing her key (which is now tied to a pastel ribbon around her neck) uses her magic to place her friends’ keys around their necks. The CROWD erupts in <CHEERS>.

MUSIC UP.

Princess Twilight and her friends SING an UPBEAT SONG.

As they sing, an EPIPHANY RAINBOW swirls through the dancing crowd, separating into streams of individual pastel-colored light, and then reuniting to form the rainbow again.

153 PRINCESS TWILIGHT 153
Each one of us has something
That makes us special
Makes us rare

154 FLUTTERSHY 154
We have a light within us
That we were always meant to share

155 APPLEJACK 155
And when we come together

156 RARITY 156
Combine the light that shines within

157 PINKIE PIE 157
There is nothing we can't do

158 RAINBOW DASH 158
There is no battle we can't win

159 TWI/AJ/RD/FS/PP/RY 159
Let the rainbow remind you
Let the rainbow remind you
Let the rainbow remind you
That together we will always shine

160 PRINCESS TWILIGHT 160
Each one of us will falter

161 FLUTTERSHY 161
We may stumble

162 PINKIE PIE 162
We may fall

163 APPLEJACK 163
But we have a kind of magic
That will see us through it all

164 PRINCESS TWILIGHT 164
And when we come together

165 RARITY 165
Combine that light that shines within

166 FLUTTERSHY 166
There is nothing we can't do

167 RAINBOW DASH 167
There is no battle we can't win

The swirling EPIPHANY RAINBOW encircles the girls, lifting them up into the air as the sing at the top of their lungs.

168 TWI/AJ/RD/FS/PP/RY 168
Let the rainbow remind you
Let the rainbow remind you
Let the rainbow remind you
That together we will always shine/
Let the rainbow remind you
Let the rainbow remind you
Let the rainbow remind you
That together we will always shine

There is an explosion of rainbow-colored confetti and we...

DISSOLVE TO:

EXT. TWILIGHT'S CASTLE - LATER

The MUSIC continues to PLAY as PHOTO FINISH looks through her camera. It is pointed up at the castle.

169 PHOTO FINISH 169
Closer. Closer.

REVEAL: Spike and the Mane 6 are huddled together on a balcony.

170 RARITY 170
It must be such a relief to finally know that you are the Princess of Friendship.

171 PRINCESS TWILIGHT 171
It is.
(then)
But I do feel like my new role in Equestria... *our* new role is going to change a few things.

Photo Finish looks back into her camera.

172 PHOTO FINISH 172
Now I just need you to smile... and wave.

Princess Twilight face-hoofs and her friends all <BURST OUT LAUGHING>. Princess Twilight looks at her friends and grins.

173 PRINCESS TWILIGHT 173
But it won't change the most important thing. *

The friends embrace.

CAMERA FLASH TO:

A STILL PHOTO -- Princess Twilight and her friends hug as they wave to the camera. Behind them is an EPIPHANY RAINBOW.

OVER THIS WE HEAR:

174 PRINCESS TWILIGHT (V.O.) 174
(singing)
Let the rainbow remind you
That together we will always shine

FADE TO BLACK.

THE END