

MY LITTLE PONY 6

Episode 617 / 403-617

"The Times They Are A Changeling"

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As Broadcast Script: May 11, 2016

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Kyle Rideout as THORAX
Tara Strong as TWILIGHT SPARKLE
Ian Hanlin as GUARD 1, SUNBURST, Crystal Pony 3
Britt McKillip as PRINCESS CADANCE
Kelly Sheridan as STARLIGHT GLIMMER
Andrew Francis as SHINING ARMOR, GUARD 2
Andrea Libman as Crystal Pony 1
Iris Quinn as Crystal Pony 2
Tabitha St. Germain as Flurry Heart

SC. 1 - EXT. EQUESTRIAN COUNTRYSIDE - DAY

TWILIGHT (O.S.)
I hope Shining Armor and Princess
Cadance don't think it's too soon for
me to come back to the Crystal Empire
for a visit...

SC. 2 - INT. THE FRIENDSHIP EXPRESS - CONTINUOUS

TWILIGHT
...but I just know Flurry Heart has
grown so much already. I wonder if
I'll even recognize her.

STARLIGHT
She's the only baby they have,
Twilight. I think it'll be pretty easy
to figure out who she is.

STARLIGHT (CONT'D)
Sorry, I know you want to visit your
niece as much as possible and I'm
excited to see Sunburst again. I just
don't want to fall behind on my
friendship lessons back home.

TWILIGHT
Starlight, your work in Ponyville
isn't going anywhere. Besides, I
think we all know you can learn about
friendship anywhere, right Spike?

SPIKE
Spike? Who's Spike?

STARLIGHT
<Pfft> Uh you're Spike, Spike. And why
are you dressed like that?

SPIKE
Guys! You're blowing my cover. How did
you even know it was me?

STARLIGHT
Because you're *YOU*-- in a coat, hat,
and glasses. Also, we're the only ones
here.

SPIKE
Right.

TWILIGHT
Spike, why do you need a disguise?

SPIKE
The last time we came to the Crystal Empire there was a lot going on with the new baby and the Crystalling, but I still got mobbed in the street.

STARLIGHT
I wouldn't say "mobbed."

SPIKE
And this is just a family visit. I wouldn't want the presence of "Spike the Brave and Glorious" to turn it into some kind of circus.

STARLIGHT
We get it. The Crystal Ponies adore you.

TWILIGHT
He did save the Empire. Twice.
But still, I don't think your presence will turn our visit into a circus.

SPIKE
Not if I find the right disguise, it won't.

SC. 3 - EXT. CRYSTAL EMPIRE TRAIN STATION - MOMENTS LATER

STARLIGHT
Uh disguise or not, Spike, I don't think you need to worry about being mobbed. Nopony's here.

SPIKE
It's like a ghost town.

TWILIGHT
I've got a bad feeling about this.

SC. 4 - EXT. CRYSTAL EMPIRE - STREETS - CONTINUOUS

STARLIGHT
Yeah, this is weird.

SPIKE
I guess I don't need the disguise after all.

CRYSTAL PONIES
<CHEERING>

CRYSTAL PONY 1
It's Spike, the Brave and Glorious!

CRYSTAL PONY 2
He's come to save us yet again!

CRYSTAL PONIES
<CHEERING> Spike! Spike! Spike!...

SPIKE
Save you from what?

STARLIGHT
Yeah. What's going on?

TWILIGHT
Why was everypony hiding?

CRYSTAL PONY 1
It sure looks like Princess Twilight
Sparkle and her pupil.

CRYSTAL PONY 2
But how can we be sure?!

CRYSTAL PONY 3
We can't. Either one of them could be
the-- you know...

CRYSTAL PONY 1
<GASP> What if this isn't... the real
Spike?!

CRYSTAL PONY 2
EVERYPONY RUN!!!

SPIKE
Awww!

TWILIGHT
Okay. Something strange is definitely
going on.

SPIKE
Ugh, you think?

SC. 5 - EXT. CRYSTAL CASTLE - MOMENTS LATER

GUARD 1
Who goes there?

STARLIGHT
Um... you don't recognize the
Princess of Friendship?

GUARD 1
Of course we recognize her.

GUARD 2
But that doesn't mean it's really her.

SPIKE
It's okay, guys. They're with me. And any friend of Spike the Brave and Glorious is a friend of the Crystal Empire, am I right?

GUARD 2
Huh...It *does* look like him.

GUARD 1
Well, it would, wouldn't it?
I'm sorry, but we'll need to see some proof of identification.

CADANCE (O.S.)
We'll take care of things from here.

TWILIGHT
Oh Cadance, thank goodness! What's going on?

SHINING ARMOR
We can explain, Twilly-- If it really is you.

CADANCE
"Sunshine, Sunshine--"

TWILIGHT AND CADANCE
"--Lady bugs awake! Clap your hooves and do a little shake!"

SHINING ARMOR
It's okay, everypony. It's her.

STARLIGHT
Of course it's her. What's all this about.

SUNBURST
A Changeling's been spotted nearby.

TWILIGHT
A Changeling!?

SPIKE
That's not good.

CADANCE
No. It's not. After Queen Chrysalis took my place at our wedding and invaded Canterlot with her army of

minions, we're not taking any chances.

SUNBURST

Changelings feed off of love, and ever since Flurry Heart's Crystalling, the Empire is filled with more love than anywhere in Equestria. It's possible they've come for the baby.

SHINING ARMOR

That's why we've posted the extra guards and why we're--

TWILIGHT

--checking everypony's identity.

CADANCE

I'm sorry for all of this. Flurry Heart's really been looking forward to seeing you.

FLURRY HEART

<Gurgle>

TWILIGHT

Oh! She's gotten so big! Starlight and I will do whatever we can to help protect her.

CADANCE

To be honest, having you here is already a big relief.

GUARD 1

<WHISPER, WHISPER>

SHINING ARMOR

Um... the Royal Guards were wondering if Spike, the Brave and Glorious, would like to join in the search for the Changeling.

SPIKE

Really?

TWILIGHT

Uh, I don't know if that's such a good idea, Spike. It sounds dangerous.

SPIKE

Come on, Twilight. This is Spike the Brave and Glorious you're talking to. Have you ever known me to run from danger?

TWILIGHT

Ummmm...

SHINING ARMOR
He'll be safe with our guards.

SPIKE
Or will your guards be safe with me?

TWILIGHT
<Sigh>

SC. 6 - EXT. FROZEN NORTH - DAY

GUARD 1
Spike, the Brave and Glorious. You've faced the evil Changelings before. What can you tell us?

SPIKE
Oh. Um... Well, they are Changelings, so... they can... change.

GUARD 1
Do you hear that? These monsters can look like any of us, so be on guard, guards. Even more than normal.

SPIKE
And they could be anywhere...

SPIKE (CONT'D)
So we should cover as much ground as possible. You, search that way!

SPIKE (CONT'D)
And you search that way!

SPIKE (CONT'D)
Aaaand I'll just search here, I guess.

SPIKE (CONT'D)
Not many places to hide.

SPIKE (CONT'D)
Unless that rock is a Changeling.

SPIKE (CONT'D)
Okay, "rock", how do I know you're really a rock?

SPIKE (CONT'D)
Hmm not talking, huh? Well, you can't fool me.

SC. 8 - INT. ICE CAVES - CONTINUOUS

SPIKE
WHOA-WHOA-WHOA!<Screaming antics>

SPIKE (CONT'D)
Whew... <kissing noises>

SPIKE (CONT'D)
Okay. Maybe it's time Spike the Brave
and Glorious went back to, ah, protect
those guards-- <SURPRISED YELL>!

SPIKE (CONT'D)
Phew. Just my reflection.

SPIKE (CONT'D)
Huh? Hahah!

SPIKE (CONT'D)
Hmm, just my imagination, I guess.

SPIKE
AUGGGGGHHHH!

SC. 9 - INT. ICE CAVES - RESUME

SPIKE
CHCHCHCHAAANGELING!!!

THORAX
No, wait! Come back!

SPIKE
AAAAHHHHHHH!!

SPIKE (CONT'D)
This is unexpected.

THORAX
The ice is pretty slippery. I wouldn't
want you to get hurt because of me.

SPIKE
You... saved me?

THORAX
It's okay. I know you don't want to be
friends.

SPIKE
Wait!

SPIKE (CONT'D)
I don't understand. Changelings are
supposed to be evil, right?

THORAX
Evil? Oh not me. All I've ever wanted
is a friend...

SC. 10 - INT. CHANGELING HIVE - FLASHBACK

THORAX (O.S.)
...From the moment I first split my
egg in the nursery hive.

SC. 11 - EXT. CANTERLOT - FLASHBACK

THORAX (O.S.)
I was part of the attack on Canterlot
during the Royal Wedding--

THORAX (O.S.) (CONT'D)
But I'd never seen true friendship
like that, and I couldn't just steal
it and feed on its love-- I wanted to
share it!

SC. 12 - INT. ICE CAVES - RESUME

THORAX
After that, I knew I couldn't live
with my kind anymore. I set off
looking for love to share. But--

SPIKE
But what?

THORAX
I'm *starving*! And there's so much love
in the Crystal Empire right now. It's
what drew me here, but it's driving me
crazy!

SPIKE
That would be from the Royal
Crystalling. It's pretty much a giant
outpouring of light and love for a new
baby.

THORAX
<Hiss> Oh, sorry. I'm just so hungry.
If I had a friend, maybe the love we
shared could sustain me, but I don't
think the Crystal Ponies want to be
friends.

SPIKE
What if I told you there was somepony
they respect and admire so much, he
could convince them to give it a try?

THORAX
If only that were true!

SPIKE

It is! I mean, I am. It's ME! Spike!

SPIKE (CONT'D)
Spike? The Brave and Glorious? I'm sure you've heard of me.

THORAX
No, but I was raised by an evil queen.
I'm Thorax.
I can't believe you want to help me.

SPIKE
Why? Hasn't anypony ever just been nice to you?

THORAX
<Hiss> Sorry!! Sorry! Kindness like that kind of brings it out. Do you still want to be my friend?

SPIKE
Of course! And I am one hundred percent sure I can get the whole Crystal Empire to be your friend too.

THORAX
<Hiss>

SPIKE
But, maaaybe I should talk to them first.

SC. 13 - INT. CRYSTAL PALACE - MINUTES LATER

GUARD 1
What do you mean? Did you see the Changeling?

GUARD 2
Did you defeat the evil creature?

SPIKE
Defeating a Changeling would be brave, but do you know what would be glorious?

GUARD 1
Defeating two Changelings?

GUARD 2
Defeating all the Changelings?

SPIKE
Not having to fight the Changeling at all because I made friends with him.

GUARD 1

Hahah! Oh. Wow. For a second I thought you were serious!

GUARD 2
Haha! Could you imagine? Friends with a Changeling?

SPIKE
I am serious. He wants to be friends.

GUARD 2
Hahaha! Right!

GUARD 1
Not only are you Spike the Brave and Glorious, you're also Spike the Hilarious! Haha!

SPIKE
I'm not joking. The Changeling is nice.

GUARDS
HAHAHA!

SHINING ARMOR (O.S.)
I'm sorry. But I don't think it's funny.

SHINING ARMOR (CONT'D)
The Changeling Queen, Chrysalis, kidnapped Cadance and cast a spell on me. There's no such thing as a nice Changeling.

SPIKE
You're right, Shining Armor. Sorry. That was a... bad joke.

SC. 14 - INT. ICE CAVES - LATER

THORAX
So? So! What did they say? How many new friends do I have?

SPIKE
Well... it didn't go exactly the way I thought.

THORAX
Uh, I understand. Well thanks for trying. I-I guess it's not surprising. How can you expect ponies who look like this...

THORAX (CONT'D)

To trust something that looks like this...

SPIKE
I think I might know.

SC. 15 - INT. CRYSTAL PALACE - DAY

TWILIGHT
Spike, if you're done searching for the Changeling, Starlight and I could use your help. We're working on a protection spell for Flurry Heart and nopony takes notes like you.

SPIKE
Uh actually, Twilight, I wanted to introduce you to my friend, um...

SPIKE (CONT'D)
...Crystal! ...Hoof! Crystal Hoof, my good friend Crystal Hoof.

THORAX (AS CRYSTAL HOOF)
Nice to meet you.

TWILIGHT
Oh. Well, it's nice to meet you too. How do you know Spike?

THORAX (AS CRYSTAL HOOF)
Oh, Spike and I go way back--

SPIKE
--to the Equestria Games. That's when we met. We've been pen pals ever since.

TWILIGHT
Pen pals! Spike, you could have been using my pen pal quill set! Why didn't you tell me?

SPIKE
Well, I-I pretty much only write to him when you and Starlight are studying.

THORAX (AS CRYSTAL HOOF)
I like to brag to all my friends about my letters from Spike the Brave and Glorious.

TWILIGHT
Well, I'm sure Starlight and I can manage, if you want to spend time with your friend.

SPIKE
Great! Crystal Hoof, promised to take
me around the city.

THORAX (AS CRYSTAL HOOF)
That was amazing!

SPIKE
I told ya.

SC. 17 - INT. CRYSTAL CASTLE - DAY

GUARD 1
Crystal Hoof is nearly as
entertaining as Spike himself!

THORAX (AS CRYSTAL HOOF)
This place is everything I've ever
dreamed of...
But I can't keep pretending to be a
Crystal Pony forever, can I?

SPIKE
Relax, you're winning them over.
Pretty soon, nopony will care that
you're a Changeling.

CADANCE (O.S.)
Spike, Twilight told me you were off
with a friend.

SPIKE
<Nervous laugh>

CADANCE (CONT'D)
And any friend of Spike the Brave and
Glorious is a friend of mine.

FLURRY HEART
<Baby gurgle>

THORAX (AS CRYSTAL HOOF)
Oh she's so beautiful! There's so much
LOVE around her. I-- I-- <ROAR>!

THORAX (CONT'D)
I, <HISS>, I'm so <HISS> sorry! I
can't-can't <HISS> stop...

TWILIGHT
Spike, get away from the Changeling!

SPIKE
Wait! No! You don't understand.

SUNBURST

This Changeling replaced your friend to get close to the baby. What other explanation could there be?

SPIKE

I...

SPIKE (CONT'D)

I don't know.

GUARD 1

After it! Don't let the Changeling escape!

CADANCE

I hope your friend is okay.

SPIKE

Yeah... me too.

SC. 18 - EXT. CRYSTAL PALACE - DAY

GUARD 1

Spike, you should go find Crystal Hoof while we hunt down the Changeling.

SPIKE

I'm pretty sure he doesn't want to see me.

SHINING ARMOR

Spread out! The Changeling is probably still nearby.

SPIKE

Actually, I'm pretty sure he ran as far away from here as possible. But I bet I know where!

SC. 19 - INT. ICE CAVE - DAY

SPIKE

Thorax? Hello?

SPIKE (CONT'D)

I just want to apologize. I should have stood up for you.

SPIKE (CONT'D)

Aww, come on, Thorax. I know you're in here.

THORAX

Leave me alone!! <HISSSS>

SPIKE

<Scream> Um... little help?

THORAX
You think I would help you? I'm an evil Changeling!

SPIKE
Because you're my friend. I just wish I had been one to you. Ahhhhhhhhhh!

THORAX
It's okay. I know it's hard. Everyone in the Crystal Empire loves you. I couldn't ask you to give that up for me.

SPIKE
You don't have to ask.

THORAX
What are you going to do?

SPIKE
What I should have done in the first place.

SC. 20 - INT. CRYSTAL PALACE - DAY

GUARD 2
Let's move, move, move, move. Have you checked there? Look around that corner.

STARLIGHT
I know it's bad that there's a Changeling around, but is all this really necessary?

CADANCE
If there's one Changeling, there may well be a whole army on the way.

TWILIGHT
True, but Starlight has a point. This is getting a little out of hand.

CADANCE
I understand, but I don't know what else we can do.

SPIKE (O.S.)
I do!

ALL
<GASP>

SHINING ARMOR

Spike! What are you doing? Get away from that thing!

SPIKE
No. He's not a thing. His name is Thorax. And he's my friend.

ALL
<GASP>

SPIKE (CONT'D)
*Would you say, I'm a hero, glorious and brave
If I told you something you wouldn't believe?
That sometimes I'm scared and I can make mistakes
And I'm not so heroic, it seems
But if day can turn to night
And the darkness turn to light
Then why can't we imagine a Changeling can change?*

SPIKE (CONT'D)
*No two ponies are exactly the same
No two snowflakes ever match their design
And I thought I was strong, but I was nothing but wrong,
When I forgot to be friendly and kind.
But if day can turn to night
And the darkness turn to light
Then why can't we imagine a Changeling can change?*

SPIKE (CONT'D)
*Would you say, I'm a hero, glorious and brave
If I told you something you wouldn't believe?
This Changeling it seems, knows the real me.
And would stay by my side til the end.
So if day can turn to night
And the darkness turn to light
Then why can't we imagine? Just why can't we imagine, then why can't we imagine the Changeling can change?*

TWILIGHT
Spike, I'm so proud of you.

SPIKE
You are?

TWILIGHT
Of course. You're a celebrity here in the Crystal Empire and you just risked

all of it for a friend. I can't imagine anything more brave than that.

TWILIGHT (CONT'D)

As the Princess of Friendship, I try set an example for all of Equestria, but today, it was Spike who taught me that a new friend can come from anywhere. I guess everypony still has things to learn about friendship, even me.

TWILIGHT (CONT'D)

And if Spike says Thorax is his friend, then he's my friend too.

THORAX

Thank you.

CADANCE

On behalf of the Crystal Empire I would like to extend my hoof in friendship and I am sure all of my subjects are eager to do the same.

ALL

<Cheers>! Yay!

SHINING ARMOR

Welcome to the Crystal Empire, Thorax. I'm sorry we didn't take the time to get to know you. Maybe we can change that now.

THORAX

That'd be so amazing! I want to know all about friendship. And maybe one day I can take that knowledge back to the Changeling Kingdom. If my kind learned how to create love for one another, maybe they wouldn't have to take it from others!

GUARD 1

To Spike the Brave and Glorious!

ALL

<Cheers>! Wahoo!

STARLIGHT

Looks like you were right after all.

TWILIGHT

Right about what?

STARLIGHT

Friendship lessons can happen anywhere.

