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MY LITTLE PONY

Season 7

Shadow Play – Part 2

Ep 726

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SHADOW PLAY-PART 2

Outline by Josh Haber

TEASER

Re-cap part one.

END TEASER**ACT ONE****SC. 1 - EXT. PONHENG – DAY**

We resume on Twilight staring up at the Pony of Shadows as she realizes pulling the Pillars out of limbo might have been a big mistake. She turns to Starswirl wanting to apologize, but there's no time. The Pony of Shadows blasts darkness at the old wizard who deflects it with a blast of his own. The others quickly join the fight. Twilight asks what she can do and Starswirl tells her to distract the Pony of Shadows while he and the other Pillars recast the banishment spell. Twilight objects saying that will just send them all back to limbo to which Starswirl responds, "Exactly!" Convinced that her idol knows best, Twilight flies up and blasts at the Pony of Shadows. Dash immediately flies to her side, zipping around the Shadow Pony in an effort to help. As the rest of the Mane Six join in, Twilight quickly explains the plan. Starlight can't believe they're going to just send them all right back to limbo, but the Pony of Shadows tells her not to worry – he has other plans. He tells them he won't fall for the same trick twice. No pony's taking him back to limbo and he's going to make the Pillars pay for turning their backs on him so long ago. With that, he blasts his shadow self into the night sky and escapes. Starswirl turns to Twilight, "What were you thinking?" He tells her she undid the work he and the other Pillars spent years on. He and the other Pillars turn to go, determined to find a way to get the Pony of Shadows back into Limbo. Distraught, Twilight and the rest of the Mane Six ask how they can help, but Starswirl tells her that she and her friends have already done enough.

SC. 2 - INT. TWILIGHT'S CASTLE – LIBRARY – DAY

Starlight finds Twilight in the middle of an intense research session and asks what she can do to help. Twilight takes a break long enough to confide in Starlight. All she ever wanted was to meet and impress Starswirl. She thought saving him from limbo would do it, but it looks like Starlight was right and she should have left well enough alone. Starlight isn't so sure. Even aside from the part where they trapped themselves in limbo, Starlight wonders if the Pillars' strategy for dealing with the Pony of Shadows was the best plan. Just the fact that Twilight was able to undo it shows that they didn't really solve the problem. Starlight thinks that there's got to be a better way. Twilight nods, excited. That's just what she was thinking. In fact, she has come up with a better way – a version of the banishment spell that can send the Pony of Shadows to limbo without the need for the Pillars to get trapped along with them! Starlight tries to explain that wasn't exactly what she meant, but Twilight is too excited to listen. She immediately gets to work on the spell that she hopes will make up for letting Starswirl down and earn her idol's respect.

SC. 3 - INT. TWILIGHT'S CASTLE – MAP ROOM – DAY

Meanwhile, Starswirl explains to Sunburst how against his better judgment, he's grouped the Mane Six with the Pillars to cover more ground in the search to locate the Pony of Shadows: Applejack and Dash teamed up with Rockhoof and Flash Prance; Meadowbrook and Mistmane paired off with Fluttershy and Rarity; and Somnambula is searching with Pinkie Pie. Sunburst asks where they went and Starswirl tells him they're headed to a few of the Pony of Shadows' old hangouts which we see in a...

THREE QUICK BEATS:

ROCKHOOF AND FLASH PRANCE – travel at breakneck speed over rocky terrain. Finally, they slow down enough for Dash and Applejack to catch up and ask where they are going. Rockhoof explains that the Pony of Shadows used to frequent a network of caves in the Ghastly Caverns? AJ and Dash share a look, "Um... Do you mean Ghastly Gorge?" Confused, the Pillars reach the top of the next rise and understand – a massive ravine sits where the caverns used to be. Dash remembers that hundreds of years ago there was a big flood. That's why they built the dam north of Ponyville. The water must have cut right through the ground and turned the caverns into a canyon. Off Rockhoof and Flash Prance exchanging troubled looks we transition to...

MEADOWBROOK AND MISTMANE – in the desert. They explain to Fluttershy and Rarity that where they are headed is so devoid of life that it's one of the few places in Equestria where the Pony of Shadows felt at home. But Rarity and Fluttershy point out they're headed toward the town of Appleoosa. Meadowbrook and Mistmane are confused. How can there be a town in the Appleoosan Wastes. They arrive and Rarity explains the town isn't devoid of life anymore – in fact, it's actually pretty lively. Fluttershy points out they also have apple orchards. Of Meadowbrook and Mistmane confused...

CLOSE ON PINKIE – as she tells Somnambula that she understands how a thousand years ago where they're standing was a desolate range of hills with nopony around for miles so the Pony of Shadows was free to work his dark magic however he wanted – but things have changed just a tiny bit. **PULL WIDE** to reveal they're standing in front of the **APPLEWOOD** sign with the lights of Las Pegasus streaking through the sky behind them.

SC. 4 - INT. TWILIGHT'S CASTLE – MAP ROOM - DAY

Starlight and the rest of the Pillars stand with Sunburst and the Mane Six looking down at the map. Starswirl admits that their knowledge of Equestria might not be as valuable as it once was. It looks like they will have to rely on the Mane Six's help if they hope to locate the Pony of Shadows. At least he and the other Pillars know what to do when they find him – they've done it before – and yes it's a terrible price to pay, but if that's what it takes to keep Equestria safe, they are all willing to go back to limbo. Just then, Twilight bursts in and tells them they may not have to! She shows Starswirl the spell she's been working on. She hopes it can trap the Pony of Shadows without the need for the Pillars, or anypony else, to sacrifice themselves. Starswirl is stunned. The work Twilight has done so far is impressive to say the least. He tells her it would be an honor to help her to finish it. Twilight is over the moon at the prospect of working with her idol. Starswirl apologizes for his attitude earlier. He knows she was trying to save him and the others and now it looks like there's a chance she can. Of course there's still the problem of tracking down the Pony of Shadows. Just then, the Friendship Map goes off, calling each and every

member of the Mane Six to one spot on the map – the Hollow Shades. Twilight insists that can only mean one thing – it must be the location of the Pony of Shadows!

END ACT ONE

ACT TWO

SC. 5 - INT. TWILIGHT'S CASTLE – MAP ROOM - RESUME

Starswirl gives Twilight a real pat on the back. Not only did she come up with an amazing piece of magic that can accomplish what he couldn't, but if she's right about the map, she's managed to locate the Pony of Shadows as well. It looks like Equestria was going to be in good hands even if the Pillars were headed back to limbo, but luckily – thanks to Twilight – they're not. The rest of the Pillars are thrilled and congratulate Twilight. As she and Starswirl head to the library to finish the spell, they others make plans to travel to the Hollow Shades, excited at the prospect of defeating the Pony of Shadows once and for all. As they all exit, Starlight still wonders if they're headed down the wrong path.

SC. 6 - EXT. TWILIGHT'S CASTLE – MOMENTS LATER

Outside, the Pillars pack for the journey. Starlight walks up and asks if any of them can tell her more about the Pony of Shadows. They were all on the same side once, weren't they? What happened? Did he just wake up one day evil? What was his name, since Pony of Shadows clearly wasn't it. They tell her his name was Stygian and they explain the series of events that lead them to suspect that he only wanted power. As each of the Pillars relates their tale, we see brief, stylized flashbacks of what they describe. Meadowbrook tells Starlight that she first started to have doubts when she found him experimenting with her potions. Mistmane became uncertain when he demanded a petal from her flower. Both Rockhoof and Flash Prance thought early on that he was jealous of their strength and bravery. Somnambula insists that she believed in him for as long as she could, but they can all agree on the moment when they lost hope – when Stygian was discovered trying to steal Starswirl's spell book. It was then that they cast him out of the group. He quickly turned bitter and vengeful, but his magic and abilities were no match for them individually, let alone as a group. He turned to dark magic to get the power he craved. That's when he transformed into the Pony of Shadows and gained the ability to command the darkness. They fought him as best they could but they couldn't eliminate darkness from the world, so trapping him in limbo seemed like the only way. Starlight asks if any of them ever asked why he tried to take Starswirl's book or what his interest in each of their powers and abilities was all about, but they all admit they never asked.

SC. 7 - INT. TWILIGHT'S CASTLE – LIBRARY – DAY

As Twilight and Starswirl work on the spell, Twilight continues to impress Starswirl with her magical knowledge. Starlight enters and asks Starswirl if he ever found out why the Pony of Shadows wanted his spell book. Starswirl admits he never did, but given the villain's behavior after he and the other Pillars shut him out of the group, it seems pretty obvious that it wasn't for anything good. When Starswirl takes a break, Starlight admits to Twilight that she thinks there might be more to the story – after all, the map has only ever called them to solve a friendship problem. Maybe banishing the Pony of Shadows isn't what they're supposed to do. All the Mane Six feel an connection to one of the Pillars and she feels a connection to Stygian. She was headed down the wrong path once and Twilight brought her back. Maybe that's what's called for here. Twilight points out that Starswirl and the others are the most legendary

ponies of all time – if they all think sending him back to limbo is the right plan – it **MUST** be the right plan. Still, Starlight can't help but think banishing Stygian goes against everything she's been through and everything Twilight has taught her. Starlight exits, leaving Twilight to consider her words.

SC. 8 - INT. TWILIGHT'S CASTLE – MAP ROOM – DAY

Starswirl calls all them together and tells them to prepare themselves. Defeating the Pony of Shadows won't be easy, but thanks to Twilight, they have a really good shot. Twilight looks to Starlight and decides to voice her student's concerns. Twilight has been so focused on banishing the Pony of Shadows, she hasn't thought about anything else, but Starlight's points have given her pause. Everything she's ever taught about magic and friendship make it seem like they should be looking at other options. Starswirl admires Twilight's commitment to her student and her ideals, but he's been studying magic way longer than she has. He truly wishes there was another way to defeat the Pony of Shadows, but they've been through all of this before – ages ago, in fact. He tells Twilight to trust him – her spell is their best chance and he can't cast it without her. Convinced, and pleased that her idol needs her, Twilight agrees to follow through with the plan. As they all head out we...

END ACT TWO

ACT THREE

SC. 9 - EXT. THE HOLLOW SHADES - NIGHT

They arrive at the Hollow Shades to find the village is basically abandoned – though it's hard to tell through the gloom. Starswirl is surprised he didn't think of this place sooner, since the darkness makes it a perfect spot for the Pony of Shadows to call home. Suddenly, the Pony of Shadows voice comes from everywhere at once. He tells them, the village is more than just a place to call home, it's his actual home. This is where he came from before he joined the Pillars and this is where he returned when they threw him out. Of course, the village wasn't always shrouded in darkness. The magic he used to transform from Stygian into the Pony of Shadows transformed this place as well. He laughs. Now the place is perfect and he can't imagine why all the ponies who lived here moved away. Starswirl shoots a blast of light at him, but walls of darkness shoot up, plunging the entire group in total darkness and separating them.

FLASH PRANCE, ROCKHOOF, APPLEJACK AND RAINBOW DASH – stumble through the darkness and find each other. They form a circle, trying to fight through the gloom to find the others. The Pony of Shadow's voice rings out – taunting them. He can't believe he once admired Flash Prance and Rockhoof for their strength and bravery. He actually wanted to be like them – until he realized how arrogant they were. Luckily, he came to understand their true nature. Luckier still, he'll now be able to keep them trapped in shadow forever. As the darkness closes in, we CUT TO:

MISTMANE, MEADOWBROOK, RARITY, AND FLUTTERSHY – huddle together as the Pony of Shadows surrounds them, taunting them. The Pillars admonish him for abandoning his concern for fellow ponies in his selfish pursuit of power. But the Pony of Shadows calls them selfish for refusing to share what they knew with him. He points out that they didn't show any concern for him when they cut him out of the group and now they'll get to think about it as they sit in darkness forever. The darkness washes over them as we CUT TO:

SOMNAMBULA AND PINKE PIE – as they wander through the impenetrable gloom, side by side, the Pony of Shadows teases them. How can they find their friends if they don't know where they're going? Pinkie explains that she's always trusted her Pinkie Sense to guide her – whether she was looking where she was going or not and Somnambula tells him that she's found her way before with nothing to guide her but her faith and hope. He tells her it's too bad she didn't have any hope or faith in him – because now she'll never get the chance. As his darkness envelops them we CUT TO:

STARLIGHT, TWILIGHT, AND STARSWIRL – their horns glowing brightly against the darkness. But the Pony of Shadows is too powerful. He laughs evilly as he taunts Starswirl. It looks like he'll finally have his revenge on him and all the Pillars for turning their backs on him. Starswirl insists it was the Pony of Shadows who made them cut ties. They only did what they had to do. Starlight looks to Twilight. If this isn't a friendship problem, she doesn't know what is. Twilight realizes that Starlight is right, but the gloom starts to close in. Starswirl tells Twilight they have to cast her spell before it's too late, but Starlight shouts that there's still time. Starswirl asks for what and Twilight answers, "To find out why we're here." Using her magic to hold off the darkness, Twilight steps forward and asks the Pony of Shadows why he tried to steal Starswirl's book so long ago. Suddenly, darkness parts and Stygian (a plain, gray pony) emerges. Steal Starswirl's book? He never wanted to take anything from any of the Pillars. All he wanted was to improve himself. He was never the most powerful of the group and only wanted to be able to contribute as much as the others did. Of course none of them wanted to share anything with him, so they threw him out. After that he did whatever it took to become as powerful as they were, so he could make them pay for abandoning him. The darkness rushes in again, but Twilight fights back. She tells Stygian she knows revenge isn't what he really wants. She understands he was hurt, but it sounds like the others just didn't understand him. Twilight swears that she can help him explain. She can help him come back from the darkness, but he has to let her. Even if he trusted her, Stygian asks what makes her so sure she can help him. Starlight steps up and tells him that Twilight's done it before. She was hurt once too, and afraid, and acted in a not so great way and Twilight helped her come back from it. She showed her what real friendship was and Starlight knows Twilight can do it for him too. Convinced, Stygian agrees. Twilight blasts him with pure white magic. As the light surrounds him, the darkness of the village starts to recede. Finally in an explosion of light, the shadow dissipates revealing all of them standing in the center of the town. Light shines through the trees above and Stygian steps forward. Twilight looks to Starswirl who nods as he and Stygian exchange a smile.

SC. 10 - EXT. TWILIGHT'S CASTLE – DAY

Stygian thanks Twilight and Starlight for their help. Even though he and the Pillars have reached a new understanding, he feels like he has a lot of work to do to make up for everything he's done. He sets off to travel through Equestria to do what he can to make things right. Hopefully he'll make some friends along the way. Twilight tells him he'll always have some in Ponyville. As Stygian leaves, Starswirl turns to Twilight and admits that he was wrong. He and the other Pillars didn't understand true friendship, and that was their mistake. If they had welcomed Stygian from the beginning and trusted him like a friend, everything could have been avoided. Starswirl is impressed by Twilight and though he knows she has spent her life following in his footsteps, it seems that there is a lot she can teach him. Twilight can't believe that. She tells him all she ever wanted was to be like him, but he tells her she's already a better pony than he could ever hope to be. Twilight turns to Starlight and admits to pretty much the same thing.

If it weren't for her student, she's not sure she would have realized what the real solution was. She thanks Starlight for reminding her what magic really is. Starlight tells her she's glad to have her as a teacher, but even more glad to have her as a friend.

As the Pillars leave, Twilight and Starlight sing a song about the power of friendship. We watch in stylized, musical fashion, as the Pillars settle in various parts of Equestria – either returning to their homes (to the ponies that know them or know of them), or finding new places to make friends. We end with Stygian off on his journey to find as many friends as he can and...

FADE OUT

END