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MY LITTLE PONY
Season 9

The Ending of the End, Part I
Ep 924

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TEASER**SC. 1 - EXT. ROAD OUTSIDE CANTERLOT - DAY**

A FAMILIAR UNICORN (AKA, CHRYSALIS in her disguise from 917) waves down a travelling UNICORN BAKER on the road.

1 UNICORN CHRYSALIS
Have you heard?

2 UNICORN BAKER
About Princess Twilight Sparkle's coronation? Who hasn't! I'm on my way there now. So much baking to do and--

Chrysalis cuts him off and looks around in concern, as though followed. She leans in, sotto--

3 UNICORN CHRYSALIS
No - about the Earth ponies.

He picks up on her skittishness and looks around too.

4 UNICORN BAKER
Well, I know their crops have been underperforming, but...

5 UNICORN CHRYSALIS
That's not it. They're HOARDING the food for themselves! I heard the Mayor of Appleoosa say that if unicorns and pegasi want to eat, they can use their OWN hooves to dig.

6 UNICORN BAKER
Oh dear. How awful!

7 UNICORN CHRYSALIS
Just a friendly warning. We unicorns have to stick together, right?

The Baker nods and continues on, shaken. Unicorn Chrysalis steps behind a tree and <TRANSFORMS> into regular Chrysalis, smirking.

SC. 2 - INT. GROGAR'S LAIR - DAY

Chrysalis enters, looking pleased with herself. COZY GLOW peers over TIREK'S shoulder as he studies the MAGIC BOOK he helped steal in ep 917.

8 TIREK
Ah, Chrysalis. Another successful field trip, I presume?

9 CHRYSalIS

Spreading distrust among the unicorns and earth ponies is almost too easy. I just wish I'd realized it sooner. We could take down Twilight and her friends a hundred times, but as long as they have the "love" of Equestria behind them, they'd crawl back to defeat us. (smile) Not anymore.

10 COZY GLOW

No friendship, no magic! It's SO obvious when you think about it. I did my part freaking out the pegasi!

Tirek smirks, licks his lips.

11 TIREK

And Grogar's long absence has given me time to prepare the next part of our plan. Grogar's Bell.

Tirek gestures to GROGAR'S BELL (908). The others crowd around with interest. Tirek flips the book so that they can see the illustration - the bell draining power from a collapsing unicorn, and the bell radiating power onto a hugely buffed alicorn.

12 TIREK (CONT'D)

When used properly, this artifact can steal any creature's magic. It holds that magic, until it is released by THIS spell.

Tirek puts the book on a stand and moves to caress the bell.

13 TIREK (CONT'D)

Which means all the power inside is ours for the taking.

Tirek makes a hungry Silence of the Lambs <SLURP>.

14 COZY GLOW

Um, you're drooling on the bell.

Tirek glares, but buffs the bell with his forearm.

15 CHRYSalIS

Let's try the spell before Grogar gets back. I'm sick of waiting for that old goat's "master plan." Especially when ours is so much better.

Tirek holds out his hands to Cozy and Chrysalis. They look at him skeptically.

16 TIREK
Then take my hands.
(at the others' reluctance)
So we can all be part of the spell.
Unless you'd prefer I take all the
magic myself?

They rush to quickly take his hands.

17 CHRYSALIS
Our pact stands. What we do, we do
together. Until we've managed to
destroy Starlight and her friends--

Chrysalis' growing despotic rant is interrupted--

18 COZY GLOW
Yeah, I'm in it for Twilight.

19 CHRYSALIS
FINE. Starlight, Twilight, and her
friends.

20 TIREK
And Celestia and Luna.

Chrysalis rolls her eyes.

21 CHRYSALIS
The POINT IS, once we defeat the
protectors of Equestria, we can claim
this land and rule our kingdoms, ALONE
once more.

Tirek blasts the open pages of the book with his MAGIC.

Arcane pony symbols glow to make spinning rings around the bell. It LEVITATES, radiating with magic, then chimes with a resonant <BONG>. Power BLASTS from the bell's mouth in three streams to hit the three villains. They're obscured in magic--

--And then the power surrounding the bell fades.

REVEAL: our villains are now POWERED UP and more dangerous. Tirek is at his LEVEL THREE BUFFNESS, Chrysalis has GLOWING EYES, horn <CRACKLING> with energy, and Cozy Glow is now an ALICORN (same model, but horned). **NOTE: This is the villains' form for the whole episode, unless otherwise specified.** The villains revel in their new buffed-up powers.

22 TIREK
Now THAT'S more like it!

23 COZY GLOW
Does this make me a princess?!

24 CHRYSALIS
I can't wait to tell Grogar WE'RE
making the plans now. <evil laugh>

END TEASER

ACT ONE

SC. 3 - INT. GROGAR'S LAIR - LATER

GROGAR enters the lair, magically levitating a magical artifact (possibly the Flashstone from G1?).

25 GROGAR
I have returned. Twilight Sparkle's coronation is today. And we are going to ruin it with this artifact. But to succeed, you must work together.

There's movement in the shadows - the villains are there, but not fully revealed to Grogar yet.

26 CHRYSALIS (IN SHADOWS)
Way ahead of you, Grogar.

Grogar gapes as the buffed villains move from the shadows, Bell levitating with them. The evil trio sends a blast of magic toward the bell. It <RINGS> (a different sound than when it releases magic). A vortex appears at its mouth, sucking in Grogar's magic! He blurs/fades, as his power is pulled in the bell. He staggers.

27 GROGAR
(in pain)
The Bell! You had it all this time?
Why didn't you tell me?!

28 COZY GLOW
We're villains, duh.

ON THE TRIO OF VILLAINS: they watch as Grogar sinks to his knees. His artifact vanishes, and he morphs into...DISCORD!!!

29 GROGAR/DISCORD (O.S.)
<pained roar>

The evil trio looks totally, completely shocked.

30 TIREK
Well. That was unexpected.

Discord <SNAPS> his fingers...And nothing happens. Paling, he turns tail and runs away.

The villains are all still reeling.

31 COZY GLOW
So...Wait. DISCORD was Grogar? Like the whole time? Should we follow him?

But Chrysalis grins wickedly.

32 CHRYSALIS
Let the fool go. Without magic, he's no threat. Besides, we have plans.

SC. 4 - EXT. CANTERLOT CASTLE - DAY

It's a beautiful day. Twilight's CORONATION BANNERS flap in the wind - the palace is decorated for the big ceremony.

SC. 5 - INT. CANTERLOT CASTLE - THRONE ROOM - CONTINUOUS

PRINCESS LUNA and PRINCESS CELESTIA look fondly O.S.

33 CELESTIA
Doesn't she look so adorably regal up there?

34 LUNA
Our little Twilight, all grown up.
(then)
Should we tell her we've cleared out our royal suites so she and Spike can move in?

35 CELESTIA
Maybe wait until AFTER the coronation. Twilight doesn't need anything else to worry about today.

REVEAL: TWILIGHT SPARKLE sits on Celestia's throne, which has been RE-DESIGNED to match Twilight's colors and aesthetic. Luna's throne has been removed. SPIKE works on Twilight's crown, lifting it to eyeball it size-wise against her head.

36 SPIKE
So, you freakin' out yet?

Oddly, Twilight is not. She just seems really happy.

37 TWILIGHT
About what?

Spike takes the crown off, blows fire on it, and bends the metal to make it a little smaller.

38 SPIKE
Oh, I don't know. It's not every day the princesses that have ruled Equestria for hundreds of moons retire and pass all their responsibilities on to your and your friends.

Through the following dialog, Spike tests the crown on Twilight's head as she speaks. It fits! He takes it off and puts it on a velvet pillow.

39 TWILIGHT
Oh, THAT. (then) Actually, I'm... Feeling really good! We've all faced so much, and come out okay. I know we're up to the challenge of keeping Equestria safe and happy. There's nothing we can't handle together. Which reminds me...

Twilight magically floats a MEDAL on a ribbon from behind the throne and puts it over Spike's head. Surprised, he reads it--

40 SPIKE
Royal advisor? What's that?

Twilight almost seems nervous as she explains hopefully--

41 TWILIGHT
A new position I created for you. I hope you'll take it! And even if not...I wanted to thank you, Spike. You've been at my side for every step of this journey. Knowing I had you to count on gave me the strength I needed to grow and succeed. I wouldn't be here without you.

Spike blushes, then hugs Twilight. She hugs him back.

42 SPIKE
Aw, thanks, Twilight. You know I'll always be your right-hoof dragon.

Twilight smiles back, a twinkle in her eye.

43 TWILIGHT

I was hoping you'd say that. Because now that my crown's ready, we have some royal errands to run!

SC. 6 - EXT. STREETS OF CANTERLOT - FRUIT STAND - CONT.

There aren't too many ponies out, and the few that are keep their heads down and hurry on their tasks. But RARITY and FLUTTERSHY don't notice - they're headed for a fruit stand. There isn't any produce out except a few sad POTATOES.

44 RARITY

And you're sure this is where Pinkie told us to get the blackberries for her special coronation dessert?

45 FLUTTERSHY

(nods, then hopeful)
Maybe they keep their produce in the back?

But the FRUIT SELLER Earth Pony has overheard them.

46 FRUIT SELLER

Nope! This is all we got.

47 FLUTTERSHY

Oh no! Don't you have ANY berries?

48 FRUIT SELLER

Sorry. Not for awhile.
(then)
But I got a special on these taters!

The Fruit Seller holds up a potato - hideously sprouting.

49 FLUTTERSHY

Um, no thank you. We'll keep looking.

As they turn, they spot Twilight and Spike hurrying up.

50 RARITY

Twilight! You're just in time. Only one more pre-coronation stop! We're picking up the final touch for your apres-hors d'oeuvres gown...

51 TWILIGHT

Is that before or after the royal marshmallow-eating contest gown?

Rarity takes in shock and panics.

52 RARITY
What?! I haven't made one of those!

Rarity starts frantically searching through dress designs from her saddle bag. Twilight smiles and nudges her.

53 TWILIGHT
It's okay, Rarity. I was just joking.

Spike can't believe it. Impressed, he gestures at her--

54 SPIKE
Joking. The day of her coronation.
You've come a long way, Twilight.

SC. 7 - EXT. STREETS OF CANTERLOT - SOON

Rarity leads Twilight, Spike and Fluttershy down the empty street toward a THREAD STORE.

Rarity enters the shop. Or rather, tries to. The door is locked. She peers in through a window.

55 RARITY
That's odd. They look open. Hello?

She <KNOCKS>. The door cracks open and a SHOP PONY peers out.

56 SHOP PONY
What do you want?

57 RARITY
Well, this being a thread shop, and me
being a mare who needs gold thread...
(no reaction from the pony)
I thought I might buy some?

The Shop Pony frowns, then shoves a spool of gold thread out through the crack.

58 SHOP PONY
Here. Put the bits in the mail slot.

And the door <SLAMS> shut.

59 TWILIGHT
What was that about?

Rarity is magic-ing her bits through the mail slot.

60 RARITY

Oh you know designers. Don't like being interrupted when they're on a creative roll! With thread this exquisite, can you blame them?

The thread gleams in the light. Twilight shrugs. They turn to go when RAINBOW DASH zooms out of the sky.

61 RAINBOW DASH

Weather for the coronation is sunny skies! It was weird, though. Not many pegasi wanted to help me clear clouds. They were kinda on edge.

A pony trots past and goes inside quickly, <SLAMMING> the door. It makes Fluttershy jump.

62 SPIKE

They're not the only ones.

63 RARITY

Of course not. Don't you see? It's the first shift in royal power in over a millenium! Of course everypony is a little jumpy - change does that.

Fluttershy puts a reassuring hoof on Twilight's shoulder.

64 FLUTTERSHY

But I'm sure it's not because they're worried about you.

Rainbow Dash waves a dismissive hoof. Pfff.

65 RAINBOW DASH

How could they be? HOW many times have you saved their flanks by now?

Twilight smiles to her friends, any mild worry gone.

66 TWILIGHT

You're right. I'll just have to let everypony know that even with Celestia and Luna gone, we'll make sure things stay the same.

Her friends smile and we DISSOLVE TO:

SC. 8 - INT. CANTERLOT CASTLE - THRONE ROOM - SOON

Twilight, Dash, Fluttershy, Rarity and Spike walk into the Throne Room to find APPLEJACK, oddly being watched over by a UNICORN GUARD as she arranges decorative baskets of apples.

67 APPLEJACK

Twilight! There you are! Uh, you mind tellin' your friend here that I don't need an official guard wherever I go? Especially if he's not gonna help carry apples?

Twilight smiles and tells the guard-

68 TWILIGHT

I appreciate you taking such good care of my friends, but we're fine now.

The guard eyes Applejack suspiciously, but salutes and goes. She confides to Twilight--

69 APPLEJACK

It was the strangest thing. He kept callin' me "Earth pony," like I didn't have a name! And watchin' me like he thought I'd steal the silver!

PINKIE PIE bursts in, studded in thrown cupcakes.

70 PINKIE PIE

Wow. Do NOT go in that kitchen!

71 RAINBOW DASH

What happened? You look like you were in a sugar war.

72 PINKIE PIE

(grizzled war veteran)
The stories this frosting could tell.
(then, normal Pinkie)
For some reason, the bakers are suuuuper grouchy with each other. That unicorn chef started throwing dessert at Mrs. Cake! I tried to help, but I got caught in the crossfire. Tasty, tasty crossfire.

Pinkie licks cupcakes off herself. Twilight frowns to Rarity.

73 TWILIGHT

You sure this is just pre-coronation nerves?

The throne room doors <BANG> open again, and an exhausted, banged-up, sagging DISCORD stumbles in.

74 DISCORD

Oh, my aching metatarsals! Y'know, you forget how convenient snap-travel is.

He immediately sits, rubbing his feet and wincing.

75 SPIKE
Wait. Did you just WALK here?

Discord squirms - could he possibly look...Ashamed?!

76 DISCORD
Ran, actually. And I have a confession to make... You see, I might have made the tiiiiiniest boo boo. All very well-intentioned and noble on my part, of course, but--

77 APPLEJACK
Get to the point, Discord.

Discord tries to act cavalier, waving a paw in a circle.

78 DISCORD
You remember that whole thing with King Sombra? That was *slightly* my fault. And by slightly, I mean...I brought him back.

The ponies and Spike GAPE in horror at this realization.

79 RARITY
You? But why?!

Twilight powers up a shield, ready to go on the defensive against Discord. Discord holds out his paws, placating.

80 DISCORD
It seemed like a good idea at the time! Which is why I also brought back three other villains....Who are now on the loose. And not really big fans of yours. So...My bad?

On everypony's shock...

END ACT ONE

ACT TWO

SC. 9 - INT. CANTERLOT THRONE ROOM - SOON

Celestia and Luna have joined Spike and the Mane Six as Discord looks sheepish. In disbelief, Luna recaps:

81 LUNA

Let me get this straight. You wanted to boost Twilight's confidence, so you brought back Chrysalis, Cozy Glow, and Tirek to attack her?

Discord raises a "point of order" finger.

82 DISCORD

Don't forget Sombra!

Celestia can't even believe what she's saying, it's so daft.

83 CELESTIA

And while you united these three villains, you pretended to be Grogar?

84 DISCORD

I'm surprised you didn't catch on before. It's glaringly obvious. "Grogar" is just Discord spelled backwards, with all the wrong letters!

Fluttershy is hurt, and mad, and betrayed as she asks--

85 FLUTTERSHY

Discord, I don't understand. How could you do this to Twilight? And us?

Discord pleads his case.

86 DISCORD

I MEANT well! Look what a great job you did defeating Sombra! All the confidence you gained! Remember the cheering? The hoof bumps?

But nopony is taking this harder than Twilight. Flat:

87 TWILIGHT

Except it was all a lie.

88 DISCORD

A well-intentioned lie!

Applejack shakes her head.

89 APPLEJACK

For all the time you've spent with us, you really haven't picked up too much in the way of friendship lessons, huh?

Discord harrumphs and crosses his arms.

90 DISCORD

Even YOU make the same mistakes over and over again. I think I get a pass.

Twilight is spiraling. All her confidence and cheer from act one is gone. She begins to pace.

91 TWILIGHT

You've been setting up challenges for us the whole time, haven't you? None of our successes were actually real.

Discord tries to reassure her.

92 DISCORD

Of course they were! You just had an extremely good-looking safety net.

93 SPIKE

And how was that supposed to HELP again?

94 DISCORD

I intended to prepare Twilight for ANYTHING, by orchestrating an epic attack at her coronation.

Rarity gets in Discord's face, very upset.

95 RARITY

You monster! Don't you know how much this day means to Twilight? Why wait until now for such a horrible plan?

96 DISCORD

What better time? You don't take a final on your first day of class. Just think, after defeating THREE baddies when the stakes were the highest, Twilight would have to believe she's the leader we all know she is!

Celestia steps forward, glaring.

97 CELESTIA

You have made a grave misjudgment, Discord. Do you have anything else you'd like to tell us?

98 DISCORD

Would you like the good news or the bad news?

The assembled ponies and Spike GAPE.

99 LUNA
THAT wasn't the bad news?

100 DISCORD
No. This is: all my chaos magic is...
Gone. Trapped in Grogar's bell.

It hangs in the air for a moment before--

101 SPIKE
So what's the good news?

102 DISCORD
Chrysalis, Tirek, and Cozy Glow now
have all of the real Grogar's magic.

Another huge blow to the assembled ponies.

103 RAINBOW DASH
IN WHAT WORLD IS THAT GOOD NEWS?!

104 DISCORD
Compared to me losing my powers,
anything else IS good news.

Celestia scowls and turns to Twilight and Luna.

105 CELESTIA
Twilight, Luna, we need to make a
plan. Maybe it's not too late to stop
this disaster from happening.

But Twilight has frozen - she looks lost and afraid.
Confidence gone, she's completely vulnerable.

106 TWILIGHT
I...I need some time to think first.

107 DISCORD
There isn't any. Look what I overheard
them saying!

Discord snaps his fingers. Nothing happens.

108 DISCORD (CONT'D)
Ugh! Fine. Just listen to my voice and
use your imagination.

FLASHBACK TO:

SC. 10 - INT. GROGAR'S LAIR - FLASHBACK

A powerless Discord runs away as we hear:

109 CHRYSLIS (REPRINT)
Let the fool go. Without magic, he's
no threat. Besides, we have plans.

But Discord doesn't just run off. He ducks into a crag in
the lair/behind a large stone or object, and listens.

110 COZY GLOW
The lame six are sooo busy being
perfect, they haven't even noticed
what we've been up to! Have I
mentioned how great revenge is?

111 TIREK
I hope you have a name picked out for
your future kingdom. Because it's time
to destroy Equestria!

Evil power crackles around the trio as they <LAUGH EVILLY>.

SC. 11 - INT. CANTERLOT THRONE ROOM - RESUME

The ponies and Spike look on in concern as Discord finishes:

112 DISCORD
They're probably on their way to
attack Canterlot right now!

Pinkie stands, defiant and ready for a fight!

113 PINKIE PIE
Then we'll stop 'em! Right, Twilight?

But as Pinkie turns to her leader-friend for support, we see
that Twilight has gone into full freak-out mode.

114 TWILIGHT
HOW? We're not ready for this!
Stopping Sombra by himself was hard
enough! And that was with lord-of-
chaos-training wheels!

She <GROANS>. Celestia and Luna move to flank her.

115 CELESTIA
Twilight - it doesn't matter if
Discord set up your successes or not.
We believe in you and always have.

116 LUNA
Lean on your strengths to counter your
weaknesses.

Twilight looks at her friends. She's barely holding it together. Weakly, she tries to rally and convince herself:

117 TWILIGHT
My strengths? Right. Spike!

Spike zips to her side, ready for commands.

118 TWILIGHT (CONT'D)
Send a letter to Starswirl.

SC. 12 - EXT. PONY ASHRAM - DAY

A meditating STARSWIRL THE BEARDED receives Spike's letter and reads it with concern.

119 TWILIGHT (V.O.)
Tell him we need the Pillars to guard the border of Canterlot. If the villains are coming for a fight, we'll have one waiting for them.

SC. 13 - INT. TWILIGHT'S SCHOOL OF FRIENDSHIP - SAME TIME

STARLIGHT and TRIxie read Twilight's letter with worry.

120 TWILIGHT (V.O.)
With Chrysalis on the loose, she'll go after Starlight.

SC. 14 - INT. CRYSTAL EMPIRE THRONE ROOM - SAME TIME

PRINCESS CADANCE and SHINING ARMOR (holding FLURRY HEART) read the letter, eyes widening. They share a worried look.

121 TWILIGHT (V.O.)
Warn Cadance and Shining Armor. They're our final line of defense if we fail. The ultimate battle for the fate of Equestria is coming!

SC. 15 - INT. GROGAR'S LAIR - SAME TIME

But it's really not. In fact, Cozy stands between a glaring Tirek and Chrysalis, a mediator.

122 COZY GLOW
We're not going anywhere until you two STOP ARGUING! Chrysalis, say something nice about Tirek.

123 CHRYSALIS
He's...red.

Tirek's arms are crossed, so Cozy prompts him...

124 COZY GLOW
Tirek?

125 TIREK
She's...Not as annoying as I expected.

126 COZY GLOW
Good! Now we were talking about
Grogar's Bell...

She nods to the Bell, and the argument resumes.

127 CHRYSALIS
We should take the magic inside it!
You know how powerful Discord was.
That much chaos magic in our veins...

128 TIREK
I do. And I've taken some of his magic
before. But taking it all would be
madness. It's impossible for any
creature other than a draconequus to
control!

Cozy moves to the bell and dimples sweetly. Innocent:

129 COZY GLOW
Golly, I guess if you need a guinea
pig to find out if anypony can use
chaos magic... I'll volunteer.

Chrysalis and Tirek share a look. She nods, he shrugs.

130 TIREK
This should be fun.

Chrysalis levitates the bell, and Tirek blasts it. The bell
glows, and with its special "power release" <BONG>, it BLASTS
COZY with a swirl of CHAOTIC COLORS.

She grows in size and changes in color, her voice suddenly
deeper and louder as is now - CHAOS COZY! She <LAUGHS>.

131 COZY GLOW
(Chaos magic reverb)
FOOLS! Now I have more power than ALL
OF YOU! Kneel before my might!

Magic BLASTS from Cozy's horn - and a rain of RAINBOW COLORED
CHICKENS fall from the sky. Tirek smirks, amused.

132 CHRYSalIS
It's raining hens?

133 TIREK
Hallelujah.

Cozy frowns, then tries again. GIANT EGG BEATERS appear, whirring toward her. She blasts at them, but to no avail. Instead, wherever her magic strikes, random things appear - a galloping end table, pineapples with teeth that snap at Cozy's hooves... It's too much!

134 COZY GLOW
Take it back! TAKE IT BACK!!!

Chrysalis and Tirek aim the bell and power it up again. With the <RING> that signifies it's sucking up magic, Cozy BLURS and changes back to normal alicorn pony. The bell also sucks up ALL THE MAGICAL CHAOS CREATIONS.

135 COZY GLOW (CONT'D)
Okay, stop!

Tirek and Chrysalis release their magic. Grogar's Bell stops its power drain. Cozy sags, checks herself out.

Tirek raises an eyebrow to Chrysalis.

136 TIREK
Still think chaos magic is a good idea?

137 CHRYSalIS
Leave it in the bell. We've got a kingdom to conquer.

138 COZY GLOW
(re: bell)
Right. I'll just keep this with me for now. So, where should we strike first?

139 CHRYSalIS
Everywhere.

And on her wicked smile...

SC. 16 - EXT. CANTERLOT CASTLE - SAME TIME

Twilight IN HER CROWN addresses the rest of the Mane 6, the PALACE GUARDS, Spike, Discord, Luna, and Celestia. She tries to be brave as she rallies the troops.

140 TWILIGHT
We've faced enemies of Equestria before. And we've always succeeded, no matter the odds. That wouldn't be possible without all of you.

141 DISCORD
You're welcome!

Twilight glares. Spike asides to Discord.

142 SPIKE
Dude. Read the room.

Twilight flies, heroic as she gives her St. Crispin's Day speech. Below, ponies are moved.

143 TWILIGHT
So I ask for your help again today, in what is our biggest battle yet. All of Equestria is at stake, and I can't do this alone. But I'm not afraid, even if the odds seem impossible. Because with friendship as our armor, and teamwork as our power, nopony can ever bring us down!

A sarcastic voice undercuts the heroic moment.

144 COZY GLOW (O.S.)
Oh COME ON.

Twilight turns to see Cozy Glow, hovering in place behind her, arms crossed and eyes rolling.

145 COZY GLOW (CONT'D)
Where'd you get that, a daily affirmations calendar? Yeesh.

Twilight takes in Cozy's new horn and look.

146 TWILIGHT
Cozy Glow? You're...

147 COZY GLOW
...About to wipe the floor with you.

Cozy grins and shoots a blast of power at Twilight, sending her tumbling out of the air.

Luna and Rainbow Dash leap into the air to catch her, lowering her to the ground. Twilight <GROANS>, stunned but not hurt.

Cozy <LAUGHS>.

148 COZY GLOW (CONT'D)
Wow, it's true! Alicorns really DO
have more fun!

And as Cozy begins to blast at the ponies and the Palace guards rush to attack...The battle is ON!

END ACT TWO

ACT THREE

SC. 17 - EXT. BORDER OF CANTERLOT - RESUME

The PILLARS stand ready and noble, on their guard - Starswirl, ROCKHOOF, FLASH MAGNUS, SOMNAMBULA, MAGE MEADOWBROOK, and MISTMANE.

149 ROCKHOOF
Just like old times, eh Starswirl?

150 STARSWIRL
Spread out and stay ready, friends.
Canterlot depends on us!

The Pillars move apart, pegasi taking to the air, Earth ponies the middle, unicorns the edges. They're so determined to cover all the ground in front of them...

They don't see Tirek <BAMPF> in behind Starswirl.

The centaur takes a massive <BREATH>, and INHALES Starswirl's magic. The bearded wizard pony gives a <CRY> and crumples to the ground, moving but powerless.

The other Pillars whirl in shock and horror. Too late. Tirek <BAMPFS> in behind Mage Meadowbrook, <INHALING> her magic. She crumples, with a <KEEP ALIVE MOVEMENT>.

151 TIREK
Magic seasoned with age. Delicious.

The other Pillars attack! Rockhoof is the closest Pillar, and he charges Tirek in fury.

152 ROCKHOOF
No! <BATTLECRY!>

Tirek grins and spins to Rockhoof. The centaur opens his mouth wide and <INHALES>... Drawing in Rockhoof's magic and slowing his charge.

AT THE SAME TIME: Mistmane tries to blast at Tirek with her magic, but the power simply bounces off his hide as he continues to DRAIN Rockhoof's magic.

MEANWHILE, Flash Magnus and Somnambula dive at Tirek. He GRABS FLASH and casually (but not violently, nowhere near head/face) SWATS Somnambula away, still <EATING> Rockhoof's magic. The huge pony reverts to his formerly magic-less self, small and scrawny.

153 TIREK
Run along. The big stallions are playing.

Tirek turns attention to the struggling Flash, <INHALING> his energy. Flash goes gray and slumps (eyes open, still alive).

Mistmane has flanked Tirek, her magic <SLAMMING> into his back, making him drop the drained Flash. He staggers, then turns to her, palms wide, using magic to pull her close so he can <DRAIN> her magic (keeping her alive) as well.

Meanwhile, Rockhoof notices Somnambula shaking the crash off, readying for another attack, but he weakly calls to her--

154 ROCKHOOF
Somnambula! You're our last hope.
Warn...The princesses...

Somnambula nods and turns to fly, but Tirek has heard this. He <BAMPFS> directly into her path, startling her. With a final INHALE, he absorbs her magic.

155 TIREK
Ahhh. The perfect dessert to a legendary meal.

PAN OVER the sad wreckage of the once-mighty Pillars, all drained of their magic (though still moving slightly, alive).

SC. 18 - EXT. TWILIGHT SPARKLE'S SCHOOL OF FRIENDSHIP - DAY

Starlight and Trixie are ushering STUDENTS (including HYPER SONIC, SEA SALT, and RASPBERRY DAZZLE as well as the YOUNG SIX) away from the school and toward Ponyville.

156 STARLIGHT
Stay with your buddy, no running. Just follow Counselor Trixie.

There's a <LOUD CRASH> behind them. ATOP THE SCHOOL, Chrysalis has PUSHED OFF one of the weather vanes. She calls out a challenge.

157 CHRYSalIS
Starlight, starbright, where's the
pony I want to fight?

Starlight turns to Trixie. Earnest, scared:

158 STARLIGHT
I have to go. You got this?

Trixie waves a hoof like it's nothing.

159 TRIXIE
Nopony does a great and powerful
escape like Trixie.

And then a genuine moment as Trixie hugs Starlight.
Starlight turns to go. Trixie throws down a SMOKE BOMB to
cover the students' escape.

WITH STARLIGHT as <TELEPORTS> AWAY TO:

SC. 19 - EXT. ROOFTOP OF THE SCHOOL OF FRIENDSHIP - CONT.

Starlight appears on the other side of the roof, facing
Chrysalis. The bug queen smiles, powering up--

160 CHRYSalIS
Ah. Just the headmare I want to see.

161 STARLIGHT
You didn't make an appointment.

Starling Chrysalis, Starlight dives at her! As soon as she
makes contact, she teleports them both away to...

SC. 20 - EXT. OUR TOWN MOUNTAINS - DAY

Starlight and Chrysalis appear in the barren landscape.
Starlight flings herself free. Chrysalis looks around and
frowns.

162 CHRYSalIS
What is this place?

163 STARLIGHT
Somewhere you can't hurt anypony.

164 CHRYSalIS
Wrong. I can hurt YOU!

And the battle is on! Chrysalis <BLASTS> at Starlight, just
as Starlight <BAMPFS> away each time, leading Chrysalis
closer and closer a ROCKY OVERHANG.

165 CHRYsalis (CONT'D)
Grrrr. Stay still so I can blast you!

166 STARLIGHT
Oh yeah, real motivating.

Starlight <TELEPORTS> behind Chrysalis, NOW BETWEEN Chrysalis and the rock wall supporting the outcropping above. Starlight hits Chrysalis with a <WHAMMY> of power... The bug queen reels. Her eyes blaze with anger.

167 CHRYsalis
You'll pay for that.

Chrysalis <BLASTS> at Starlight, just as she TELEPORTS away - shattering the rock behind her... And causing a rockslide that buries Chrysalis!

168 STARLIGHT
Put it on my bill.

The mound of snow and rock burying Chrysalis glows with GREEN ENERGY and <EXPLODES!> as Chrysalis bursts free. The debris collides with Starlight, knocking her down as she tries to shield herself... She hits HARD and <MOANS>, passing out.

When she opens her eyes, Chrysalis is standing over her, smirking, and spinning magic OS toward Starlight.

169 CHRYsalis
There. Now I'll have all eternity to take my revenge on you.

REVEAL - Starlight is now in a creepy Changeling cocoon, only her head sticking out. She struggles; can't move.

SC. 21 - EXT. CANTERLOT CASTLE - SAME TIME

With a <YELL> the palace guards RUN to charge Cozy Glow, putting themselves between Twilight/Celestia/Luna and the villain. But Cozy just <LAUGHS> and blasts them with a FREEZING JET OF AIR from her horn, freezing them like statues in place. **NOTE: We DO NOT see Spike, Discord, or the rest of the Mane Six until specified.**

170 COZY GLOW
Awww. Looks like your defenses just got knocked out cold.

Furious, the princesses lower their horns.

171 CELESTIA
Stand down, Cozy Glow. NOW.

Cozy pretends to consider this, dimpling cutely.

172 COZY GLOW
Gee, I guess I could. But...No
thanks. I'm having too much FUN!

Cozy sends a <FIREBALL> of magic from her horn toward the princesses. The trio of alicorns put up a shield, but stagger with the impact.

Luna eyes Celestia - they share a sister nod.

173 LUNA
Ready, sister?

And the two sisters fly out from opposite sides of the shield, leaving Twilight behind it.

174 TWILIGHT
Wait! What are you...

The sister alicorns cross their horns mid air and send an AWE-INSPIRING BEAM of power toward Cozy Glow. It would absolutely take her out except...

...She suddenly summons GROGAR'S BELL in front of her. With a <RING>, it SUCKS in the blast of power, and keeps sucking, pulling all the magic from Celestia and Luna. They <SCREAM!>

Twilight gapes in horror.

175 TWILIGHT (CONT'D)
NO!

Celestia and Luna flutter to the ground, magic drained - BUT CLEARLY ALIVE! Twilight drops her shield and runs to them.

Above them, Cozy Glow <LAUGHS>.

176 COZY GLOW
<laughter> See, that's the problem
with you magic-types. You're so
reliant on all your special power, you
forget to use your brains!

ON TWILIGHT - she turns ferociously serious. IT'S ON.

177 TWILIGHT
Keep telling yourself that. NOW!

And that's a signal, because Rainbow Dash STREAKS in to blast past Cozy, spinning her around in her speed.

Levitated by Rarity, Pinkie flies near to launch a confetti cannon at Cozy.

178 PINKIE PIE
SURPRISE ATTACK!

The villain <COUGHS> and bats at the confetti, furious.

Fluttershy hovers nearby, a flying Spike and several FIERCE EAGLES with her. She points a hoof.

179 FLUTTERSHY
Fly my pretties!

The Eagles attack. Spike shoots jets of flame. Cozy snarls and <BLASTS> at them, dodging but missing her shots.

180 APPLEJACK (O.S.)
I'll hold her still!

Below, Applejack hurls a lasso that snags Cozy in place.

Twilight aims her powered up horn and suddenly...

There's a CONCUSSION OF POWER that sends the Mane Six flying.

REVEAL - Chrysalis and Tirek have appeared. Cozy lands and Tirek smirks at her.

181 TIREK
SOMEpony could use some magic lessons.

Seemingly unseen, Discord sneaks up behind the villains to reach for Grogar's Bell (still levitating behind Cozy)...

And Cozy magic-blasts him over to join Twilight and company.

182 COZY GLOW
(smirk to Tirek)
You were saying?

Meanwhile, the M6 and Spike have formed up around the fallen Celestia and Luna. Twilight slams a shield around them as the three villains face off with them.

183 CHRYSALIS
You think your pathetic shield can stop us? The Pillars have been defeated. Your school is abandoned. Face it, Twilight. You've lost.

Twilight holds her shield, bravely standing tall.

184 TWILIGHT

No. You can attack us and we may fall.
But Equestria will still stand, united
in friendship! And we won't stop
until we defeat you, no matter how
many ponies you take down.

The speech hangs in the air until there's a <SNORT> from Tirek...Then the three villains burst out into <LAUGHTER>.

185 DISCORD

Well, I thought it was a good speech.

Dash glares at the trio of villains, furious.

186 RAINBOW DASH

Hey! What's so funny?!

187 TIREK

Didn't you all notice something was
wrong in Equestria? We've been busy.

188 CHRYSALIS

A whisper here, a rumor there.

189 TIREK

Destroy some crops. Cause some
trouble.

190 COZY GLOW

Turn pony against pony.

191 CHRYSALIS

Until your whole kingdom is on edge,
waiting for just one tiny thing to
push them over the brink.

192 TIREK

There's no backup friends or rainbow
magic to save you now.

Cozy grins to the others.

193 COZY GLOW

Golly, I think it's time for some
redecorating!

And with that, she <MAGIC BLASTS> the castle. The other
villains join in, DESTROYING Canterlot Castle (or as much of
it as makes sense for production).

The M6, Discord, and Spike gape in horror/shock.

Ponies run from the castle in terror, <YELLING>. The palace guards un-freeze and stampede away in fear.

194 CHRYSALIS
You know what's stronger than
friendship, Twilight? Fear.

Chrysalis <SHATTERS> Twilight's shield.

195 TIREK
Because when you have to protect
yourself, you don't have time for
anypony else.

Tirek makes a grabbing gesture, and "force pulls" Twilight toward the villains, away from her friends.

Determined, she slams up another shield. Chrysalis <SHATTERS> it again.

196 COZY GLOW
Too bad you never taught THAT in
school.

And as one, the three villains train their power on Twilight and FIRE...

But the M6 have one last gambit. Rarity magic-levitates a chunk of castle in front of Twilight, taking the force of the magic. Throughout the following, the castle chunk shield CHIPS AWAY with <MAGICAL IMPACTS> - impending doom! FAST:

197 RARITY
Go, Twilight. Get help!

198 APPLEJACK
We'll hold 'em til you get back.

199 TWILIGHT
NO! I can't leave you here!

200 FLUTTERSHY
It's our only chance.

201 RAINBOW DASH
Yeah! You'll come up with something
to save the day!

202 PINKIE PIE
You always do.

203 SPIKE
We believe in you.

It's a deep crisis moment of the soul for Twilight. But no time to think - the castle wall <SHATTERS> from the villains' power. Discord shoves Twilight away from the blast.

204 DISCORD
Fly, you foal!

Faced with no other choice, seeing her friends nod and the villains aim again... Twilight <BAMPFS> away.

And as the villains' <LAUGH MANIACALLY> and their magic FILLS SCREEN... **END PART ONE**