MLP 625 626 Finale

My Little Pony 625/626
**Scene 1**

**Duration** 01:00

**Panel 1**

**Duration** 01:00

---

**Scene 2**

**Duration** 03:00

**Panel 1**

**Duration** 01:00

---

**Action Notes**

X-Dissolve

SC. 2 - EXT. STARLIGHT’S VILLAGE - DAY

Ponies are rushing around hanging banners and balloons, setting up food and getting things ready for the festival.

---

**Dialog**

SFX  (Celebrating excitement in the distance)

---

**Action Notes**

SC. 2 - EXT. STARLIGHT’S VILLAGE - DAY

Trk in on village.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>2</td>
<td>03:00</td>
<td>2</td>
<td>01:00</td>
</tr>
</tbody>
</table>

Action Notes
Starlight walks into her village looking in.
Ponies are rushing around hanging banners and balloons,
setting up food and getting things ready for the festival.
Slight pan over as Starlight walks in.

Action Notes
Everyone is happy. Starlight takes a deep breath and walks into the village.
**Action Notes**

**Cut**

As she walks, the ponies notice her and stop what they are doing. They whisper to each other.

Pan bg

---

**Action Notes**

Starlight looks around nervously. She is pleasant but nervous.

Pan bg

---

**Action Notes**

Starlight looks around nervously. She is pleasant but nervous.

Pan bg
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>4</td>
<td>01:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**

Cut

Pan with action as Starlight waves to the ponies in the village. As she walks, the ponies notice her and stop what they are doing. They whisper to each other.
Action Notes

Cut

Trk out from banner of festival. Double Diamond is watching as Party Favour gets the banner in place with his magic.

Action Notes

Starlight steps into frame.
Dialog
20 STARLIGHT
Hey there everypony.

Action Notes
Cut close on Starlight. Starlight nervously musters up the courage to speak.

Dialog
21 PARTY FAVOR
Uh..

Action Notes
Cut to D.D. and P.F. reacting to Starlight being there. Party Favour turns to Starlight o.s.

Dialog
21 PARTY FAVOR cont
Hey Starlight.

Action Notes
They look at each other a beat.
### Scene 7
- **Duration**: 03:00
- **Panel**: 3

**Panel**: Scene 7

**Dialog**: 21 PARTY FAVOR cont
What are you doing here?

### Scene 8
- **Duration**: 03:00
- **Panel**: 1

**Panel**: Scene 8

**Dialog**: 22 STARLIGHT
I...

**Action Notes**
Cut
Starlight looks at Party Favour o.s.
Dialog
22 STARLIGHT cont
I was invited.

Action Notes
Trk out as P.F. and D.D. settle in on either side of S.L.
Starlight looks at Double Diamond

Dialog
22 STARLIGHT cont
To the Sunset Festival?
Dialog
23 DOUBLE DIAMOND
Yea.

But we didn’t think

Action Notes
Cut
Party Favour and Double Diamond look at the invitation.

Action Notes
P.F. uses his magic to take the invitation.

Action Notes
P.F. uses his magic to take the invitation.
Scene 9: 07:00 Panel 4 Duration 01:00

Dialog 24 PARTY FAVOR
You didn’t think

Action Notes
They look at the invitation

Scene 9: 07:00 Panel 5 Duration 01:00

Dialog 24 PARTY FAVOR cont
we really wanted
you here

Action Notes
D.D. looks at it
P.F. talks to S.L. off screen

Scene 9: 07:00 Panel 6 Duration 01:00

Dialog 24 PARTY FAVOR cont
did you?

Action Notes
P.F. gestures
**Scene 9**
Duration 07:00
Panel 7
Duration 01:00

**Action Notes**
D.D. tears up the invitation quickly. P.F. watches happily.

**Scene 10**
Duration 07:00
Panel 1
Duration 01:00

**Action Notes**
Cut close on Starlight. She watches D.D. o.s tear up the invitation.

**Scene 10**
Duration 07:00
Panel 2
Duration 01:00

**Action Notes**
Pieces of the invitation are thrown at S.L. She winces.
Action Notes
Pieces of the invitation are thrown at S.L.
She winces.

Dialog
25 STARLIGHT
But...

Action Notes
She looks back up sadly at them o.s.

Dialog
25 STARLIGHT cont
I apologized...

Action Notes
She is concerned and confused.
Scene 10 | Duration 07:00 | Panel 6 | Duration 01:00

Scene 10 | Duration 07:00 | Panel 7 | Duration 01:00

Dialog
25 STARLIGHT cont
I thought everything

Dialog
25 STARLIGHT cont
was fine.

Action Notes
She is concerned and confused.

Action Notes
She starts to back away wearily
Scene 11  |  Duration 01:00
Panel 1   |  Duration 01:00

**Dialog**

*SFX Laughing*

**Action Notes**

*Cut*

Pan across as Party Favor and Double Diamond start LAUGHING at Starlight.
Scene 12  
Duration 03:00  
Panel 1  
Duration 01:00

**Dialog**

SFX  Laughing

**Action Notes**

Cut
Starlight is backing away from D.D. and P.F.
The other ponies in the village join in the laughter.
Slight pan with action
Scene 12
Duration 03:00
Panel 2
Duration 01:00

Dialog
SFX  Laughing

Action Notes
Starlight is backing away from D.D. and P.F.
The other ponies in the village join in the laughter.
Slight pan with action
Scene 12  Duration 03:00  Panel 3  Duration 01:00

Dialog
SFX  Laughing

Action Notes
She bumps into a group of ponies behind her.
Slight pan with action
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>13</td>
<td>02:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

SFX  Laughing

**Action Notes**

Cut
Ponies are laughing maniacally.
Slight drift pan and rotate
Dialog
SFX  Laughing

Action Notes
Ponies are laughing maniacally.
Slight drift pan and rotate
### Scene 14

**Panel 1**

**Duration** 02:00

**Duration** 01:00

#### Dialog

SFX  Laughing

#### Action Notes

Cut

Slight drift pan and rotate the other way compared to previous scene.

D.D. and P.F. approach Starlight in the bg.
### Scene 14
**Duration**: 02:00
**Panel**: 2
**Duration**: 01:00

**Dialog**
- SFX  Laughing

**Action Notes**
- Slight drift pan and rotate the other way compared to previous scene.
- D.D. and P.F. approach Starlight in the bg.
- Starlight looks around confused and panicky.

### Scene 15
**Duration**: 03:00
**Panel**: 1
**Duration**: 01:00

**Dialog**
- 26 PARTY FAVOR
  Did you really think an apology

**Action Notes**
- Cut
  Starlight spins around as D.D. and P.F. approach her.
Scene 15  Duration 03:00  Panel 2  Duration 01:00

**Dialog**
26 PARTY FAVOR cont
would make up for everything

**Action Notes**
D.D. and P.F. approach her.

Scene 15  Duration 03:00  Panel 3  Duration 01:00

**Dialog**
26 PARTY FAVOR cont
you did to us!

**Action Notes**
D.D. and P.F. approach her.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>16</td>
<td>02:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**

Cut close on S.L.
She is freaking out.
Trk in

Scene 16 Duration 02:00 Panel 2 Duration 01:00

**Action Notes**

She is freaking out.
Scene 17
Duration 04:00
Panel 1
Duration 01:00

Action Notes
Cut
D.D. and P.F. settle into shot.

Scene 17
Duration 04:00
Panel 2
Duration 01:00

Action Notes
Suddenly they lift off the ground.
**Action Notes**

Slight pan down as they look down at their cutie marks.

**Action Notes**

The cutie marks start to pull away from their bodies.
Scene 18
Duration 01:00
Panel 1
Duration 01:00

Action Notes
Cut close on P.F. and D.D. as they wince in pain from their cutie marks being removed.

Scene 19
Duration 07:00
Panel 1
Duration 01:00

Action Notes
Cut close on P.F. cutie sign being removed.

Scene 19
Duration 07:00
Panel 2
Duration 01:00

Action Notes
They stretch and pull away
Scene 19
Duration 07:00
Panel 3
Duration 01:00

Dialog
SFX  Pop!

Action Notes
They pop off of their body

Scene 19
Duration 07:00
Panel 4
Duration 01:00

Action Notes
The cutie marks fly out.

Scene 19
Duration 07:00
Panel 5
Duration 01:00

Action Notes
Suddenly an equal sign cutie mark fades in
Scene 19  Duration 07:00  Panel 6  Duration 01:00

Action Notes
Suddenly an equal sign cutie mark fades in

Scene 19  Duration 07:00  Panel 7  Duration 01:00

Action Notes
Suddenly an equal sign cutie mark fades in

Scene 20  Duration 06:00  Panel 1  Duration 01:00

Action Notes
Cut wide as we see their cutie marks fly away and off to the cave where they were kept in a previous episode.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>20</td>
<td>06:00</td>
<td>2</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**

Suddenly we see D.D.'s and P.F.'s cutie marks fly in and towards the cave.

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>20</td>
<td>06:00</td>
<td></td>
<td></td>
</tr>
<tr>
<td></td>
<td></td>
<td>3</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**

Suddenly we see D.D.'s and P.F.'s cutie marks fly in and towards the cave. Pan with action.
Suddenly we see D.D.'s and P.F.'s cutie marks fly in and towards the cave.
Pan with action
### Action Notes

Suddenly we see D.D.'s and P.F.'s cutie marks fly in and towards the cave. Pan with action

### Action Notes

They dissappear into the cave. The cave glows a bit as they dissappear into it.
Scene 21  Duration 03:00  Panel 1  Duration 01:00
Action Notes
Cut close on S.L.
She is scared and confused.

Scene 21  Duration 03:00  Panel 2  Duration 01:00
Action Notes
She looks up at her horn and its glowing.

Scene 21  Duration 03:00  Panel 3  Duration 01:00
Action Notes
She looks around confused.
**Action Notes**

Cut to other ponies in the air with their cutie marks being removed. Pan over as they all cringe in pain.

**Action Notes**

Cut as ponies cutie marks are ripped from them and turned to equal signs. The ponies hair styles change as well when they have their equal signs on.

**Notes**

Ponies hair styles change now when their cutie marks are removed.
### Scene 24

#### Duration
03:00

#### Panel
1

#### Duration
01:00

**Action Notes**

H.U.

D.D. and P.F. now with their changed old hairstyles etc look back at their cutie marks that are now equal signs.

### Scene 24

####Duration
03:00

#### Panel
2

#### Duration
01:00

**Action Notes**

Suddenly they start to lower back to the ground.

Slight pan with action.
Scene 24
Duration 03:00
Panel 3
Duration 01:00

**Dialog**
27 DOUBLE DIAMOND
What are you doing Starlight?!

**Action Notes**
They settle back on the ground and look to Starlight o.s angrily.

Scene 25
Duration 02:00
Panel 1
Duration 01:00

**Dialog**
28 STARLIGHT
That’s not me!

**Action Notes**
Starlight is scared and confused.

Scene 25
Duration 02:00
Panel 2
Duration 01:00

**Dialog**
28 STARLIGHT cont
I didn’t--

**Action Notes**
D.D. and P.F. approach her.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>26</td>
<td>02:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

29 PARTY FAVOR
We knew this would happen

**Action Notes**
Cut
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>Scene 26</td>
<td>02:00</td>
<td>2</td>
<td>01:00</td>
</tr>
<tr>
<td>Scene 27</td>
<td>05:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

29 PARTY FAVOR cont
if you came back!

30 STARLIGHT
I don’t understand. Please!

**Action Notes**

Slight pan with action as D.D. and P.F. walk over and up to S.L. angrily.

She is horrified and confused.
Dialog
30 STARLIGHT cont
Let me use my magic to help you!

Action Notes
Starlight backs away from the ponies, horrified.
Slight pan with action

SFX Horn sparking and not powering up properly

Action Notes
She tries to power up her horn.
but it won’t work.
**Scene** 27  
**Duration** 05:00  
**Panel** 4  
**Duration** 01:00

**Dialog**
SFX  Horn sparking and not powering up properly

**Action Notes**
She looks up at it and sees it is not working.

---

**Scene** 27  
**Duration** 05:00  
**Panel** 5  
**Duration** 01:00

**Action Notes**
She looks down at her cutie mark which is also an equal sign.
Trk in
**Scene 28**
Duration 01:00
Panel 1
Duration 01:00

**Dialog**
SFX Gasp!

**Action Notes**
Cut
S.L. reacts to herself having an equal sign.

---

**Scene 29**
Duration 02:00
Panel 1
Duration 01:00

**Action Notes**
Hook Up.
She’s stuck in the village with all of the ponies surrounding her, YELLING at her.

---

**Scene 29**
Duration 02:00
Panel 2
Duration 01:00

**Action Notes**
Hook Up.
She’s stuck in the village with all of the ponies surrounding her, YELLING at her.
**Action Notes**

Cut P.O.V.

Pan across as Ponies come angrily towards the camera.
Scene 31
Duration 05:00
Panel 1
Duration 01:00

Dialog
31 STARLIGHT (CONT’D)
No, PLEASE.

Action Notes
Cut close on S.L.
She is terrified.
Starlight closes her eyes.
Trk in on her eyes.

Scene 31
Duration 05:00
Panel 2
Duration 01:00

Dialog
31 STARLIGHT (CONT’D)
Stop. STOP!

Action Notes
She is terrified.
Scene 31
Duration 05:00
Panel 01:00

Dialog
Echo fx to silence.

Panel 4
Duration 01:00
Action Notes
Suddenly there’s silence. Starlight opens her eyes.

Action Notes
Suddenly there’s silence.
Hold a beat or two
Scene 31
Duration 05:00
Panel 5
Duration 01:00

Scene 32
Duration 02:00
Panel 1
Duration 01:00

Dialog
32 STARLIGHT (CONT'D)
What happened?

Action Notes
Cut wide
The villagers are all gone. The village is empty. Day has turned to night

Notes
Night time bg’s for this sequence.
### Scene 32
**Duration:** 02:00
**Panel:** 2
**Duration:** 01:00

**Dialog**
32 STARLIGHT (CONT’D)
Is anypony there??

**Action Notes**
S.L. looks around in shock.

**Notes**
Night time bg’s for this sequence.

### Scene 33
**Duration:** 04:00
**Panel:** 1
**Duration:** 01:00

**Dialog**
SFX  Fog eerie mist sounds

**Action Notes**
Cut wider to show that fog rolls in

**Action Notes**
Fog rolls in the F/G
**Scene 33**
Duration 04:00
Panel 3
Duration 01:00

**Dialog**
SFX Fog eerie mist sounds

**Action Notes**
Fog rolls in the F/G

**Scene 33**
Duration 04:00
Panel 4
Duration 01:00

**Dialog**
SFX Fog eerie mist sounds

**Action Notes**
Fog rolls in the F/G
It starts to take form of Luna in the F/G but is not recognizable yet.

**Scene 34**
Duration 05:00
Panel 1
Duration 01:00

**Action Notes**
Cut behind S.L.
### Action Notes

A shadow falls across her back
Action Notes
Shadow covers her.
Trk in as shadow moves across her.

Action Notes
She slowly turns around aware that something is behind her.
Trk in as shadow moves across her.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>34</td>
<td>05:00</td>
<td>5</td>
<td>01:00</td>
</tr>
<tr>
<td>Scene</td>
<td>Duration</td>
<td>Panel</td>
<td>Duration</td>
</tr>
<tr>
<td>35</td>
<td>01:00</td>
<td>1</td>
<td>01:00</td>
</tr>
<tr>
<td>Scene</td>
<td>Duration</td>
<td>Panel</td>
<td>Duration</td>
</tr>
<tr>
<td>36</td>
<td>04:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**
She turns around aware that something is behind her.

**Dialog**
33 STARLIGHT (CONT’D)
Princess Luna?

**Dialog**
33 STARLIGHT (CONT’D)
What are you doing here?

**Action Notes**
Cut
Starlight turns to see Princess Luna standing in the center of the village.

**Action Notes**
Cut wider
Princess Luna is floating by Starlight.
Scene 36  Duration 04:00  Panel 2  Duration 01:00

**Dialog**
34 LUNA
Dreams are my domain Starlight Glimmer.

**Action Notes**
Luna gestures gracefully.

Scene 36  Duration 04:00  Panel 3  Duration 01:00

**Dialog**
34 LUNA cont
I am here because

**Action Notes**
Luna gestures gracefully.

Scene 36  Duration 04:00  Panel 4  Duration 01:00

**Dialog**
34 LUNA cont
you need me to be.

**Action Notes**
Luna gestures gracefully.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>37</td>
<td>02:00</td>
<td>1</td>
<td>01:00</td>
<td>37</td>
<td>02:00</td>
<td>2</td>
<td>01:00</td>
<td>38</td>
<td>03:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

35 STARLIGHT
(relieved)
Oh!

35 STARLIGHT cont
(relieved)
It’s only a dream.

**Action Notes**

Cut close on S.L. as she is relieved.

Cut as Luna arches an eyebrow.

She is relieved.
### Dialog

36 LUNA  
It may only be a dream,

### Action Notes

Luna walks by Starlight.
Scene 38  Duration 03:00  Panel 3  Duration 01:00

Dialog 36 LUNA cont but the feelings in it are real.

Action Notes Luna walks by Starlight. S.L. turns

Scene 39  Duration 04:00  Panel 1  Duration 01:00

Dialog 37 STARLIGHT Great.

Action Notes Hook Up as Starlight settles after turning
Scene 39
Duration 04:00
Panel 2
Duration 01:00

Dialog
37 STARLIGHT cont
So I guess I’m more afraid

Action Notes
Trk out slightly as Luna enters.

Scene 39
Duration 04:00
Panel 3
Duration 01:00

Dialog
37 STARLIGHT cont
of going back to the village than I thought.

Action Notes
She looks down sadly
Luna settles in the F/G
Scene 39
Duration 04:00
Panel 4
Duration 01:00

Dialog
37 STARLIGHT cont
What do I do now?

Action Notes
She looks back up at Luna.

Scene 40
Duration 05:00
Panel 1
Duration 01:00

Dialog
38 LUNA
I have been helped time and again

Action Notes
She gestures to herself
Dialog
38 LUNA cont
by six very special ponies.

Dialog
38 LUNA cont
They’ve helped me overcome

Dialog
38 LUNA cont
my past.
Scene 41
Duration 03:00
Panel 1
Duration 01:00

Dialog
38 LUNA cont
You are fortunate to have them as friends.

Action Notes
Cut

Scene 41
Duration 03:00
Panel 2
Duration 01:00

Dialog
38 LUNA cont
I suggest you

Action Notes
Luna turns and starts to leave.

Scene 41
Duration 03:00
Panel 3
Duration 01:00

Dialog
38 LUNA cont
share your concerns with them.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>42</td>
<td>03:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**
Cut
Luna walks up an imaginary staircase to the moon.

**Dialog**
39 LUNA (CONT’D)
I see much of myself in you
Starlight Glimmer
and I can tell you from personal experience

**Action Notes**
Luna walks up an imaginary staircase to the moon.
Dialog
39 LUNA (CONT’D)
that things do indeed get better.

Action Notes
Hook Up
Luna looks back at Starlight o.s.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Action Notes</th>
</tr>
</thead>
</table>
| 44    | 06:00    | 2     | 01:00    | **Action Notes**  
Luna walks into the moon like walking into a tunnel dissappearing into the brightness.  
The moon begins to brighten as she dissappears. |

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Action Notes</th>
</tr>
</thead>
</table>
| 44    | 06:00    | 3     | 01:00    | **Action Notes**  
Luna walks into the moon like walking into a tunnel dissappearing into the brightness.  
The moon begins to brighten as she dissappears. |

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Action Notes</th>
</tr>
</thead>
</table>
| 44    | 06:00    | 4     | 01:00    | **Action Notes**  
Luna walks into the moon like walking into a tunnel dissappearing into the brightness.  
The moon begins to brighten as she dissappears. |
**Scene 44**  
**Duration 06:00**  
**Panel 5**  
**Duration 01:00**

**Action Notes**  
Luna walks into the moon like walking into a tunnel disappearing into the brightness. The moon begins to brighten as she disappears.

**Scene 44**  
**Duration 06:00**  
**Panel 6**  
**Duration 01:00**

**Scene 45**  
**Duration 01:00**  
**Panel 1**  
**Duration 01:00**

**Insert**  
SC. 3 -  
INT SL. ADDASUM

**Action Notes**  
Screen turns to white. White flash wipe to next sc. 3
Scene 46  Duration 04:00  Panel 1  Duration 01:00

Action Notes
X-DISSOLVE TO...
SC. 6 - EXT. OUTSKIRTS OF STARLIGHT’S VILLAGE - DAY
Trixie and Starlight pull up to the same ledge the Mane 6 did ALL the way back in ep. 501 and look down at the town. The buildings still resemble an equal sign but now the town is bright and colorful with banners and balloons everywhere.

Scene 46  Duration 04:00  Panel 2  Duration 01:00

Action Notes
Trixie and Starlight enter in and walk to the ledge.
Pan with action.

Scene 46  Duration 04:00  Panel 3  Duration 01:00

Action Notes
Trixie and Starlight enter in and walk to the ledge.
Pan with action.
Scene 46
Duration 04:00
Panel 4
Duration 01:00

Dialog
57 TRIXIE
There it is!

Action Notes
They settle looking down at the village.

Scene 47
Duration 06:00
Panel 1
Duration 01:00

Dialog
57 TRIXIE cont
The town where you --

Action Notes
Cut
S.L. and Trixie look down at the village.

Scene 47
Duration 06:00
Panel 2
Duration 01:00

Dialog
58 STARLIGHT
Magically stole everypony’s cutie mark,

Action Notes
S.L. is panicky and worried.
58 STARLIGHT cont
replaced them with equal signs

58 STARLIGHT cont
and forced them all to hide their natural talents?

S.L. is panicky and worried.

Pause a beat as S.L. is freaking out.

S.L. is panicky and worried.
Scene 47 Duration 06:00 Panel 6 Duration 01:00

Dialog
58 STARLIGHT cont
Yes.

Action Notes
She settle sad looking.

Scene 48 Duration 04:00 Panel 1 Duration 01:00

Dialog
59 TRIXIE
I was going say

Action Notes
Cut close on Trixie.

Scene 48 Duration 04:00 Panel 2 Duration 01:00

Dialog
59 TRIXIE cont
where you came from.

Action Notes
She gestures
Scene 48
Duration 04:00
Panel 3
Duration 01:00

Panel 3 Dialog
59 TRIXIE cont
But yours is a more...

Scene 48
Duration 04:00
Panel 4
Duration 01:00

Panel 4 Dialog
59 TRIXIE cont
emotionally traumatic answer.

Scene 49
Duration 04:00
Panel 1
Duration 01:00

Panel 1 Dialog
SFX Sighs.

Action Notes
Cut
Starlight looks to Trixie and sighs.
Scene 49
Duration 04:00
Panel 2
Duration 01:00

60 STARLIGHT
I just want to blend in.

Panel 3
Duration 01:00

60 STARLIGHT cont
Be just another pony in the crowd

Panel 4
Duration 01:00

60 STARLIGHT cont
enjoying the Sunset Festival with my friend.

Action Notes
She starts to brighten up

Action Notes
She turns to Trixie.

Action Notes
She gestures o.s. to the festival in the village.
Scene 50  Duration 04:00  Panel 1  Duration 01:00

Dialog
61 TRIXIE
Sounds good to me.

Action Notes
Cut wide as Trixie and S.L. talk.

Scene 50  Duration 04:00  Panel 2  Duration 01:00

Dialog
61 TRIXIE cont
And if things get weird for you

Scene 50  Duration 04:00  Panel 3  Duration 01:00

Dialog
61 TRIXIE cont
just let me know.
I’ve got your flank.

Action Notes
Trixie gestures to herself.
Scene 50  Duration 04:00  Panel 4  Duration 01:00

Dialog
61 TRIXIE cont
I’ve got your flank.

Action Notes
Trixie turns and gestures to S.L.

Scene 51  Duration 01:00  Panel 1  Duration 01:00

Dialog
62 STARLIGHT
Is that a promise?

Action Notes
Cut close on S.L.

Scene 52  Duration 06:00  Panel 1  Duration 01:00

Dialog
63 TRIXIE
Not just a promise.

Action Notes
Cut wide
Trixie gestures grandly.

POWERFUL promise.

She throws the smoke bomb down on the ground and it explodes into a giant mass of smoke.
Scene 52  Duration 06:00  Panel 5  Duration 01:00

Dialog
SFX  BOOOOM!

Action Notes
She throws the smoke bomb down on the ground and it explodes into a giant mass of smoke.

Scene 52  Duration 06:00  Panel 6  Duration 01:00

Dialog
SFX  BOOOOM!

Scene 53  Duration 11:00  Panel 1  Duration 01:00

Action Notes
Smoke wipe. The smoke dissipates revealing a new scene.

Action Notes
Smoke fills the frame.
Scene 53
Duration 11:00
Panel 2
Duration 01:00

Dialog
SFX  Coughing and hacking

Action Notes
Smoke wipe. The smoke dissipates revealing anew scene.
We are closer on S.L. and Trixie. They are coughing from all the smoke.

Scene 53
Duration 11:00
Panel 3
Duration 01:00

Dialog
SFX  Coughing and hacking

Action Notes
Smoke wipe. The smoke dissipates revealing anew scene.
Trixie and S.L. are coughing from the smoke.

Scene 53
Duration 11:00
Panel 4
Duration 01:00

Dialog
64 STARLIGHT
Well, I couldn’t ask for more than that.

Action Notes
S.L. turns to Trixie
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>53</td>
<td>11:00</td>
<td>5</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

64 STARLIGHT cont
If we're gonna do this,

**Action Notes**

S.L. looks o.s. hesitantly.

---

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>53</td>
<td>11:00</td>
<td>6</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

64 STARLIGHT cont
let's do it!

**Action Notes**

They turn and look o.s.
S.L. is unsure
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>53</td>
<td>11:00</td>
<td>7</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**

Trixie starts off confidently.
Pan with action
**Action Notes**
Trixie stops and turns back giving S.L. a look.  
Pan with action

**Action Notes**
S.L. sighs and rolls her eyes slightly embarrassed that she isn't following Trixie.
Scene 53 Duration 11:00 Panel 10 Duration 01:00

Action Notes
Trixie starts off again and S.L. follows her hesitantly.

Scene 53 Duration 11:00 Panel 11 Duration 01:00

Action Notes
S.L. follows her hesitantly.

Scene 54 Duration 03:00 Panel 1 Duration 01:00

Dialog
SFX (Celebrating excitement in the distance)

Action Notes
Cut wide as Trixie and S.L. head off towards the village. S.L. is hesitant to go.
Scene 54
Duration 03:00
Panel 2
Duration 01:00

Dialog
SFX (Celebrating excitement in the distance)

Action Notes
Trixie and S.L. head off towards the village. S.L. is hesitant to go.

Scene 54
Duration 03:00
Panel 3
Duration 01:00

Dialog
SFX (Celebrating excitement in the distance)

Scene 55
Duration 03:00
Panel 1
Duration 01:00

Action Notes
X-Dissolve
SC. 7 - EXT. STARLIGHT’S VILLAGE - LATER
Everything is just like it was in Starlight’s dream. Banners, balloons, food, and ponies running around getting everything set up.

Action Notes
They disappear down the path towards the village.
**Action Notes**

Ponies are rushing around hanging banners and balloons, setting up food and getting things ready for the festival. Slight pan over as Starlight and Trixie walk in.

**Action Notes**

Everyone is happy. Starlight takes a deep breath and walks into the village.
Action Notes
Cut
As she walks, Ponies wave to them from their windows etc.
Pan bg

Action Notes
Starlight looks around nervously. She is pleasant but nervous.
Ponies wave to them from their windows etc.
Pan bg

Action Notes
Starlight looks around nervously. She is pleasant but nervous.
Ponies wave to them from their windows etc.
Pan bg
Action Notes

Cut
Pan with action as Starlight waves to the ponies Starlight and Trixie walk down the main street.
Ponies start to notice them and whisper to each other.
They also wave back though and are happy.
Scene 58
Duration 04:00
Panel 1
Duration 01:00

Action Notes
Cut
Trk out from banner of festival. Double Diamond is watching as Party Favour gets the banner in place with his magic.

Scene 58
Duration 04:00
Panel 2
Duration 01:00

Action Notes
Starlight steps into frame.
**Action Notes**

D.D. and P.F. turn to see Starlight and Trixie behind them.

**Dialog**

65 DOUBLE DIAMOND
STARLIGHT!

**Action Notes**

D.D. brightens up

**Dialog**

65 DOUBLE DIAMOND O.S.
YOU

**Action Notes**

Cut close on Starlight and Trixie.
Scene 59
Duration 02:00
Panel 2
Duration 01:00

Dialog
65 DOUBLE DIAMOND O.S.
CAME!!

Action Notes
Starlight nervously
smiles at them and waves.

Scene 60
Duration 04:00
Panel 1
Duration 01:00

Dialog
66 PARTY FAVOR
We were worried

Action Notes
Cut to D.D. and P.F. reacting to
Starlight being there.
Party Favour turns to Starlight o.s.

Scene 60
Duration 04:00
Panel 2
Duration 01:00

Dialog
66 PARTY FAVOR cont
you wouldn’t be able

Action Notes
They look at each other a beat.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>60</td>
<td>04:00</td>
<td>3</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

66 PARTY FAVOR cont
to make it!

**Action Notes**

They start to walk towards her.

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>60</td>
<td>04:00</td>
<td>4</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

66 PARTY FAVOR cont
Are you staying
Party Favor cont
the whole week?

Action Notes
Cut wide
They rush to greet Starlight along with the other
townies. Everypony is happy to see her.
Slight pan over with action
66 PARTY FAVOR cont
We have different
events

Action Notes
They rush to greet Starlight along with the other
townsponies. Everypony is happy to see her.
Slight pan over with action
Dialog
66 PARTY FAVOR cont
planned each day!

Action Notes
They rush to greet Starlight along with the other townsponies. Everypony is happy to see her.
Slight pan over with action

Dialog
67 SUGAR BELLE
How is it living in a castle?

Action Notes
They turn to Sugar Belle.
Scene 62 Duration 03:00 Panel 1 Duration 01:00

Dialog 68 DOUBLE DIAMOND
It’s

Action Notes
Cut close on D.D. excited

Scene 62 Duration 03:00 Panel 2 Duration 01:00

Dialog 68 DOUBLE DIAMOND cont
SO good

Action Notes
D.D. excited

Scene 62 Duration 03:00 Panel 3 Duration 01:00

Dialog 68 DOUBLE DIAMOND cont
to see you.

Action Notes
D.D. excited
Action Notes
Cut close on Starlight and Trixie. Starlight is visibly relieved. Trixie grins. Trixie steps up to S.L.

Dialog
69 TRIXIE
Oh yea.

Dialog
69 TRIXIE cont
THESE ponies are terrifying.

Action Notes
Trixie whispers on the side to S.L.
Scene 63
Duration 06:00
Panel 4
Duration 01:00

Action Notes
Starlight rolls her eyes at Trixie.

Dialog
70 STARLIGHT
It’s good to see all of you too.

Action Notes
Starlight looks around at the ponies around her.
Slight trk out.
Scene 63
Duration 06:00
Panel 6
Duration 01:00

Dialog
70 STARLIGHT cont
all of you too.

Scene 64
Duration 05:00
Panel 1
Duration 01:00

Dialog
71 PARTY FAVOR
You got here JUST in time.

Action Notes
Cut to P.F.
Scene 64, Duration 05:00, Panel 2, Duration 01:00

Dialog
71 PARTY FAVOR cont
We were having some debate

Action Notes
He turns and gestures to the banners o.s.
Pan and trk out to reveal a few ponies flying and holding up some banner choices.

Scene 64, Duration 05:00, Panel 3, Duration 01:00

Dialog
71 PARTY FAVOR cont
about these banners.

Action Notes
The ponies hold up the banners and look over at S.L. o.s. eagerly.
Dialog
71 PARTY FAVOR cont
Which do you think feels more sunsety?

Action Notes
Suddenly P.F. leans his head in to camera and asks S.L. what she thinks.

Dialog
71 PARTY FAVOR cont

Dialog
72 STARLIGHT
Oh,

Action Notes
Cut
Starlight is instantly wary.
72 STARLIGHT cont
you don’t need me to decide that.

Dialog

S.L. steps a back step. She is starting to feel uneasy.
Starlight is instantly wary.
Slight pan with action

MLP 625 626 Finale  My Little Pony 625/626

Page  94/270

Dialog
72 STARLIGHT cont
Whatever you think is probably best.

Action Notes
She gestures
Scene 66 Duration 03:00 Panel 1 Duration 01:00

**Dialog**

73 DOUBLE DIAMOND
Well, how about helping us

**Action Notes**

Cut as D.D. settles in the F/G excited

Scene 66 Duration 03:00 Panel 2 Duration 01:00

**Dialog**

73 DOUBLE DIAMOND cont
with the routes for the relay races tomorrow.

Scene 66 Duration 03:00 Panel 3 Duration 01:00

**Dialog**

73 DOUBLE DIAMOND cont
Can you take a look?

**Action Notes**

He leans forward
Scene 67
Duration 03:00
Panel 1
Duration 01:00

Dialog
74 STARLIGHT
Oh, I shouldn’t.

Action Notes
Cut
Starlight backs away from the townsponies, growing more and more uneasy, as they all crowd around her.

Scene 67
Duration 03:00
Panel 2
Duration 01:00

Dialog
74 STARLIGHT cont
You all

Action Notes
She gestures nervously

Scene 67
Duration 03:00
Panel 3
Duration 01:00

Dialog
74 STARLIGHT cont
You all

Action Notes
She gestures nervously
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>68</td>
<td>09:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

74 STARLIGHT cont
I just want to enjoy the festival.

**Action Notes**

Cut close on S.L. nervous

She looks around nervously
Scene 68  Duration 09:00  Panel 3  Duration 01:00

Dialog
75 SUGAR BELLE
But you WILL be a judge

Action Notes
Quick spiral trk out as Sugar Belle leans in.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>68</td>
<td>09:00</td>
<td>4</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

75 SUGAR BELLE cont
for the baking competition right?
### Scene 68

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>68</td>
<td>09:00</td>
<td>5</td>
<td>01:00</td>
</tr>
</tbody>
</table>

#### Dialog

76 DOUBLE DIAMOND  
And we had a few questions

#### Action Notes

Quick spiral trk out as Double Diamond leans in from the other side.  
S.L. spins in surprise. She is being overwhelmed.
Dialog

76 DOUBLE DIAMOND cont
about the order of the acts for the
talent show.
Scene 68  Duration 09:00  Panel 7  Duration 01:00

Dialog

77 NIGHT GLIDER
Oh!

Action Notes

Quick spiral trk out as Night Glider zips in from above S.L. smothering her.
77 NIGHT GLIDER cont
And the unicorns have a fireworks show planned

Action Notes
Night Glider lands behind S.L.
Scene | 68 | Duration | 09:00 | Panel | 9 | Duration | 01:00
--- | --- | --- | --- | --- | --- | --- | ---

Dialog
77 NIGHT GLIDER cont
we could REALLY use your--
Action Notes
Cut as S.L. cowers on the ground. Ponies are all around her and in her space. She is overwhelmed.
Trk in on S.L. surrounded by ponies.

Action Notes
Her horn starts to glow. Starlight’s horn flares
Scene 69
Duration 07:00
Panel 3
Duration 01:00

Dialog
78 STARLIGHT
NOOOOOO......

Action Notes
Quick trk out as:
Starlight’s horn flares and a magic bubble appears around her.
Dialog
78 STARLIGHT cont
OOOOOOOOOO!!!

Action Notes
Quick trk out as:
Starlight’s horn flares and a magic bubble appears around her.

The giant bubble pushes all the ponies back except for Trixie.
### Action Notes

**Panel 6**
- All the ponies settle after being pushed back by the bubble.

**Panel 7**
- The bubble dissappears. Trixie looks down at S.L. cowering on the ground.
### Dialog

SFX  Moaning and groaning

### Action Notes

Cut

The ponies recollect themselves after being pushed back by the protective bubble. They come to a bit weary and dazed. Pan across them to D.D. and P.F.
They are shocked at what just happened.

They look back at S.L. o.s.
### Action Notes

Cut

Close on S.L. cowering down on the ground.
Pan up to Trixie who is looking down at S.L. worried.

### Dialog

81 TRIXIE
The GREAT and POWERFUL TRIXIE

### Action Notes

Trixie turns to the others o.s.
Dialog
81 TRIXIE cont
would like to thank you ALL

Action Notes
Trixie takes a bow and flips open her cape with flare.

Dialog
81 TRIXIE cont
for being such an amazing audience!

Action Notes
The cape settles as she looks up.

Dialog
81 TRIXIE cont
Sadly it is time for us to depart!

Action Notes
She leans back and gestures.
81 TRIXIE cont
Good night fillies and gentlefoals!

She looks determined.

She antics

SFX Boom!

She throws down some smoke bombs.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>71</td>
<td>10:00</td>
<td>9</td>
<td>01:00</td>
</tr>
<tr>
<td>71</td>
<td>10:00</td>
<td>10</td>
<td>01:00</td>
</tr>
<tr>
<td>72</td>
<td>07:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

SFX Boom!

**Action Notes**

The bombs explode and fill the frame with smoke.

**Action Notes**

Smoke wipe to the next scene.
Action Notes
Smoke wipe. The smoke dissipates revealing a new scene.

Action Notes
Smoke wipe. The smoke dissipates revealing a new scene.

Action Notes
Starlight and Trixie run towards camera and out. All the ponies are dazed and confused and watch them leave.
Starlight and Trixie run towards camera and out.
All the ponies are dazed and confused and watch them leave.

Hold a beat on puzzled ponies.
END ACT ONE
ACT TWO
Action Notes
End of Act Two

Action Notes
Cut
Trk out from the village
Trixie and Starlight are heading back home. Trixie is carrying the wagon
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>74</td>
<td>02:00</td>
<td>2</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Scene 74**

**Dialog**

82 STARLIGHT
I was horrible when I lead that town.

**Action Notes**

SC. 9 - EXT. FOREST ROAD - MOMENTS LATER
Trixie and an upset Starlight are traveling back to Ponyville on Trixie’s wagon. Trixie looks at Starlight questioningly.

---

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>75</td>
<td>04:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Scene 75**

**Dialog**

82 STARLIGHT cont
I was ready for them to not trust me,

**Dialog**

82 STARLIGHT cont
but I wasn’t ready for them to put me in charge again!

**Action Notes**

Cut

**Action Notes**

S.L. gestures
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>75</td>
<td>04:00</td>
<td>3</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

82 STARLIGHT cont
With my past,

**Action Notes**

She turns back to Trixie

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>75</td>
<td>04:00</td>
<td>4</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

82 STARLIGHT cont
I should never be in charge of anything.

**Action Notes**

She looks down sadly.

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>76</td>
<td>04:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

83 TRIXIE
So you messed up.

**Action Notes**

Hook Up
Trixie and S.L. walk along the path talking.
83 TRIXIE cont
Big deal.

83 TRIXIE cont
(looks around furtively)

83 TRIXIE cont
Don’t you ever tell

Hook Up
Trixie and S.L. walk along the path talking.

Trixie looks around

Trixie leans into S.L.
Dialog
83 TRIXIE cont
another pony I said this,

but even Trixie’s made mistakes.

Action Notes
Trixie looks around again.

Action Notes
Hook Up
### Scene 77

#### Duration
07:00

#### Panel
4

#### Duration
01:00

---

#### Dialog
83 TRIXIE cont

The trick is to just move on

---

#### Action Notes
Slight trk out as they walk along.
Dialog
83 TRIXIE cont
and pretend they never happened!

Action Notes
Slight trk out as they walk along.

Dialog
84 STARLIGHT
I feel like that’s
84 STARLIGHT cont
ALMOST good advice.

Action Notes
S.L. gestures. Trixie gives a look.
Off Trixie’s frown...
X-Dissolve To Sc#10

SC. 13 - EXT. STARLIGHT’S VILLAGE - LATER NIGHT TIME
Pan down from the bright moon.
Starlight is standing in the center of her village again.
It’s decorated for the festival, but nopony is there.
Action Notes
Starlight is standing in the center of her village again.
It’s decorated for the festival, but nopony is there.

Action Notes
Starlight walks into the center of her village again.
It’s decorated for the festival, but nopony is there.

Action Notes
Starlight walks into the center of her village again.
It’s decorated for the festival, but nopony is there.
**Action Notes**
Starlight walks into the center of her village again. It’s decorated for the festival, but no pony is there.

**Dialog**

SFX  Emptiness

**Action Notes**
She settles in the middle of the road.
Scene 80
Duration 01:00
Panel 1
Duration 01:00

**Dialog**
SFX Emptiness

**Action Notes**
Cut
Warped Pan bg while animating a head rotation. Shadow and rimlight will animate as well in sync with head rotation for full affect of moon lighting and eeriness.

**Notes**
Note: Head rotation and shadow rotation here. Warped Pan bg while animating a head rotation. Shadow and rimlight will animate as well in sync with head rotation for full affect of moon lighting and eeriness.

Scene 81
Duration 01:00
Panel 1
Duration 01:00

**Dialog**
SFX Emptiness

**Action Notes**
Cut wide.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>82</td>
<td>07:00</td>
<td>1</td>
<td>01:00</td>
</tr>
<tr>
<td>82</td>
<td>07:00</td>
<td>2</td>
<td>01:00</td>
</tr>
<tr>
<td>82</td>
<td>07:00</td>
<td>3</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

**Panel 1**
- Scene: 82
- Duration: 07:00
- Panel: 1
- Duration: 01:00

- **SFX**: Emptiness

**Panel 2**
- Scene: 82
- Duration: 07:00
- Panel: 2
- Duration: 01:00

- **SFX**: wind

**Panel 3**
- Scene: 82
- Duration: 07:00
- Panel: 3
- Duration: 01:00

- **SFX**: wind

**Action Notes**

**Panel 1**
- **Cut even wider**

**Panel 2**
- **Tumbleweeds drift by a beat**

**Panel 3**
- **Tumbleweeds drift by a beat**
**Scene 82**

**Duration** 07:00

**Panel** 4

**Duration** 01:00

**Dialog**

SFX  wind

**Action Notes**

Tumbleweeds drift by a beat

---

**Scene 82**

**Duration** 07:00

**Panel** 5

**Duration** 01:00

**Action Notes**

beat

---

**Scene 82**

**Duration** 07:00

**Panel** 6

**Duration** 01:00

**Dialog**

SFX  doors opening

**Action Notes**

Double Diamond, Night Glider, Party Favor and Sugar Belle all walk out of different cottages.
Scene 82
Duration 07:00
Panel 7
Duration 01:00

**Dialog**
SFX doors opening

**Action Notes**
Double Diamond, Night Glider, Party Favor and Sugar Belle all walk out of different cottages. S.L. looks back and forth at D.D. and P.F.

Scene 83
Duration 09:00
Panel 1
Duration 01:00

**Dialog**
129 STARLIGHT (CONT’D)
Hey!

**Action Notes**
Hook Up

Scene 83
Duration 09:00
Panel 2
Duration 01:00

**Dialog**
129 STARLIGHT (CONT’D)
I wanted to

**Action Notes**
D.D. walks right by S.L.
Dialog
129 STARLIGHT (CONT’D)
apologize for my

Action Notes
Start to pan with D.D. as he walks by. S.L. tries to talk to him but he ignores her.
Dialog
129 STARLIGHT (CONT’D)
behavior earlier.

Action Notes
Start to pan with D.D. as he walks by. S.L. tries to talk to him but he ignores her.

Dialog
130 STARLIGHT (CONT’D)
Party Favor?

Action Notes
Suddenly P.F. enters walking the other direction
### Scene 83

**Duration:** 09:00

**Panel:** 6

**Duration:** 01:00

### Dialog

130 STARLIGHT (CONT’D)

Can you

### Action Notes

Pan back as Starlight tries to get P.F.'s attention.
Dialog

130 STARLIGHT (CONT’D)

hear me?

Action Notes

Pan back as Starlight tries to get P.F.'s attention.
None of the ponies notice her. They walk around, zombie-like,
Starlight waves a hoof in front of Party Favor’s face. No
response.

Action Notes

P.F. gains out. S.L. watches him leave
confused.
### Scene 83
**Duration:** 09:00
**Panel:** 9
**Duration:** 01:00

**Action Notes:**
P.F. gains out. S.L. watches him leave confused.

### Scene 84
**Duration:** 05:00
**Panel:** 1
**Duration:** 01:00

**Action Notes:**
M.C. as S.L. looks o.s at P.F. leaving. She is confused and sad.

### Scene 84
**Duration:** 05:00
**Panel:** 2
**Duration:** 01:00

**Dialog**
TWILIGHT (CONT'D)
131 TWILIGHT (O.S.)
(angry)
I TOLD you,

**Action Notes:**
M.C. as S.L. looks o.s at P.F. leaving. She is confused and sad.
Dialog
TWILIGHT (CONT'D)
131 TWILIGHT (O.S.)
(angry)
you can never

Action Notes
Suddenly S.L. hears Twilight's voice from somewhere. She looks around frantically.

Dialog
TWILIGHT (CONT'D)
131 TWILIGHT (O.S.)
(angry)
speak to them

Action Notes
Suddenly S.L. hears Twilight's voice from somewhere. She looks around frantically.

Dialog
TWILIGHT (CONT'D)
131 TWILIGHT (O.S.)
(angry)
again!

Action Notes
She looks straight ahead.
**Scene 85**

**Duration** 01:00

**Panel** 1

**Duration** 01:00

**Action Notes**

Cut
Starlight turns to see Twilight standing at the edge of the village.
Trk in on the main 6. They do not look happy.

---

**Scene 86**

**Duration** 01:00

**Panel** 1

**Duration** 01:00

**Dialog**

132 STARLIGHT
What are you all doing here?

**Action Notes**

Cut back to S.L.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>87</td>
<td>05:00</td>
<td>1</td>
<td>01:00</td>
<td>2</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

133 TWILIGHT
Making sure

**Action Notes**
Cut close on Starlight.

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>87</td>
<td>05:00</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Dialog**

133 TWILIGHT
you do

**Action Notes**
She gestures to S.L. o.s. as she steps forward.
Slight pan with action.
Scene 87
Duration 05:00
Panel 3
Duration 01:00

Page 139/270

Dialog
133 TWILIGHT cont
what I said!

Action Notes
She gestures to herself.

Scene 87
Duration 05:00
Panel 4
Duration 01:00

Dialog
133 TWILIGHT cont
I’m your teacher aren’t I?

Scene 87
Duration 05:00
Panel 5
Duration 01:00

Dialog
133 TWILIGHT cont
Didn’t I say to never come back here?
**Scene 88**

<table>
<thead>
<tr>
<th>Panel</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>01:00</td>
<td>2</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

134 STARLIGHT
Yes but...

134 STARLIGHT cont
that’s just

doesn’t seem right.

**Action Notes**

Cut
Starlight backs away from the main 6. She knows something isn't right. The Main 6 walk towards her.

Starlight backs away from the main 6. She knows something isn't right. The Main 6 walk towards her.

Starlight backs away from the main 6. She knows something isn't right. The Main 6 walk towards her.
Dialog
134 STARLIGHT cont
You aren’t acting

Action Notes
Cut back to S.L. as she is backing up worried.

Dialog
134 STARLIGHT cont
like yourself.

Action Notes
She settles back
Slow trk in on her.
### Scene
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>89</td>
<td>04:00</td>
<td>3</td>
<td>01:00</td>
</tr>
</tbody>
</table>

### Dialog
134 STARLIGHT cont
Something is

### Action Notes
She antics
Slow trk in on her continued
Scene 89  Duration 04:00  Panel 4  Duration 01:00

Dialog
134 STARLIGHT cont
wrong.

Action Notes
Snap trk out on the dialogue "wrong"!!!
"Something is wrong" echoes throughout the town, not with Starlight’s voice, but with LUNA’S.

Notes
Night time bg
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>91</td>
<td>05:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

### Dialog

SFX  Echo fx of the word "wrong" from dial 134

### Action Notes

Cut

“Something is wrong” echoes throughout the town, not with Starlight’s voice, but with LUNA’S.

### Notes

Night time bg

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>91</td>
<td>05:00</td>
<td>2</td>
<td>01:00</td>
</tr>
</tbody>
</table>

### Action Notes

Hold bg a beat. Silence.

### Notes

Night time bg

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>91</td>
<td>05:00</td>
<td>3</td>
<td>01:00</td>
</tr>
</tbody>
</table>

### Dialog

SFX wind

### Action Notes

Suddenly a gust of wind blows through scene.

### Notes

Night time bg
Suddenly a gust of wind blows through scene.

Note: Night time bg
Scene 92  Duration 04:00  Panel 2  Duration 01:00
Dialog
SFX  wind
Action Notes
The wind blows S.L.'s hair

Scene 92  Duration 04:00  Panel 3  Duration 01:00
Dialog
SFX  wind
Action Notes
The wind blows S.L.'s hair

Scene 92  Duration 04:00  Panel 4  Duration 01:00
Dialog
SFX  wind
Action Notes
S.L. turns to look back the main 6.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>93</td>
<td>07:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

SFX  wind

**Action Notes**

Cut to the main 6.

---

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>93</td>
<td>07:00</td>
<td>2</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

SFX  wind

**Action Notes**

The wind blows in and blows away the Main 6 as though they were made of dust or fog or mist.

---

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>93</td>
<td>07:00</td>
<td>3</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

SFX  wind

**Action Notes**

The wind blows in and blows away the Main 6 as though they were made of dust or fog or mist.
The wind blows in and blows away the Main 6 as though they were made of dust or fog or mist.

The wind blows away and into the distance.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>93</td>
<td>07:00</td>
<td>7</td>
<td>01:00</td>
<td>94</td>
<td>04:00</td>
<td>1</td>
<td>01:00</td>
<td>94</td>
<td>04:00</td>
<td>2</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

**SFX  wind**

**Dialog**

135 STARLIGHT (CONT’D)
A dream!

**Dialog**

135 STARLIGHT (CONT’D)
This is another dream!

**Action Notes**

The wind blows away and into the distance.

**Action Notes**

Cut back to S.L.
Starlight makes a realization.

**Action Notes**

Starlight makes a realization.
She is relieved it is only a dream.
Scene 94  Duration 04:00  Panel 3  Duration 01:00

Dialog
136 LUNA (O.S.)
(whisper)
Starlight Glimmer...

Action Notes
Starlight looks around.

Scene 94  Duration 04:00  Panel 4  Duration 01:00

Dialog
137 STARLIGHT
Princess Luna?

Action Notes
Starlight looks around.

Scene 95  Duration 07:00  Panel 1  Duration 01:00

Dialog
138 LUNA (O.S.)
(slightly louder)
Starlight Glimmer!

Action Notes
Cut
S.L. walks forward into the town more looking for Luna.

Notes
Night time bg
### Scene 95

**Duration**: 07:00

**Panel**: 2

**Duration**: 01:00

**Dialog**

139 STARLIGHT
Princess Luna where are you?

**Action Notes**

S.L. walks forward into the town more looking for Luna.
Pan up to the moon.

**Notes**

Night time bg

---

**Scene 95**

**Duration**: 07:00

**Panel**: 3

**Duration**: 01:00

**Action Notes**

There’s a bright flash of light in the sky.

**Notes**

Night time bg
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>95</td>
<td>07:00</td>
<td>4</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**
There’s a bright flash of light in the sky.
The moon brightens.

**Notes**
Night time bg

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>95</td>
<td>07:00</td>
<td>5</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**
140 LUNA
STARLIGHT GLIMMER

**Action Notes**
Suddenly Luna can be seen trying to reach out of the moon hole.

**Notes**
Night time bg

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>95</td>
<td>07:00</td>
<td>6</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**
140 LUNA cont
THERE IS NO TIME!

**Action Notes**
She calls out to S.L. o.s.
Princess Luna tries to reach out of the light/moon frantically.

**Notes**
Night time bg
### Scene 95
**Duration:** 07:00  
**Panel:** 7  
**Duration:** 01:00

**Dialog**
140 LUNA cont
YOU MUST GET HELP!

**Action Notes**
She starts to get sucked back into the hole in the moon.

**Notes**
Night time bg

### Scene 96
**Duration:** 03:00  
**Panel:** 1  
**Duration:** 01:00

**Dialog**
141 STARLIGHT
What?

**Action Notes**
Cut

**Dialog**
141 STARLIGHT cont
What are you talking about?
### Scene 96
**Dialog**
141 STARLIGHT cont
This is just a dream!

**Action Notes**
She gestures

### Scene 97
**Panel**
3
**Duration**
01:00

**Panel**
1
**Duration**
01:00

### Scene 97
**Dialog**
142 LUNA
NOT HERE!

**Dialog**
142 LUNA cont
IN THE WAKING WORLD!

**Notes**
Night time bg

**Notes**
Night time bg

**Notes**
Night time bg
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>97</td>
<td>08:00</td>
<td>3</td>
<td>01:00</td>
</tr>
<tr>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Scene</td>
<td>Duration</td>
<td>Panel</td>
<td>Duration</td>
</tr>
<tr>
<td>97</td>
<td>08:00</td>
<td>4</td>
<td>01:00</td>
</tr>
</tbody>
</table>
| Dialog
142 LUNA cont
THEY’VE TAKEN MY SISTER AND I! |
| Notes
Night time bg |
|       |          |       |          |
| Scene | Duration | Panel | Duration |
| 97    | 08:00    | 5     | 01:00    |
| Dialog
142 LUNA cont
IT’S WORSE THAN THE LAST TIME! |
| Notes
Night time bg |
|       |          |       |          |
| Action Notes
She gets sucked back down a beat. |
| Notes
Night time bg |
Scene 97  Duration  08:00  Panel  6  Duration  01:00
Dialog
142 LUNA cont
YOU'RE DREAM CALLED TO ME
Action Notes
She holds on with all her might.
Notes
Night time bg

Scene 97  Duration  08:00  Panel  7  Duration  01:00
Dialog
142 LUNA cont
AND I WAS ABLE TO BREAK THROUGH!
Action Notes
She holds on with all her might.
Notes
Night time bg

Scene 97  Duration  08:00  Panel  8  Duration  01:00
Dialog
142 LUNA cont
YOU MUST FIND HELP!
Action Notes
She holds on with all her might.
Notes
Night time bg
Scene 98  Duration 03:00  Panel 1  Duration 01:00

Dialog
143 STARLIGHT
What?

Action Notes
Cut

Scene 98  Duration 03:00  Panel 2  Duration 01:00

Dialog
143 STARLIGHT cont
What are you saying?

Action Notes
She steps forward.

NO PANEL
Scene 98
Duration 03:00
Panel 3
Duration 01:00

Dialog 143 STARLIGHT cont
WHO’S taken you!

Action Notes
Trk in on S.L.

Scene 99
Duration 05:00
Panel 1
Duration 01:00

Dialog 144 LUNA
BE CAREFUL WHO YOU TRUST.
Scene 99
Duration 05:00
Panel 2
Duration 01:00

Dialog
144 LUNA cont
YOU WILL NEED ALL THE HELP YOU CAN FIND.

Scene 99
Duration 05:00
Panel 3
Duration 01:00

Dialog
144 LUNA cont
THE CHANGELINGS HAVE RETURNED

Scene 99
Duration 05:00
Panel 4
Duration 01:00

Dialog
144 LUNA cont
AND--

Action Notes
She tries to reach out to S.L.

Action Notes
Suddenly she gets sucked back into the moonlight hole.
Suddenly she gets sucked back into the moon light hole. The clouds and surrounding environment start to gets sucked into the hole/light/moon.

**Dialog**

145 STARLIGHT
Princess Luna!

**Action Notes**

Cut
Suddenly Luna disappears. Starlight is left alone. S.L. freaks out and reaches after Luna. Spiral trk out.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>101</td>
<td>10:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

- SFX  Suction and dream falling apart

**Action Notes**

- Cut
  - Starlight’s dream crashes out of existence around her, everything is sucked up by the moon/light/hole. S.L. tries to run away from it.

**Notes**

- Night time bg
Scene 101  Duration 10:00  Panel 4  Duration 01:00

Dialog
SFX  Suction and dream falling apart

Action Notes
Starlight’s dream crashes out of existence around her, everything is sucked up by the moon/light/hole. S.L. tries to run away from it.

Notes
Night time bg

Scene 101  Duration 10:00  Panel 5  Duration 01:00

Dialog
SFX  Suction and dream falling apart

Action Notes
Starlight’s dream crashes out of existence around her, everything is sucked up by the moon/light/hole. S.L. tries to run away from it.

Notes
Night time bg

Scene 101  Duration 10:00  Panel 6  Duration 01:00

Dialog
SFX  Suction and dream falling apart

Action Notes
Starlight’s dream crashes out of existence around her, everything is sucked up by the moon/light/hole. S.L. tries to run away from it.

Notes
Night time bg
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>101</td>
<td>10:00</td>
<td>7</td>
<td>01:00</td>
</tr>
<tr>
<td>101</td>
<td>10:00</td>
<td>8</td>
<td>01:00</td>
</tr>
<tr>
<td>101</td>
<td>10:00</td>
<td>9</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

SFX  Suction and dream falling apart

**Action Notes**

Starlight’s dream crashes out of existence around her, everything is sucked up by the moon/light/hole. S.L. tries to run away from it.

**Notes**

Night time bg
### Scene 101
- **Duration:** 10:00
- **Panel:** 10
- **Duration:** 01:00

**Action Notes:**
- Black Screen

**Notes:**
- Night time bg

### Scene 102
- **Duration:** 03:00
- **Panel:** 1
- **Duration:** 01:00

**Action Notes:**
- Cut
  - SC. 14 - INT. STARLIGHT’S BEDROOM - CONTINUOUS
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Description</th>
</tr>
</thead>
<tbody>
<tr>
<td>102</td>
<td>03:00</td>
<td>2</td>
<td>Quick trk in as S.L. bolts upright in bed. Starlight bolts upright in bed, frantic as we...</td>
</tr>
</tbody>
</table>

**Dialog**

SFX Gasp!

**Action Notes**

S.L. is shocked.
END ACT TWO
ACT THREE
Transition to SC. 15

**Dialog**

P.U.
Starlight: "They're back!"
Insert Sc.15

Dialog
25 DISCORD
I don’t know how any of you manage

Action Notes
X-Dissolve to:
SC. 2 - EXT. CHANGELING KINGDOM - LATER
Starlight and the others make their way past jagged outcroppings of rock and twisted dead trees as they pick their way through the barren landscape. Thorax casts nervous glances skyward as they go. Discord lags behind the group, trying unsuccessfully to avoid stepping on every little rock in their path. Trixie rolls her eyes as he whines and complains. Pan with action
Scene 104
Duration 03:00
Panel 2
Duration 01:00

Dialog
25 DISCORD cont
not being able to disappear

Action Notes
Pan with action
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>104</td>
<td>03:00</td>
<td>3</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialogue**

25 DISCORD cont
and reappear wherever you want.

**Action Notes**

Pan with action

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>105</td>
<td>06:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialogue**

26 TRIXIE
Well, I for one

**Action Notes**

Cut
The group walks along. Trixie is annoyed at Discords complaining.
Dialog
26 TRIXIE cont
definitely miss you being able to disappear.

Dialogue
27 STARLIGHT
Give Discord a break.

Action Notes
Trixie is annoyed at Discords complaining.

Action Notes
Trixie is annoyed at Discords complaining.

Action Notes
S.L. talks
Scene 105
Duration 06:00
Panel 6
Duration 01:00

**Dialog**
27 STARLIGHT cont
None of us knew we weren’t going to be able to use magic.

**Scene 106**
Duration 04:00
Panel 1
Duration 01:00

**Dialog**
28 THORAX
I did.

**Action Notes**
Cut to Thorax
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>106</td>
<td>04:00</td>
<td>2</td>
<td>01:00</td>
<td>3</td>
<td>01:00</td>
<td>4</td>
<td>01:00</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Dialog**

28 THORAX cont
I just got teleported here

28 THORAX cont
before I could tell you.

29 DISCORD o.s.
Ow!

**Action Notes**

Thorax gestures

He is sad

Thorax looks o.s.
Scene 107  Duration 07:00  Panel 1  Duration 01:00

Dialog
29 DISCORD cont
Ooooh!

Action Notes
Cut
Discord had just stubbed his talon and starts jumping around.

Scene 107  Duration 07:00  Panel 2  Duration 01:00

Dialog
29 DISCORD cont
Ooooh!

Action Notes
Discord had just stubbed his talon and starts jumping around.
Scene 107  Duration 07:00  Panel 3  Duration 01:00

Dialog 29 DISCORD cont
Ugh!

Action Notes
Discord had just stubbed his talon and starts jumping around.
Trk out from Discord.
Pan in S.L. and Trixie. Thorax should lean in to frame otherwise his feet will slide if he is panned in.

Notes
Pan in S.L. and Trixie. Thorax should lean in to frame otherwise his feet will slide if he is panned in.
### Scene 107

**Panel 5**

**Duration 01:00**

**Dialog**

29 DISCORD cont

Ugh!

**Action Notes**

Discord had just stubbed his talon and starts jumping around.

---

**Panel 6**

**Duration 01:00**

**Dialog**

29 DISCORD cont

Ow!

---

**Panel 7**

**Duration 01:00**

**Dialog**

SFX Buzzing o.s.

**Action Notes**

Suddenly they hear buzzing o.s. They look up o.s.
Scene 108
Duration 02:00
Panel 1
Duration 01:00

Dialog
SFX Buzzing cont

Action Notes
Cut
Two groups of Changelings suddenly buzz by overhead.

Scene 108
Duration 02:00
Panel 2
Duration 01:00

Dialog
SFX Buzzing cont

Scene 109
Duration 02:00
Panel 1
Duration 01:00

Dialog
SFX Buzzing o.s.

Action Notes
Cut
They react scared and shocked.
Scene 109
Duration 02:00
Panel 2
Duration 01:00

Dialog
SFX Buzzing o.s.

Action Notes
Discord is still jumping up and down in the bg holding his sore foot.

Scene 110
Duration 03:00
Panel 1
Duration 01:00

Dialog
SFX Buzzing o.s.

Action Notes
Hook Up
Trixie, Starlight and Thorax quickly duck for cover, but Discord is too preoccupied with his feet to notice.

Scene 110
Duration 03:00
Panel 2
Duration 01:00

Dialog
SFX Buzzing o.s.

Action Notes
Hook Up
Trixie, Starlight and Thorax quickly duck for cover, but Discord is too preoccupied with his feet to notice.
Scene 110  
Duration 03:00  
Panel 3  
Duration 01:00

**Dialog**
SFX Buzzing o.s.

**Action Notes**
Trixie, Starlight and Thorax quickly duck for cover, but Discord is too preoccupied with his feet to notice.

---

Scene 111  
Duration 03:00  
Panel 1  
Duration 01:00

**Dialog**
SFX Buzzing

**Action Notes**
Cut
They all hide behind rocks and trees. They look up at the 2 squadrons coming their way.

---

Scene 111  
Duration 03:00  
Panel 2  
Duration 01:00

**Dialog**
SFX Buzzing

**Action Notes**
They all hide behind rocks and trees. They look up at the 2 squadrons coming their way.
Scene 111
Duration 03:00
Panel 3
Duration 01:00

Dialog
29 DISCORD cont o.s.
Ooooh!

Action Notes
They look o.s. at Discord who is not hiding and unaware of the imposing threat coming their way.

Scene 112
Duration 02:00
Panel 1
Duration 01:00

Dialog
29 DISCORD cont
Ooooh!

Action Notes
Cut to Discord still hopping up and down holding his sore foot.

Scene 112
Duration 02:00
Panel 2
Duration 01:00

Dialog
29 DISCORD cont
Ow!

Action Notes
Cut to Discord still hopping up and down holding his sore foot.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>113</td>
<td>02:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**
Cut back to S.L. and Thorax looking at Discord o.s.

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>113</td>
<td>02:00</td>
<td>2</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**
SFX  SHhhhhhhhh!

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>114</td>
<td>09:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**
29 DISCORD cont
Ow!

**Action Notes**
S.L. and Thorax are scared that Discord will give them away.
S.L. leans forward and hushes Discord. Thorax is beside himself worried.

**Action Notes**
Cut
Discord still hopping up and down holding his sore foot.
Scene 114  Duration 09:00  Panel 2  Duration 01:00

**Dialog**

29 DISCORD cont
Oooooh!

**Action Notes**

Discord still hopping up and down holding his sore foot.

Scene 114  Duration 09:00  Panel 3  Duration 01:00

**Action Notes**

Thorax rushes in

Scene 114  Duration 09:00  Panel 4  Duration 01:00

**Action Notes**

Thorax rushes in
Action Notes
Thorax turns and slides to a stop in front of Discord.

Action Notes
Thorax uses his changeling ability to create a field.

Dialog
SFX  Changeling magic

Dialog
SFX  Changeling magic

Dialog
SFX  Changeling magic

Dialog
SFX  Changeling magic
Scene 114  Duration 09:00  Panel 8  Duration 01:00

Dialog

SFX  Changeling magic

Action Notes

Thorax uses his changeling ability to create a field.

Scene 114  Duration 09:00  Panel 9  Duration 01:00

Action Notes

Trk out to reveal that Thorax has turned himself into a tree and is hiding discord from the squadrons above.
Scene 115  Duration 02:00  Panel 1  Duration 01:00
Dialog
SFX  Buzzing o.s.

Action Notes
Cut wide from above to show that everyone is hidden well and Thorax as a tree is hiding Discord.

Scene 115  Duration 02:00  Panel 2  Duration 01:00
Dialog
SFX  Buzzing o.s.

Action Notes
Shadows on the ground enter in as the squadron gets closer.

Scene 116  Duration 09:00  Panel 1  Duration 01:00
Dialog
29 DISCORD cont o.s.
Oooh!

Action Notes
Discord is hidden by Thorax disguised as a tree.
The squadron flies by them.
Discord is still in pain.
### Dialog
29 DISCORD cont o.s.
Ow!

### Action Notes
Discord is hidden by Thorax disguised as a tree. The squadron flies by them. Discord is still in pain.

### Scene
116  Duration 09:00  Panel 2  Duration 01:00

### Dialog
SFX  Buzzing

### Action Notes
Trk out with action as the squadrons fly by and don't notice all of them hiding. Discord finally stops bouncing and looks up o.s. aware of the squadron flying over head now.
Scene 116
Duration 09:00
Panel 4
Duration 01:00

Dialog
SFX Buzzing

Action Notes
They watch the squadron fly by.

Scene 116
Duration 09:00
Panel 5
Duration 01:00

Dialog
SFX Buzzing fading

Action Notes
They watch the squadron fly by.

Scene 116
Duration 09:00
Panel 6
Duration 01:00

Dialog
SFX Buzzing fading

Action Notes
Discord turns and watches them go.
SFX Changeling magic dissolves.

Thorax changes back to normal.

They all look up o.s. at the squadron passing over.

Thorax changes back to normal.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>117</td>
<td>04:00</td>
<td>1</td>
<td>01:00</td>
</tr>
<tr>
<td>117</td>
<td>04:00</td>
<td>2</td>
<td>01:00</td>
</tr>
<tr>
<td>117</td>
<td>04:00</td>
<td>3</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**

- Scene 117, Panel 1: Cut to squadron flying away into the distance.
- Scene 117, Panel 2: Thorax leans in and watches them fly away.
- Scene 117, Panel 3: Thorax watches the squadrons fly off into the distance.
**Scene 117**
Duration 04:00
Panel 4
Duration 01:00

**Dialog**
30 TRIXIE O.S.
to Discord)
Next time

**Action Notes**
Thorax turns and looks at Trixie o.s.

---

**Scene 118**
Duration 03:00
Panel 1
Duration 01:00

**Dialog**
SFX (Kissing boo boo)
30 TRIXIE cont
(to Discord)
maybe just shout,

**Action Notes**
Cut
Trixie is annoyed with Discord and walks over to him.
Discord is soothing is boo boo.

---

**Scene 118**
Duration 03:00
Panel 2
Duration 01:00

**Dialog**
30 TRIXIE cont
(to Discord)
"Hey,

**Action Notes**
Trixie is annoyed with Discord and walks over to him.
Scene 118
Duration 03:00 Panel 3 Duration 01:00

Dialog
30 TRIXIE cont
(to Discord)
we’re over here!”

Action Notes
Trixie is annoyed with Discord and walks over to him.
Discord ignores her.

Scene 119
Duration 04:00 Panel 1 Duration 01:00

Action Notes
M/C
Discord ignores her and blows on his owie.

Scene 119
Duration 04:00 Panel 2 Duration 01:00

Dialog
SFX (Kissing or blowing on boo boo)

Action Notes
Discord ignores her and blows on his owie or kisses it again.
Scene 119  Duration 04:00  Panel 3  Duration 01:00

Dialog  
SFX  (Kissing or blowing on boo boo)

Action Notes  
Discord ignores her and blows on his owie or kisses it again.

Scene 119  Duration 04:00  Panel 4  Duration 01:00

Dialog  
SFX  (Kissing or blowing on boo boo)

Action Notes  
Discord ignores her and blows on his owie or kisses it again.

Scene 120  Duration 06:00  Panel 1  Duration 01:00

Dialog  
31 STARLIGHT  
If we get separated

Action Notes  
Cut  
S.L walks over to Discord and the group.
### Scene 120

<table>
<thead>
<tr>
<th>Panel</th>
<th>Duration</th>
<th>Dialog</th>
<th>Action Notes</th>
</tr>
</thead>
<tbody>
<tr>
<td>2</td>
<td>01:00</td>
<td>31 STARLIGHT cont it might make sense</td>
<td>S.L settles by Discord</td>
</tr>
<tr>
<td>3</td>
<td>01:00</td>
<td>31 STARLIGHT cont to have a way to make sure</td>
<td>She gestures and looks at Thorax too.</td>
</tr>
<tr>
<td>4</td>
<td>01:00</td>
<td>31 STARLIGHT cont we are who we say we are.</td>
<td>She points to herself</td>
</tr>
</tbody>
</table>
### Scene 120
**Duration:** 06:00

**Panel:** 5

**Duration:** 01:00

**Dialog**

32 DISCORD

Ooo.

**Action Notes**

Discord leans forward excited.

### Scene 120
**Duration:** 06:00

**Panel:** 6

**Duration:** 01:00

**Dialog**

32 DISCORD cont

Like a secret code.

**Action Notes**

Discord lets go of his foot now.

### Scene 121
**Duration:** 04:00

**Panel:** 1

**Duration:** 01:00

**Dialog**

32 DISCORD cont

How about

**Action Notes**

Hook Up as Discord stands up.
Scene 121  Duration 04:00  Panel 2  Duration 01:00

Dialog
32 DISCORD cont
if I say

Action Notes
He settles up and gestures.

Scene 121  Duration 04:00  Panel 3  Duration 01:00

Dialog
32 DISCORD cont
“We’re”

Action Notes
He is arrogant.

Scene 121  Duration 04:00  Panel 4  Duration 01:00

Dialog
32 DISCORD cont
you say “Doomed?”

Action Notes
He leans toward camera.
Scene 122  Duration 05:00  Panel 1  Duration 01:00

Dialog
32 DISCORD cont
Or I’ll say

Action Notes
Hook up as Discord gestures arrogantly.

Scene 122  Duration 05:00  Panel 2  Duration 01:00

Dialog
32 DISCORD cont
"Impossible"

Action Notes
He turns, walks and talks.
Pan slightly with action.
Scene 122 | Duration 05:00 | Panel 3 | Duration 01:00

Dialog
32 DISCORD cont
and you
say “Rescue”.

Action Notes
He turns back walking and talking arrogantly.

Scene 122 | Duration 05:00 | Panel 4 | Duration 01:00

Dialog
SFX  Bonk!

Action Notes
Suddenly discord trips on another rock.

Scene 122 | Duration 05:00 | Panel 5 | Duration 01:00

Dialog
SFX  Boom!

Action Notes
He falls flat on his face.
Camera shake
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>123</td>
<td>06:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**

M/C Close on Discord in pain

---

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>123</td>
<td>06:00</td>
<td>2</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

33 TRIXIE
How about if we say

**Action Notes**

Pan up to S.L. and Trixie.
Discord shoots Trixie a look.
Scene 123  Duration 06:00  Panel 3  Duration 01:00
Dialog 33 TRIXIE cont
"Klutzy"
Action Notes
Trixie mocks Discord.

Scene 123  Duration 06:00  Panel 4  Duration 01:00
Dialog 33 TRIXIE cont
you say "Draconequis?"
Action Notes
Trixie mocks Discord.

Scene 123  Duration 06:00  Panel 5  Duration 01:00
Dialog 34 STARLIGHT
Klutzy draconequis.....
Action Notes
Trixie and Starlight look at each other.
**Scene 123**

**Duration** 06:00

**Panel** 6

**Duration** 01:00

**Dialog**

34 STARLIGHT cont

Works for me.

**Action Notes**

S.L. smiles pleasantly.

---

**Scene 124**

**Duration** 06:00

**Panel** 1

**Duration** 01:00

**Dialog**

35 THORAX

I’ll definitely remember it.

**Action Notes**

Discord sits up into shot.

---

**Scene 124**

**Duration** 06:00

**Panel** 2

**Duration** 01:00

**Action Notes**

Cut to Thorax.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>124</td>
<td>06:00</td>
<td>3</td>
<td>01:00</td>
</tr>
<tr>
<td>Scene</td>
<td>Duration</td>
<td>Panel</td>
<td>Duration</td>
</tr>
<tr>
<td>124</td>
<td>06:00</td>
<td>4</td>
<td>01:00</td>
</tr>
<tr>
<td>Scene</td>
<td>Duration</td>
<td>Panel</td>
<td>Duration</td>
</tr>
<tr>
<td>124</td>
<td>06:00</td>
<td>5</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**

Thorax walks by Discord and out.

Discord watches Thorax and the others start to leave o.s.
Scene 124
Duration 06:00
Panel 6
Duration 01:00

Action Notes
Discord an annoyed look.

Scene 125
Duration 06:00
Panel 1
Duration 01:00

Action Notes
They start off again towards the hive.

Scene 125
Duration 06:00
Panel 2
Duration 01:00

Action Notes
They start off again towards the hive.
Action Notes
They start off again towards the hive.
**Scene 125**
Duration 06:00  Panel 6  Duration 01:00

**Action Notes**
They exit

**Scene 126**
Duration 05:00  Panel 1  Duration 01:00

**Dialog**
SFX buzzing

**Action Notes**
X-Dissolve
S.L. and Trixie lean in to the F/G and look at the guards guarding the entrance to the tower.

**Scene 126**
Duration 05:00  Panel 2  Duration 01:00

**Dialog**
SFX buzzing

**Action Notes**
X-Dissolve
S.L. and Trixie lean in to the F/G and look at the guards guarding the entrance to the tower.
They look up at the massive tower as it rises above them, stretching toward the sky. In the distance, far above, some changelings fly in and out through holes in the sides of the hive.
Scene 127
Duration 06:00
Panel 1
Duration 01:00

Dialog
36 TRIXIE
No magic,

Action Notes
Cut
Downshot on all of them looking up at the squadrons patrolling above.

Scene 127
Duration 06:00
Panel 2
Duration 01:00

Dialog
36 TRIXIE cont
a giant scary hive

Scene 127
Duration 06:00
Panel 3
Duration 01:00

Dialog
36 TRIXIE cont
full of changelings who’ve probably already seen us,
Scene 127
Duration 06:00
Panel 4
Duration 01:00

Dialog
36 TRIXIE cont
and no way in.

Action Notes
Thorax steps forward.
The look at Thorax.

Scene 127
Duration 06:00
Panel 5
Duration 01:00

Dialog
37 THORAX
Actually, there are ways
Action Notes
Thorax step by S.L.

Scene 127
Duration 06:00
Panel 6
Duration 01:00

Dialog
37 THORAX cont
in and out all over the hive.
Scene 128 Duration 02:00 Panel 1 Duration 01:00

Dialog
37 THORAX cont
There's one this way.

Action Notes
Cut close on Thorax

Scene 128 Duration 02:00 Panel 2 Duration 01:00

Dialog
37 THORAX cont
(he points off screen)
You can get inside over there.

Action Notes
Thorax points o.s.
Action Notes

Cut
Pan over from guards to shot of hole that Thorax is pointing to.
Scene 130
Duration 03:00
Panel 2
Duration 01:00

Action Notes
S.L. and Discord walk ahead and out. Trixie looks back at Thorax. Thorax is not coming with them.

Scene 130
Duration 03:00
Panel 3
Duration 01:00

Dialog
38 TRIXIE
Aren’t you coming?

Scene 131
Duration 05:00
Panel 1
Duration 01:00

Dialog
39 THORAX
I want to save my friends

Action Notes
Trixie looks at him.

Action Notes
Cut close on Thorax.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Panel</th>
</tr>
</thead>
<tbody>
<tr>
<td>131</td>
<td>05:00</td>
<td>2</td>
<td>01:00</td>
<td>3</td>
</tr>
<tr>
<td>131</td>
<td>05:00</td>
<td>3</td>
<td>01:00</td>
<td>4</td>
</tr>
</tbody>
</table>

**Dialog**

39 THORAX cont
as much as you,

39 THORAX cont
but I turned my back on the hive.

39 THORAX cont
If Chrysalis catches me...

**Action Notes**

He lowers his head ashamed.

He turns back and is starting to panic

He starts to freak out a bit.
Dialog
39 THORAX cont
If Chrysalis catches me...

Action Notes
Thorax shudders as he trails off, not even able to bear the thought.

Action Notes
Cut to Thorax's p.o.v.
They all look at Thorax o.s. a beat.

Action Notes
Trixie looks to Starlight and Discord for help.
Scene 132
Duration 03:00
Panel 3
Duration 01:00

Dialog
40 DISCORD
Thorax.

Action Notes
Discord gestures and starts to walk back towards camera.

Scene 133
Duration 04:00
Panel 1
Duration 01:00

Dialog
40 DISCORD cont O.S.
If you go in there, you’ll probably never come out again.

Action Notes
Cut back to Thorax scared and shuddering.
Dialog
40 DISCORD cont
If you go in there,

Action Notes
Trk out as Discord slips in beside Thorax.
Scene 133
Duration 04:00
Panel 4
Duration 01:00

Action Notes
Hold a Beat.
Thorax is terrified.

Scene 134
Duration 02:00
Panel 1
Duration 01:00

Action Notes
Cut to S.L. and Trixie.
Trixie rolls her eyes and S.L. is shocked.

Scene 134
Duration 02:00
Panel 2
Duration 01:00

Dialog
41 TRIXIE
Seriously?

Action Notes
They are shocked at what Discord said. Exasperated.
Scene 135  Duration 03:00  Panel 1  Duration 01:00

Dialog 42 DISCORD
What?

Action Notes
Cut as Discord looks back at Trixie

Scene 135  Duration 03:00  Panel 2  Duration 01:00

Dialog 42 DISCORD cont
I thought honesty was a good thing?

Action Notes
He gestures.

Scene 135  Duration 03:00  Panel 3  Duration 01:00

Dialog 42 DISCORD cont P.U.
It always worked for Apple Jack!
Scene 136
Duration 03:00
Panel 1
Duration 01:00

Action Notes
Cut
To Starlight.

Scene 136
Duration 03:00
Panel 2
Duration 01:00

Dialog
SFX Sighs

Scene 136
Duration 03:00
Panel 3
Duration 01:00

Dialog
43 STARLIGHT
Thorax,

Action Notes
Starlight rolls her eyes.

Action Notes
She walks over to Thorax.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>137</td>
<td>07:00</td>
<td>1</td>
<td>01:00</td>
</tr>
<tr>
<td>137</td>
<td>07:00</td>
<td>2</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

43 STARLIGHT cont
we need you.

**Action Notes**

S.L. pushes Discord out of the way.
**Scene 137**
**Duration** 07:00
**Panel** 3
**Duration** 01:00

**Dialog**

43 STARLIGHT cont
We don’t know anything

**Action Notes**

S.L. pushes Discord out of the way.
Slight pan over to S.L. talking with Thorax.

**Scene 137**
**Duration** 07:00
**Panel** 4
**Duration** 01:00

**Dialog**

43 STARLIGHT cont
about this place.

**Action Notes**

S.L. gestures o.s. to the tower
### Dialog

44 THORAX
If you did,

44 THORAX cont
you’d be more terrified
of going inside

44 THORAX cont
than me.

### Action Notes

Thorax is scared.

He lowers his head sad and scared.
Scene 138
Duration 05:00
Panel 1
Duration 01:00

Dialog
45 STARLIGHT
I know you’re scared,

Action Notes
Cut close as S.L. comforts Thorax.

Scene 138
Duration 05:00
Panel 2
Duration 01:00

Dialog
45 STARLIGHT cont
but our friends are in there.

Action Notes
She looks up o.s. at the tower.

Scene 138
Duration 05:00
Panel 3
Duration 01:00

Dialog
45 STARLIGHT cont
Spike is in there

Action Notes
She gestures up to the tower o.s. and Thorax looks too.
**Scene 138**

**Duration 05:00**

**Panel 4**

**Duration 01:00**

**Dialog**
45 STARLIGHT cont
and he needs you.

**Action Notes**
She turns back to Thorax with determination in her voice.

**Scene 138**

**Duration 05:00**

**Panel 5**

**Duration 01:00**

**Scene 139**

**Duration 01:00**

**Panel 1**

**Duration 01:00**

**Action Notes**
They look up at the castle again a beat.
Thorax thinks for a beat,

**Action Notes**
They look at the tower and how menacing it is. The two guards are still at their posts and unaware of anyone there.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Action Notes</th>
</tr>
</thead>
<tbody>
<tr>
<td>140</td>
<td>07:00</td>
<td>1</td>
<td>01:00</td>
<td>They look up at the castle again a beat. Thorax thinks for a beat,</td>
</tr>
<tr>
<td>Scene</td>
<td>Duration</td>
<td>Panel</td>
<td>Duration</td>
<td>Action Notes</td>
</tr>
<tr>
<td>140</td>
<td>07:00</td>
<td>2</td>
<td>01:00</td>
<td>Thorax thinks for a beat, then nods. He heads for the opening in the hive.</td>
</tr>
<tr>
<td>Scene</td>
<td>Duration</td>
<td>Panel</td>
<td>Duration</td>
<td>Action Notes</td>
</tr>
<tr>
<td>140</td>
<td>07:00</td>
<td>3</td>
<td>01:00</td>
<td>He heads for the opening in the hive.</td>
</tr>
</tbody>
</table>
Scene 140
Duration 07:00
Panel 4
Duration 01:00

Action Notes
He heads for the opening in the hive.
Slight pan with action

Dialog
46 THORAX
This way.

Scene 140
Duration 07:00
Panel 5
Duration 01:00
Scene 140
Duration 07:00
Panel 6
Duration 01:00

Action Notes
S.L. gives slight smile as Thorax exits.

Scene 140
Duration 07:00
Panel 7
Duration 01:00

Action Notes
S.L. starts to follow

Scene 141
Duration 02:00
Panel 1
Duration 01:00

Action Notes
Cut
The others fall in behind as Thorax leads them into...
The guard on by the main door does not see them.
Action Notes
The others fall in behind as Thorax leads them into...

Action Notes
Cut
They all follow Thorax to the hole. Discord is crouching low so he is not seen by the guards at the main entrance.
They all follow Thorax to the hole. Discord is crouching low so he is not seen by the gaurds at the main entrance. S.L. looks over at the gaurds wearily. Trk in toward the hole as they get closer.

Discord makes a ladder with his body that the rest can climb up into the hole.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>142</td>
<td>10:00</td>
<td>4</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**
Discord makes a ladder with his body that the rest can climb up into the hole.

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>142</td>
<td>10:00</td>
<td>5</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**
S.L climbs right up Discords back and into the hole.

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>142</td>
<td>10:00</td>
<td>6</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**
S.L climbs right up Discords back and into the hole.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>142</td>
<td>10:00</td>
<td>7</td>
<td>01:00</td>
</tr>
<tr>
<td>Scene</td>
<td>Duration</td>
<td>Panel</td>
<td>Duration</td>
</tr>
<tr>
<td>-------</td>
<td>----------</td>
<td>-------</td>
<td>----------</td>
</tr>
<tr>
<td>142</td>
<td>10:00</td>
<td>8</td>
<td>01:00</td>
</tr>
<tr>
<td>Scene</td>
<td>Duration</td>
<td>Panel</td>
<td>Duration</td>
</tr>
<tr>
<td>-------</td>
<td>----------</td>
<td>-------</td>
<td>----------</td>
</tr>
<tr>
<td>142</td>
<td>10:00</td>
<td>9</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**
Trixie and Thorax follow S.L.'s lead. They also climb up Discord like a staircase.
**Scene 142**

**Action Notes**
Trixie and Thorax follow S.L.'s lead. They also climb up Discord like a staircase.

**Scene 143**

**Action Notes**
Cut Inside the hole and we see S.L. and Trixie helping Thorax in.

**Scene 143**

**Action Notes**
Thorax walks in and smiles.
**Scene 143**

- **Duration:** 08:00
- **Panel:** 3
- **Duration:** 01:00

**Action Notes**
Thorax walks in and smiles

---

**Scene 143**

- **Duration:** 08:00
- **Panel:** 4
- **Duration:** 01:00

**Action Notes**
They walk towards camera and down tunnel

---

**Scene 143**

- **Duration:** 08:00
- **Panel:** 5
- **Duration:** 01:00

**Action Notes**
They walk by the camera revealing Discord is still at the entrance.
Thorax, Trixie and S.L. all head off into the tower tunnel leaving Discord behind on his own. Discord watches them go.

Action Notes
He sits up not impressed

Action Notes
He sits up not impressed
Scene 144  Duration 04:00  Panel 1  Duration 01:00

Dialog
SFX
(Rocks crumbling as he climbs into hole.)

Scene 144  Duration 04:00  Panel 2  Duration 01:00

Action Notes
He climbs in the hole.

Scene 144  Duration 04:00  Panel 3  Duration 01:00

Action Notes
He climbs in the hole.

Action Notes
Cut
We see Discord's tail disappear from view as he enters the tunnel.
Scene 144  Duration 04:00  Panel 4  Duration 01:00

Action Notes
We see Discord’s tail disappear from view as he enters the tunnel.

Scene 145  Duration 01:00  Panel 1  Duration 01:00

Action Notes
Insert Sec. 3-15

Scene 146  Duration 04:00  Panel 1  Duration 01:00

Action Notes
SC. 16 – EXT. STARLIGHT’S VILLAGE – LATER
Cut to bg
Scene 146  Duration 04:00  Panel 2  Duration 01:00
Dialog
SFX POP!
Action Notes
All the ponies pop magically to the village.

Scene 146  Duration 04:00  Panel 3  Duration 01:00
Dialog
SFX O.S.
Party in progress
Action Notes
All the ponies pop magically to the village.
Their eyes are still closed from the transport.

Scene 146  Duration 04:00  Panel 4  Duration 01:00
Dialog
SFX O.S.
Party in progress
Action Notes
They all open their eyes and look o.s.
Scene 147
Duration 03:00
Panel 1
Duration 01:00

Dialog
SFX  O.S.
Party in progress

Action Notes
Cut
SC. 16 - EXT. STARLIGHT’S VILLAGE - LATER
Starlight looks out at the Sunset Festival now in full swing.
Villagers run around with balloons and food, etc.

Scene 147
Duration 03:00
Panel 2
Duration 01:00

Dialog
SFX  O.S.
Party in progress

Action Notes
Starlight walks into her village looking in.

Scene 147
Duration 03:00
Panel 3
Duration 01:00

Dialog
SFX  O.S.
Party in progress

Action Notes
The rest of the ponies and spike etc follow S.L. into the village.
Scene 148 Duration 03:00 Panel 1 Duration 01:00

**Dialog**

SFX O.S.
Party in progress

**Action Notes**

Cut
Pan with action as Starlight waves to the ponies in the village. As she walks, the ponies notice her and stop what they are doing. They whisper to each other.

---

Scene 148 Duration 03:00 Panel 2 Duration 01:00

**Dialog**

SFX O.S.
Party in progress

**Action Notes**

Cut
Pan with action as Starlight waves to the ponies in the village. As she walks, the ponies notice her and stop what they are doing. They whisper to each other.
**Dialog**

SFX  O.S.
Party in progress

**Action Notes**

Cut
Pan with action as Starlight waves to the ponies in the village.
As she walks, the ponies notice her and stop what they are doing. They whisper to each other.
Pan bg
**Action Notes**
Starlight looks waving to all the ponies.
As Starlight waves, several ponies notice her and stop what they are doing. They whisper to each other.
Pan bg
Scene 149
Duration 05:00
Panel 4
Duration 01:00

Dialog
201 PARTY FAVOR cont
Hey Starlight.

Action Notes
Stop pan bg and trk out as Party Favour steps. S.L. stops and looks at P.F.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>150</td>
<td>04:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

201 PARTY FAVOR cont
What are you doing here?

**Action Notes**

Cut to P.F. and D.D. P.F. gestures. D.D. settles beside P.F.

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>150</td>
<td>04:00</td>
<td>2</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

202 DOUBLE DIAMOND
I mean, you left in such a hurry before,

**Action Notes**

D.D. gestures

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>150</td>
<td>04:00</td>
<td>3</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

202 DOUBLE DIAMOND cont
we kinda thought you didn’t want to come.
Action Notes
They look at her a beat.

Dialog
203 STARLIGHT
Yyyeah. About that.

Action Notes
Cut close on Starlight.
Starlight looks at them, worried.

Dialog
203 STARLIGHT cont
I guess after the way I used my magic on all of you,

Action Notes
Starlight shy's away.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>151</td>
<td>15:00</td>
<td>3</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

203 STARLIGHT cont
I wasn’t sure I was somepony who should even be in charge.

**Action Notes**
Starlight gestures to herself.

---

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>151</td>
<td>15:00</td>
<td>4</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

203 STARLIGHT cont of a baking contest.

**Action Notes**
Starlight gestures.

---

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>151</td>
<td>15:00</td>
<td>5</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

203 STARLIGHT cont
I was afraid I might go back to being the pony.

**Action Notes**
Starlight gestures.
Scene 151  Duration 15:00  Panel 6  Duration 01:00

Dialog
203 STARLIGHT cont
I used to be.

Action Notes
Starlight gestures to herself again.

Scene 151  Duration 15:00  Panel 7  Duration 01:00

Dialog
But...

Action Notes
Starlight looks away a beat

Scene 151  Duration 15:00  Panel 8  Duration 01:00

Action Notes
Starlight looks o.s. at her friends etc.
...I realized that sometimes you don’t have a choice.

You have to
Scene 151  Duration 15:00  Panel 12  Duration 01:00

Dialog
204 STARLIGHT (CONT’D)
step up.

Action Notes
Starlight gestures

Scene 151  Duration 15:00  Panel 13  Duration 01:00

Action Notes
Beat

Scene 151  Duration 15:00  Panel 14  Duration 01:00

Dialog
204 STARLIGHT (CONT’D)
And

Action Notes
Starlight gestures to herself again.
Dialog
204 STARLIGHT (CONT’D)
I HAVE changed.

Dialog
204 STARLIGHT (CONT’D)
I can handle it.

Dialog
204 STARLIGHT (CONT’D)
Whether than means saving Equestria

Action Notes
S.L. is determined

Action Notes
Cut wide

Action Notes
S.L. gestures.
Scene 152
Duration 04:00  Panel 3  Duration 01:00

Dialog 204 STARLIGHT (CONT’D)
OR helping friends
with a sunset festival.

Action Notes
S.L. gestures grandly

Scene 152
Duration 04:00  Panel 4  Duration 01:00

Dialog 204 STARLIGHT (CONT’D)
Speaking of which...

Action Notes
She settles back down.

Scene 153
Duration 04:00  Panel 1  Duration 01:00

Dialog 205 STARLIGHT (CONT’D)
...I know the festival is almost over,

Action Notes
Cut closer on S.L.
Dialog
205 STARLIGHT (CONT’D)
but I kinda

Action Notes
Starlight gestures

Dialog
205 STARLIGHT (CONT’D)
invited a few of my friends to join.

Action Notes
Starlight turns and looks at all of the ponies (and draconequis) behind her.
### Scene 154
**Duration:** 01:00

**Panel:** 1

**Action Notes:** Cut to a shot of all the friends

### Scene 155
**Duration:** 01:00

**Panel:** 1

**Dialog:**

205 STARLIGHT (CONT’D)
Hope that’s okay.

**Action Notes:**

She turns back quickly.

### Scene 156
**Duration:** 04:00

**Panel:** 1

**Action Notes:** Cut
Double Diamond and Party Favor in shock.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>156</td>
<td>04:00</td>
<td>2</td>
<td>01:00</td>
<td>156</td>
<td>04:00</td>
<td>3</td>
<td>01:00</td>
<td>156</td>
<td>04:00</td>
<td>4</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**
Double Diamond and Party Favor Share an excited look.

**Dialog**
206 DOUBLE DIAMOND
Are you kidding?

206 DOUBLE DIAMOND cont
Of course!

**Action Notes**
He leans forward
Scene 157  Duration 06:00  Panel 1  Duration 01:00

Dialog  
207 STARLIGHT
Great.

Dialog  
207 STARLIGHT cont
Now, where’s that baking contest?

Dialog  
207 STARLIGHT cont
This pony needs

Action Notes  
Cut  
S.L. joing P.F. and D.D. and they head off to join in the festivities.

Action Notes  
S.L. joing P.F. and D.D. and they head off to join in the festivities.

Action Notes  
S.L. joing P.F. and D.D. and they head off to join in the festivities.
**Dialog**

207 STARLIGHT cont
a cupcake!

---

**Action Notes**

S.L. joining P.F. and D.D. and they head off to join in the festivities.

---

**Action Notes**

Slight pan over as the other ponies disperse and also join in on the festivities except Discord and Trixie.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>157</td>
<td>06:00</td>
<td>6</td>
<td>01:00</td>
</tr>
<tr>
<td>158</td>
<td>03:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

208 DISCORD
(to Trixie)

So...

**Action Notes**

The other ponies disperse and also join in on the festivities. Discord looks down at Trixie. She looks up at him.

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>158</td>
<td>03:00</td>
<td>2</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

208 DISCORD cont
(to Trixie)

my magic is back.

**Action Notes**

Cut close on Discord.

**Dialog**

208 DISCORD cont
(to Trixie)

I’m able to rip the very fabric

**Action Notes**

He looks down at his nails arrogantly.
Scene 158
Duration 03:00
Panel 3
Duration 01:00

Dialog 208 DISCORD cont (to Trixie) of reality again.

Action Notes
He turns to Trixie o.s.

Scene 159
Duration 04:00
Panel 1
Duration 01:00

Dialog 209 TRIXIE
Yea yea

Action Notes
Cut close on Trixie
Trixie rolls her eyes.

Scene 159
Duration 04:00
Panel 2
Duration 01:00

Dialog 209 TRIXIE cont and I’m still a self absorbed,
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>159</td>
<td>04:00</td>
<td>3</td>
<td>01:00</td>
<td>159</td>
<td>04:00</td>
<td>4</td>
<td>01:00</td>
<td>160</td>
<td>12:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**

209 TRIXIE cont
below average illusionist.

209 TRIXIE cont
Right?

210 DISCORD
Actually... I was going to say

**Action Notes**

She looks back up at Discord.

Cut
Scene 160  Duration 12:00  Panel 2  Duration 01:00

Dialog 210 DISCORD cont
a COUPLE of those illusions

Action Notes
Discord makes a gesture with his fingers.

Scene 160  Duration 12:00  Panel 3  Duration 01:00

Dialog 210 DISCORD cont
were slightly above average. .

Action Notes
Discord leans down by Trixie eagerly

Scene 160  Duration 12:00  Panel 4  Duration 01:00

Dialog 210 DISCORD cont
If you ever need a little chaos in your act,
**Scene 160**
**Duration 12:00**
**Panel 5**
**Duration 01:00**

**Dialog**
210 DISCORD cont
let me know.

**Action Notes**
He relaxes back

**Scene 160**
**Duration 12:00**
**Panel 6**
**Duration 01:00**

**Dialog**
210 DISCORD cont
We make a decent team.

**Action Notes**
He gestures confidently.

**Scene 160**
**Duration 12:00**
**Panel 7**
**Duration 01:00**

**Dialog**
211 TRIXIE
Ha!
Scene 160
Duration 12:00
Panel 8
Duration 01:00
Dialog 211 TRIXIE cont
The Great and Powerful Trixie

Action Notes
Trixie gestures to herself

Scene 160
Duration 12:00
Panel 9
Duration 01:00
Dialog 211 TRIXIE cont
teaming up with a klutzy draconequus?

Action Notes
She rears up

Scene 160
Duration 12:00
Panel 10
Duration 01:00
Dialog 211 TRIXIE cont
She points to Discord
Scene 160 Duration 12:00 Panel 11 Duration 01:00

Scene 160 Duration 12:00 Panel 12 Duration 01:00

Scene 161 Duration 04:00 Panel 1 Duration 01:00

Dialog
211 TRIXIE cont
When pigs fly!

Action Notes
Trixie is arrogant.

Dialog
212 DISCORD
Your wish

Action Notes
Cut close on Discord as he looks down at Trixie o.s.

Action Notes
Discord smiles mischeivously (Beat)
Scene 161
Duration 04:00
Panel 2
Dialog
212 DISCORD cont
is my command!
Action Notes
He turns and lifts his fingers ready to snap them magically.

Scene 161
Duration 04:00
Panel 3
Dialog
SFX Snap!
Action Notes
He snaps his fingers.

Scene 161
Duration 04:00
Panel 4
Dialog
SFX Snap!
Action Notes
White flash to:

MLP 625 626 Finale  My Little Pony 625/626
Page 259/270
Action Notes
White flash too:
Discord snaps his fingers and he and Trixie are both mounted on flying pigs.

Action Notes
The smoke magic dissipates revealing they are both sat on some flying pigs.

Action Notes
The smoke magic dissipates revealing they are both sat on some flying pigs.
**Scene 162**

**Duration** 11:00

**Panel** 4

**Duration** 01:00

---

**Action Notes**

The smoke magic dissipates revealing they are both sat on some flying pigs.

---

**Scene 162**

**Duration** 11:00

**Panel** 5

**Duration** 01:00

---

**Action Notes**

Discord looks over at Trixie and antics

---

**Scene 162**

**Duration** 11:00

**Panel** 6

**Duration** 01:00

---

**Dialog**

SFX *smack!*

---

**Action Notes**

Discord smacks Trixies' pig on the butt.
Scene 162 Duration 11:00 Panel 7 Duration 01:00

**Action Notes**
Trixie's pig takes off after being smacked by Discord.
Trixie shrieks as they take off.

Scene 162 Duration 11:00 Panel 8 Duration 01:00

**Action Notes**
Trixie's pig takes off after being smacked by Discord.
Trixie shrieks as they take off.

Scene 162 Duration 11:00 Panel 9 Duration 01:00

**Action Notes**
Discord flies after her.
Scene 162
Duration 11:00
Panel 10
Duration 01:00

Action Notes
Discord flies out.

Scene 162
Duration 11:00
Panel 11
Duration 01:00

Action Notes
Discord flies out.

Scene 163
Duration 07:00
Panel 1
Duration 01:00

Action Notes
Cut
The main 6 is involved in the party. Fluttershy and Spike dance in the f/g. Rainbow Dash converses with another pony in the window. The others enjoy the food and drink. Trixie and Discord fly through scene quickly.
Action Notes
Quick trk out as Trixie flies through on her pig.

Action Notes
She zips by and out.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>163</td>
<td>07:00</td>
<td>4</td>
<td>01:00</td>
</tr>
</tbody>
</table>

Action Notes

Bg a beat.

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>163</td>
<td>07:00</td>
<td>5</td>
<td>01:00</td>
</tr>
</tbody>
</table>

Action Notes

Then Discord zips in on his pig following Trixie.

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>163</td>
<td>07:00</td>
<td>6</td>
<td>01:00</td>
</tr>
</tbody>
</table>

Action Notes

Discord zips out.
<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>163</td>
<td>07:00</td>
<td>7</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**
All the ponies look o.s. wondering what they just saw?!

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>164</td>
<td>04:00</td>
<td>1</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Action Notes**
M/C close on Rainbow Dash.

<table>
<thead>
<tr>
<th>Scene</th>
<th>Duration</th>
<th>Panel</th>
<th>Duration</th>
</tr>
</thead>
<tbody>
<tr>
<td>164</td>
<td>04:00</td>
<td>2</td>
<td>01:00</td>
</tr>
</tbody>
</table>

**Dialog**
213 RAINBOW DASH
Somepony is really gonna have to

**Action Notes**
Rainbow Dash turns and cocks her head.
Scene 164
Duration 04:00
Panel 3
Duration 01:00

Dialog
213 RAINBOW DASH
catch us up

Action Notes
Rainbow Dash turns and cocks her head.

Scene 164
Duration 04:00
Panel 4
Duration 01:00

Dialog
213 RAINBOW DASH cont
on what we missed.

Action Notes
She turns back and looks o.s. at others bewildered.

Scene 165
Duration 10:00
Panel 1
Duration 01:00

Action Notes
Cut wide on village.
Scene 165  
Duration 10:00  
Panel 2  
Duration 01:00

**Dialog**
SFX  Trixie screaming

**Action Notes**
Trixie flies up towards camera on her pig. Discord follows close behind her.

Scene 165  
Duration 10:00  
Panel 3  
Duration 01:00

**Dialog**
SFX  Trixie screaming

**Action Notes**
Trixie flies up towards camera on her pig. Discord follows close behind her.

Scene 165  
Duration 10:00  
Panel 4  
Duration 01:00

**Dialog**
SFX  Trixie screaming

**Action Notes**
Trixie flies up towards camera on her pig. Discord follows close behind her.
Scene 165  
Duration 10:00  
Panel 5  
Duration 01:00  

Dialog  
SFX  Trixie screaming  

Action Notes  
Trixie flies up towards camera on her pig. 
Discord follows close behind her.
**Scene 165**

**Duration** 10:00

**Panel** 8

**Duration** 01:00

**Dialog**

SFX  Trixie screaming

**Action Notes**

She fills the frame to black

---

**Scene 165**

**Duration** 10:00

**Panel** 9

**Duration** 01:00

**Action Notes**

Black Screen

---

**Scene 165**

**Duration** 10:00

**Panel** 10

**Duration** 01:00

**Action Notes**

THE END