**LUNA ECLIPSED**

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Prologue

(*Opening shot: fade in to a close-up of a reptilian creature, seen from the chest down, pacing the floor in the library’s reading room. The body hide is purple with lighter-shaded spots and the underbelly is yellow, but Spike’s lighter violet hand protrudes from the end of the arm to mark this “creature” as him in a costume. Cut to an overhead view of him at the foot of the stairs leading down from Twilight Sparkle’s room; he stops and groans impatiently.*)

**Spike:** Come on, Twilight. We’re gonna be late for the Nightmare Night Festival!

(*A shadowed hoof and the end of a long white beard advance into view near the camera. Cut to a head-on view of Twilight on the stairs and zoom in as she lifts her head proudly. She has donned a long robe and pointed wizard’s hat in three shades of blue, both liberally decorated with stars and moons and hung with jingle bells at hem, brim, and hat peak. The robe’s gold/white collar is secured with a gold brooch, and the beard hangs nearly to her knees.*)

**Spike:** Huh? (*She comes downstairs.*) Are you that one kooky grandpa from Ponyville Retirement Village?

**Twilight:** (*annoyed*) I’m Starswirl the Bearded! (*He just blinks stupidly at her.*) Father of the amniomorphic spell? (*Still nothing.*) Did you even read that book I gave you about obscure unicorn history?

**Spike:** Um… (*Pounding at the front door; he breaks out in a sweat.*) …that sounds important!

(*Off he goes, fast enough to set his boss spinning in place so that her cape and beard end up wrapped tightly around her. Cut to just outside the door as he opens it; it is nighttime, and the camera zooms out to frame a trio of fillies in costumes of their own. Their chant brings a startled cry from him.*)

**Fillies:**  Nightmare Night, what a fright!

(*Close-up.*) Give us something sweet to bite!

(*One princess, one astronaut, one ladybug, each with a sack hung around her neck—and Granny Smith visible just behind them as a chaperone. Spike eyes them with some relief, having caught a break from Twilight’s chewing out about his lack of history savvy, and steps back in as she comes to the door. Her own outfit is back in order, along with her good spirits.*)

**Twilight:** Hi, everypony! (*Back to them; she continues o.s.*) Great costumes. (*Tilt up to a slightly frazzled Granny.*) Happy Nightmare Night, Granny Smith.

**Granny:** I should have been asleep five hours ago!

(*Spike comes back to the door, carrying a bowl of candy, and Twilight levitates a piece into each filly’s sack. A fourth youngster now bulls through them: brown/white pinto earth pony colt, dressed as a pirate complete with eyepatch and a cutlass clamped in his teeth. A tuft of two-tone brown mane protrudes from the edge of the red kerchief on his head, and the one visible eye is bright and so deep a brown as to be nearly black. This is Pipsqueak, or Pip for short; he tries a few swings of the cutlass, but loses his balance and goes down on his face. Twilight and Spike smile at the display as he gets up to his hind legs and salutes. He speaks with a British accent.*)

**Pip:** Pipsqueak the pirate at your service! It’s my very first Nightmare Night.

**Twilight:** Since you moved here from Trottingham?

**Pip:** No, my very first Nightmare Night ever!

(*Pinkie Pie, as a chicken, pops up among the young ponies with a loud squawk. She has even stuck a little beak on the end of her nose and is standing on two legs as the poultry would.*)

**Pinkie:** Enough chit-chat! Time is candy! (*She pecks at the ground.*)

**Twilight:** Pinkie Pie, aren’t you a little old for this?

**Pinkie:** Too old for free candy? (*Squawk.*) Never!

(*The puzzled unicorn groans to herself and floats a piece into Pinkie’s bag, the bell on the hat’s peak swinging close to her face as Twilight shows off her getup.*)

**Twilight:** Do you like it?

**Pinkie:** Yeah, great costume, Twilight! Oh, you make a fantastic weirdo clown!

(*One swift lunge and a few pecks later, she has eaten nearly every piece of candy in Spike’s bowl; zoom in slightly as she bugs out.*)

**Twilight:** (*irked*) A clown?! (*They step out, Spike closing the door.*) Look at the borders on these robes! These are hoof-stitched!

**Spike:** It’s a great costume… (*walking off with a derisive chuckle*) …Grandpa!

(*Zoom in on Twilight’s snarling face, then fade to black.*)

OPENING THEME

Act One

(*Opening shot: fade in to a bust of a black unicorn’s head with catlike pupils, hung from a balcony on the town square pavilion. The overall contour is reminiscent of Nightmare Moon. On the next line, pan from here to a long shot of Twilight and Spike, making their way through a square filled with festival-goers, snack carts, and strings of lights hung with skulls. Big Macintosh pulls a hay wagon loaded with more happy partiers; he has donned a dark top hat and tailcoat, the latter depicting a skull-marked apple over his haunch.*)

**Twilight:** (*still annoyed*) Starswirl the Bearded is only the most important conjurer of the pre-classical era. (*Cheers from the riders.*) He created more than two hundred spells. (*They walk through a dance with a four-piece band.*) He even has a shelf in the Canterlot Library of Magic named after him!

(*Close-up of her; now the irritation begins to subside.*)

**Twilight:** Maybe I should start up a pony group to teach ponies about history. (*smiling*) I bet everypony would love it. Don’t you, Spike?

(*Pan to back him, now toting a mound of candy nearly as tall as he is and gorging himself.*)

**Spike:** (*mouth full*) Mmm-hmm! I love it.

(*He runs into Twilight, who has suddenly stopped short, and tumbles to the ground in an avalanche of sweet stuff. Zoom out to frame both of them and quite a few other revelers.*)

**Twilight:** Hey, look, we’re here already! Should we get something to eat?

(*Now she takes stock of the supine dragon and his overstuffed belly; he lets off a hearty belch before Pinkie and Pip zip up during the next line.*)

**Pinkie:** Twilight, Twilight, look at our haul!

(*Close-up of Twilight on the end of this; Pinkie holds her own full sack into view. A giddy squeal from her direction is followed by a cut to her.*)

**Pinkie:** Can you believe it?

(*Just as at the library front step, she starts pecking madly at the goodies to stuff her face. Pan/tilt up to the roof of a nearby, heavily decorated building, where a black-clad head in yellow goggles peeks out. The outfit is identical to that used by the Shadowbolts, the flight team invented by Nightmare to distract Rainbow Dash during “Elements of Harmony.” However, the blue nose and ears, and the multicolored mane, give the wearer away as a disguised Rainbow. She runs an eye over the scene and ducks out of sight; back to ground level as a black cloud drifts overhead. Rainbow’s tail waving from the rear edge marks her as its propulsion source.*)

**Pinkie:** And then, we went to Cheerilee’s house and we got a bunch more goodies—didn’t we, Pip?

**Pip:** Sure did! (*Cut to Rainbow, raising her front hooves.*)

**Pinkie:** (*from o.s.*) And then we had to stop and wait for Granny Smith and—

(*The cloud takes a solid hit, throwing out a lightning bolt that barely misses Pinkie and prompts her into a terrified squawk and escape. The blast also sends Pip and his friends galloping with a scream and dumps Spike on his back. Rainbow’s belly laugh floats down to an annoyed Twilight, who addresses herself into the sky.*)

**Twilight:** Rainbow Dash! (*Cut to Rainbow; she continues o.s.*) That wasn’t very nice!

**Rainbow:** Lighten up, old-timer. This is the best night of the year for pranks. (*Cut to Twilight.*)

**Twilight:** (*pointing to side*) Look what you did to Spike!

(*Pan to him during this line, still laid out by his candy and trying to hack up a piece caught in his throat.*)

**Rainbow:** Aw, it’s all in good fun. (*looking elsewhere*) Oh, oh! There’s another group over there!

(*She bulldozes the cloud away. Throwing a slightly exasperated glance at her unconscious assistant, Twilight levitates him onto her back and walks away. Rainbow brings her cloud back into view at a longer distance and sets it off again, prompting a fresh wave of screams, before moving it once again as she laughs herself stupid.*)

(*Dissolve to a point just below the surface of a tub with several apples floating in it. The camera points up toward a stallion who leans in to grab one fruit in his teeth and pull it out. When the view shifts to outside in the square, he is seen to be the tennis player whose racquet Apple Bloom ruined in “Call of the Cutie.” Two other ponies are bobbing away, with Applejack—dressed as a scarecrow—presiding over the game. On the next line, zoom out to frame Twilight and a revived Spike as they walk up.*)

**Twilight:** Happy Nightmare Night, Applejack.

**Applejack:** Howdy, Spike! Hey, Twilight! Nice costume. (*Cut to the pair.*)

**Spike:** Thanks! I’m a dragon. (*Dirty look from Twilight.*)

**Twilight:** She means me, Spike.

**Applejack:** (*from o.s.*) With that beard… (*Cut to all three; she toys with it.*) …I reckon you’re some sorta country music singer.

(*This guess gets Twilight steamed and groaning all over again as Spike laughs.*)

**Applejack:** While y’all are here, you feel like bobbin’ for an apple?

(*Pan to the tub on the end of this. Derpy Hooves and Carrot Top are ready for a turn—the former wearing only paper bags on her head and hooves, the latter in a devil’s red cape, horns, and tail, with four shoes to match. Cut to Carrot’s side; before she can even get her face in the water, Derpy surfaces with the end of a chain in her teeth, having gone for a dive without being noticed. One tug on the chain brings up a drain plug and empties the tub in seconds, to the dismay of both.*)

(*The general surprise at the sudden end of the game quickly transfers itself to the stage where the band had been playing for the dance seen earlier. A cheering crowd has gathered on the dance floor, and Mayor Mare stands at a lectern on the stage. She has done herself up as a clown, including a red rubber-ball nose and multicolored wig.*)

**Mayor Mare:** Thank you, everypony, and welcome to the Nightmare Night Festival!

(*A camera shift during this line brings her into close enough view to reveal an oversized polka-dotted tie at her shirt collar, rather than the blue-green ribbon one she normally wears. More cheering as Twilight and Spike make their way through the crowd; in an even closer shot, Mayor Mare’s tail is seen to be done up in stripes as well.*)

**Mayor Mare:** Now, all the little ponies who have been out collecting sweets—

(*Cut to the front few rows, with Pip front and center, during the previous line.*)

**Mayor Mare:** (*now o.s.*) —should follow our friend Zecora— (*Back to her.*) —to hear the legend of… (*ominously*) …Nightmare Moon! (*Mad laugh.*)

**Spike:** (*aside, to Twilight*) Her spooky voice might work better if she wasn’t dressed like that.

(*Twilight laughs softly and Mayor Mare gestures off to one side, the camera panning to follow. This patch of the stage is unoccupied, but a blast of sparkling, luminescent green smoke promptly fills it. From this rise the head and shoulders of the zebra last seen in “Swarm of the Century,” to the sound of appreciative murmurs from the o.s. audience. Zecora’s mane is covered by a long white wig filled with spiders, and the neckline of her garment is secured with a gold bat brooch.*)

**Zecora:** Follow me, and very soon

You’ll hear the tale of Nightmare Moon.

(*On these last two words, she throws the folds of a long dark cloak over the screen to black it out. Lightning flashes through the void; pan from behind a tree to frame several onlookers gathered in front of her in a slightly overgrown clearing. The full moon shines overhead, and behind Zecora stands a statue of the malevolent winged unicorn.*)

**Zecora:** Listen close, my little dears.

(*Close-up, tilting up from her to the statue’s head.*)

I’ll tell you where you got your fears

(*leaning to fillies*) Of Nightmare Night, so dark and scary…

(*A bit of glowing green dust is produced and blown upward; follow it into the air.*)

**Zecora:** (*from o.x.*) …Of Nightmare Moon, who makes you wary.

(*It forms into a specter of Nightmare that dives toward the group; they cry out as it hits the ground and dissipates. Now Pip and the ladybug filly look uneasily around themselves, not seeing the two staring eyes in the dust cloud behind them.*)

**Zecora:** (*from o.s.*) Every year we put on a disguise

(*A vicious grin appears as well.*)

To save ourselves from her searching eyes.

(*They scream and cut out; she emerges from the dust—the eyes and grin are hers. Cut to Pip and pan to follow him; he runs into the statue’s pedestal.*)

**Zecora:** (*from o.s.*) But Nightmare Moon wants just one thing—

(*His perspective, zooming in on the fearsome pony’s head, then back to him as he backs away.*)

To gobble up ponies in one quick swing!

(*He bumps into Pinkie, who has buried her entire head in the dirt. The hit scares the daylights out of both and sends them fleeing in opposite directions; now Zecora throws some more dust, the camera tilting up from her to this cloud.*)

**Zecora:** (*from o.s.*) Hungrily she soars the sky.

(*It swoops down toward three fillies, two of whom are Scootaloo as a werewolf and Sweetie Belle as a vampire. Nightmare’s head and forelegs form; she peers around, then vanishes.*)

If she sees nopony, she passes by.

(*Over to Pip and his three buddies for a brief look before floating away.*)

So if she comes and all is clear,

(*Up to the sky.*) Equestria is safe another year!

(*The full-body apparition forms with the moon as backdrop, then disintegrates into a shower of sparkling dust particles. Cut to Zecora; something just down o.s. tugs at her cloak.*)

[*Possible error: Pip’s British accent becomes much less noticeable and/or disappears entirely from this point on. This may be an error on the voice cast’s part, or he was simply affecting the accent earlier and is now speaking in his natural voice.*]

**Pip:** (*from o.s.*) Um, Miss Zecora… (*Cut to him.*) …if we were cautioned to hide from Nightmare Moon— (*as others gather closer*) —so she won’t gobble us up, how come we still need to give her some of our candy?

**Zecora:** A perfect question, my little friend,

For Nightmare Moon you must not offend.

(*She blows more dust over his head, the camera panning to follow it as he backs off; it forms into Nightmare’s full shape.*)

**Zecora:** (*now o.s.*) Fill up her belly with a treat or two

(*The specter tenses.*) So she won’t return to come eat YOU!

(*On the end of this, she leaps at the group with mouth open to expose every single razor-edged tooth in it. She disintegrates on impact, and Pinkie lets off a shrill scream and leads a charge over to the statue. In this shot, Bloom can be seen dressed as the Bride of Frankenstein, with her mane and tail both done up in the character’s white-streaked black bouffant.*)

**Pinkie:** (*throwing down her entire stash*) Everypony, let’s dump some candy and get outta here!

(*The wind begins to kick up, and a nervous glance overhead reveals that clouds have begun to swirl around the full moon and close in to block out the night sky. Twilight and Zecora both stare speechlessly as a flash of moonlight blazes through the clouds and a black silhouette rides the rays toward ground level. This consists of a figure in a spiked, bat-winged chariot pulled by two pegasi on chain reins; a zoom in on the vehicle shows a unicorn’s horn protruding from the hooded driver’s head. Pan to the mounts, which can now be seen fully: gray pegasus stallions with bat wings and reptilian green eyes, wearing blue armor with bat-wing crests on their helmets. The chariot bears down on the group, all of whom immediately cry out and back away except for Twilight; she and Spike eventually duck and cover as the looming shadow rockets overhead.*)

(*Tilt up from them to the again-silhouetted vehicle and pegasi, now hovering at low altitude, then to a close-up of Twilight’s apprehensive face and zoom out. Pinkie pops up in front of her with a terrified gasp.*)

**Pinkie:** It’s Nightmare Moon! *RUUUNNN!!*

(*She peels out as fast as her drumsticks will carry her, as do Spike and all the youngsters—with Zecora and Pip bringing up the rear. Twilight is the only one left in the clearing. Lightning crackles around the chariot driver’s head, now seen in close-up and swathed in a dark gray-green hood . Two eyes glow pure white under the horn and lowered brows, with an unsettling little grin under a mare’s nose. The rest of the face still appears as only a lightless silhouette, and the eyes and mouth fade from view once the lightning dies down. Snap to black.*)

Act Two

(*Opening shot: fade in to the Ponyville town square, where the merriment is in full swing. The stampede of the screaming Pinkie—up on her hind legs, with forelegs tucked in like a chicken’s wings—and young ponies draws a round of puzzled gazes, but these soon turn to worry and fear as a broad shadow casts itself over the area. A tilt up to the sky reveals that the thick clouds have spread to here as well, and the black flying chariot arrives right after them. As Twilight takes a cautious step forward, the driver leaps nimbly out and down to the street.*)

(*The first feature visible under the figure’s gray-green cloak is a set of four dark blue-violet hooves clad in light blue shoes, and the camera tilts up to frame the horned head as the hood is thrown back in time with a crack of lightning. Once it fades, the face of Princess Luna—Princess Celestia’s younger sister, not seen on camera since the end of “Elements of Harmony”—is exposed to full view. The small tiara set behind her horn is here, along with the lighter blue shadow on her eyelids, and the edge of her crescent-moon necklace can be seen under the cloak’s edge. However, four things have noticeably changed since that first appearance. One: the coat and mane have darkened noticeably. Two: the tiara and necklace have gone a deep blue, a whisper away from full black. Three: with the exception of the forelock, the entire mane has become a long, sparkly, translucent mass of hair that waves gently on its own as Celestia’s does. Four: the haughty gaze from those blue-green eyes indicates that any traces of fear or uncertainty from before are entirely gone.*)

(*Cut to a pan across the crowd, every member of which hits the deck for a deep bow, with one exception. Twilight gapes for a moment, then breaks into a smile.*)

**Twilight:** Princess Luna!

(*She starts forward, but the still-bowing Spike drags her down and puts a finger to her lips. Now Luna advances toward the group, her cloak breaking apart into a swarm of bats that flap away. Her tail has undergone the same change as her mane, and she has grown in height and become more slender. When she spreads her wings, they too are seen to be larger than before. One quaking pegasus mare dressed as a witch glances up just in time to find the royal pony standing over her. The small smile that comes over the latter’s face only serves to scare the bejesus out of her and every other pony in the vicinity. This shot reveals that the background splotch of her cutie mark has gone the same almost-black as her tiara and necklace.*)

(*Now Luna speaks, making one more change instantly obvious: her voice. Imperious, reverberating, and with enough volume to cause wind gusts that would capsize a battleship.*)

**Luna:** CITIZENS OF PONYVILLE! (*Cut to a mare braced against the ground on the end of this, then back.*) WE HAVE GRACED YOUR TINY VILLAGE WITH OUR PRESENCE, SO THAT YOU MIGHT BEHOLD THE REAL PRINCESS OF THE NIGHT! (*walking among them*) A CREATURE OF NIGHTMARES NO LONGER, BUT INSTEAD A PONY WHO DESIRES YOUR LOVE AND ADMIRATION! (*They slowly back away.*) TOGETHER WE SHALL CHANGE THIS DREADFUL CELEBRATION INTO A BRIGHT AND GLORIOUS FEAST!

(*Another lightning strike, after which a frightened Pinkie stands up.*)

**Pinkie:** Did you hear that, everypony? Nightmare Moon says she’s gonna feast on us all!

(*She and the foals voice a collective scream and clear out of the place, leaving only the still-prostrate adults and a very puzzled Princess. Luna now speaks at a volume closer to normal, non-reverberating, but with the same general tone.*)

**Luna:** What? No, children, no! You no longer have reason to fear us! Screams of delight is what your Princess desires, not screams of terror!

(*Close-up of one front hoof on the end of this; she brings it down hard enough to crack the ground, barely missing a mare’s nose and prompting a little whimper. Luna’s next look is directed behind herself, toward Mayor Mare.*)

**Luna:** Madame Mayor— (*stepping toward her*) —thy Princess of the Night hath arrived!

(*Close-up of a front hoof as she finishes, thrusting it toward Mayor Mare as if expecting her to kiss it; the latter instead sobs in fear and covers her face. Zoom out to frame the entire tableau, with Luna not noticing this reaction for a moment. It sits very badly with her when she does, and a bespectacled white mare in a devil cape, horns, and tail gets a hoof pointed at her next. Gasp; cower; cover the face.*)

**Luna:** What is the matter with you?

(*Her perspective, panning from this one to others in turn as she points. Same result; back to her, now greatly annoyed.*)

**Luna:** (*a bit petulantly*) Very well, then! Be that way! (*Twilight lifts her eyes a hair as Luna walks off.*) We won’t even bother with the traditional royal farewell!

(*Close-up of the intrepid violet unicorn as she gets all the way to vertical.*)

**Twilight:** I’m gonna go talk to her.

(*Before she can even manage two steps, a yank on her robe and an o.s. grunt point up Spike’s successful effort to stop her. Cut to him.*)

**Spike:** You can’t talk to her! She’s Nightmare Moon! (*Yank loose.*)

**Twilight:** No, she’s not. I saw the Elements of Harmony change her back to good— (*walking off*) —but it seems like she’s having some trouble adjusting after being gone for a thousand years.

(*Tilt down to the apprehensive little dragon, then dissolve to Twilight on the move through the forest. She looks around for a few moments and then stops short, the camera cutting to just behind her and panning along the shadow cast by the Nightmare statue. Luna sits on her belly in the shade, facing the stonework and lost in thought as she nudges a piece of candy toward it.*)

**Twilight:** Princess Luna? (*Close-up.*) Hi. My name is—

**Luna:** (*from o.s.*) Starswirl the Bearded. (*Cut to her, now up and facing Twilight.*) Commendable costume. Thou even got the bells right.

**Twilight:** Thank you! Finally, somepony who gets my costume! (*Luna stares uncertainly at her.*) Uh…I just came to welcome you to our celebration. My actual name is—

**Luna:** Twilight Sparkle.

(*Cut to a slightly uneasy Twilight, then back to Luna on the start of the next line. The wind kicks up in time with her voice as she slowly floats free of the ground, summoning a fresh mass of clouds to fill the sky.*)

**Luna:** IT WAS THOU WHO UNLEASHED THE POWERS OF HARMONY UPON US AND TOOK AWAY OUR DARK POWERS!

(*Twilight is blown a few feet backward before the gusts stop.*)

**Twilight:** And…that was a good thing, right?

**Luna:** (*landing before her*) But of course. We could not be happier. Is that not clear?

**Twilight:** Well, you kinda sound like you’re yelling at me.

**Luna:** But this is the traditional royal Canterlot voice. It is tradition to speak using the royal “we” and to use THIS MUCH VOLUME WHEN ADDRESSING OUR SUBJECTS!

(*The end of this line leaves Twilight wearing her beard sideways and her hat askew; after she gets both straightened out, she puts on the politest smile she can manage.*)

**Twilight:** You know, that might explain why your appearance was met with… (*Close-up of Luna; she continues o.s.*) …mixed results. (*Zoom out to frame her.*) I think if you just changed your approach a bit, you might be met with a warmer reception.

(*She has moved close to the ruler and put a hoof on her shoulder, but pulls it back upon getting a very funny look in return.*)

**Luna:** CHANGE OUR APPROACH?

**Twilight:** Lower the volume.

**Luna:** Oh. We have been locked away for a thousand years. We are…not sure we can.

(*Dissolve to the exterior of Fluttershy’s cottage, all of whose windows are dark. Twilight leads Luna toward the front door.*)

**Twilight:** Don’t worry, Princess. Fluttershy can give you some great pointers. She’s delicate and demure, with the sweetest little voice.

(*Cut to a close-up of the door as she knocks, then zoom out quickly to frame the pair. It stays closed, but Fluttershy’s panicked voice comes with enough force to nearly burst it off the hinges.*)

**Fluttershy:** (*from inside*) Go away! No candy here! Visitors not welcome on Nightmare Night!

(*Twilight manages an embarrassed little laugh in response to Luna’s dirty look, then addresses herself toward the door.*)

**Twilight:** Fluttershy, it’s me, Twilight! (*It opens slightly; Fluttershy peeks out.*)

**Fluttershy:** It *is* you! (*Her perspective, opening to expose Luna.*) Oh, and Nightmare Moon.

(*Back to her; she gets out a little gasp and her pupils constrict to terrified points within the big blue-green irises as the camera zooms in.*)

**Fluttershy:** Nightmare Moon?!? (*Scream; slam the door. Another forced laugh from Twilight.*)

**Twilight:** (*to Luna*) Wait right here.

(*She steps up, lets herself in, and closes the door. There immediately follows a loud, camera-shaking ruckus from within the cottage, followed by the door reopening and Twilight shoving a freaked-out pegasus onto the step.*)

**Twilight:** (*menacingly*) Fluttershy… (*Grunt.*) …you remember Princess Luna.

**Luna:** (*holding out a hoof*) CHARMED!

(*Fluttershy zips back inside, but Twilight levitates her through the doorway and turns her to face the blue-violet visitor.*)

**Fluttershy:** (*small voice*) Likewise.

**Luna:** TWILIGHT SPARKLE HAS SPOKEN OF THE SWEETNESS OF THY VOICE! WE ASK THAT THOU TEACHEST US TO SPEAK AS THOU SPEAKEST!

**Fluttershy:** (*even smaller voice, now huddling on ground*) Okay.

**Luna:** SHALL OUR LESSONS BEGIN?

**Fluttershy:** (*still softer*) Okay.

**Luna:** SHALL WE MIMIC THY VOICE?

**Fluttershy:** Okay.

**Luna:** HOW IS THIS?

**Fluttershy:** (*hastily*) Perfect. Lesson over.

(*She makes a break for the cottage, but Twilight is a bit quicker on the draw to kick the door shut. Fluttershy crashes into it face first, plastering herself across the boards with her mane and tail falling limp.*)

**Twilight:** A little quieter, Princess.

**Luna:** HOW IS… (*voice still raised a bit*) …this?

**Twilight:** Better! Right, Fluttershy? (*Fluttershy peels her head free.*)

**Fluttershy:** (*moaning woozily*) Yes. (*She falls off the door.*)

**Luna:** (*a bit softer still*) How…about…now?

**Twilight:** Now you’re getting it.

**Luna:** (*even softer*) And…how about now?

**Twilight:** Yes! Well done!

(*The former exile has now matched the normal speaking volume of a typical pony. Fluttershy, meanwhile, has made it up off the step and is reaching for the door handle when Luna’s telekinesis grabs hold and whips her over for a hug.*)

**Luna:** AH, THANK THEE, DEAR FLUTTERSHY! OUR NORMAL SPEAKING VOICE SHALL SURELY WIN US THE HEARTS OF THY FELLOW VILLAGERS!

(*The scared mare goes limp and gets flopped around like a rag doll during this line. Here comes Pinkie, leading Pip and the other youngsters toward the cottage.*)

**Pinkie:** Fluttershy, you gotta hide us! Nightmare Moon is here and—

(*She trails off into a shrill chicken squawk and a gasp, seeing Fluttershy sprawled bonelessly in Luna’s front hooves. Close-up of the slack yellow face.*)

**Pinkie:** (*from o.s.*) She’s stolen Fluttershy’s voice so she can’t scream when she GOBBLES HER UP!

(*Back to the gang on the end of this; she pops up into view for the last three words, then bails out. The others scream and scatter in short order.*)

**Luna:** NAY, CHILDREN, WAIT! (*catching herself*) I-I mean…nay, children, wait! (*She glances dejectedly back at Twilight.*)

**Twilight:** Come on, Princess. Time for Plan B.

(*Dissolve to the full moon, low and bright in the starry sky. The business ends of three catapults spring upward into view, each launching a small pumpkin in a whistling arc toward a bank of targets. A triple bullseye is met with a round of cheers as the camera pans to a group of nearby onlookers; meanwhile, the Act One dance has resumed and the band is doing its thing again. However, a shuddery moan from o.s. brings the music to an abrupt halt with the sound of a needle being yanked off a phonograph record. Pan in the direction of the moan to frame Twilight and Luna walking up through the crowd in the town square. Ponies bow and scrape before their advance, lowering Luna’s spirits considerably.*)

**Luna:** It is of no use, Twilight Sparkle. (*Close-up.*) They have never liked us, and they never shall. (*Pan to Twilight on the next line.*)

**Twilight:** My friend Applejack is one of the most likable ponies around. I’m sure she’ll have some ideas.

(*Cut to the apple-bobbing tub, which has been refilled. Pip teeters on the edge, trying to snag a floater, but loses his balance and starts to topple in with a yell. In a flash, Applejack is there to grab him by the hindquarters.*)

**Applejack:** Whoa. Careful there, pardner.

(*She sets him on the ground; he gallops off and she starts to walk in the opposite direction, but finds herself face to face with Luna after barely one step. A strangled yelp, and the four-legged scarecrow drops into a bow before Twilight arrives on the scene.*)

**Twilight:** Uh… (*clearing throat, bending down*) Applejack? The Princess is looking for a little advice on how to fit in around here. (*Applejack uncovers her eyes.*)

**Applejack:** Fit in? Really?

(*Soft growl from Twilight; she stands up to face the night ruler with some unease.*)

**Applejack:** I mean… (*chuckle*) …that’s easy. All you gotta do is have the right attitude. (*zipping around her*) Just loosen up a bit, be positive, play a few games, have some fun.

**Luna:** Fun? What is this fun thou speakest of?

(*Twilight and Applejack both gesture off to one side and she follows with her eyes. Cut to a close-up of a bowl filled with oversized toy spiders; the translucent mane waves into view behind this.*)

**Luna:** (*from o.s.*) Pray tell… (*Zoom out to frame her.*) …what purpose do these serve?

(*A huddled, shaking earth pony mare in a bee costume speaks up from the ground. This is Cherry Berry: bright pink coat, vivid yellow mane, cutie mark of two cherries, hooves over her eyes.*)

**Cherry:** Try…to land the sp-p…sp-p-piders on the web!

(*On the end of this, cut to just behind Luna and pan slightly to frame a large spiderweb woven between two poles a few yards away. She now balances one of the projectiles on her hoof, aims carefully, and lets fly; it lands short of the web and bounces squeakily to rest. Luna glances nervously behind herself toward Twilight and Applejack.*)

**Applejack:** You can do it, Princess!

(*The blue-green eyes narrow in fierce concentration, and her next throw sticks squarely at the web’s center.*)

**Luna:** Ha! Your Princess enjoys this…fun! (*turning to Twilight, Applejack*) In what other ways may we experience it?

(*A knowing look passes between the two. Dissolve to a close-up of a catapult’s basket; Luna loads in a pumpkin as the crowd watches, with Twilight and Applejack at the front.*)

**Twilight:** Fire away, Princess!

(*The two blue-shod front hooves push down on the basket and let it snap up, hurling the gourd high and far to score a perfect bullseye.*)

**Luna:** Ha-ha! The fun has been doubled! (*A hearty round of cheers from the spectators.*)

**Applejack:** Why don’t you try bobbin’ for apples? We got the best apples in Equestria here, Princess.

**Luna:** I ask that thou call us…me…Luna, fair Applejack. (*close-up; to the crowd*) Hear me, villagers! All of you, call me Luna!

(*Zoom out on the end of this to frame a few of them, then cut to a pan across the group, now murmuring excitedly at this pronouncement. The two locals escort her toward the tub.*)

**Luna:** Show me to these bobbing apples.

(*She stops short, her eyes popping in shock; cut to the tub and zoom in. Pip has again balanced on its edge and is about to fall.*)

**Pip:** Whoa!

(*This time, he tumbles in and Luna is on the move before Applejack can even get her mouth closed.*)

**Pinkie:** (*from o.s.*) Hey, gals.

(*As the apple wrangler looks over her shoulder, the camera pans to frame Pinkie and the other candy collectors a short distance across the square.*)

**Pinkie:** Anypony seen Pip? We lost him the last time we had to run—

(*A sudden shocked squawk; cut to the tub, where Luna has grabbed a fold of Pip’s clothing in her teeth and hoisted him out.*)

**Pinkie:** (*from o.s, with a yelp*) Nightmare Moon is gobbling Pipsqueak! (*Back to her.*) EVERYPONY RUUUNNN!!

(*Scream. Bug out. Colts and fillies do likewise.*)

**Pip:** HEEELLLP!! (*pulling free, galloping off*) My backside has been gobbled!

**Luna:** (*incensed*) ’Tis a lie! Thy backside is whole and un-gobbled, thou ungrateful whelp!

(*A lightning strike throws her grimace and widened eyes into sharp relief. It also throws a good fright into quite a few of the onlookers; as they back away slowly, she tones herself down again.*)

**Luna:** Fair villagers, please do not back away! Let us join together in…fun!

(*No dice; she looks around, notices a toy spider from the throwing game, and picks it up in her teeth. This is tossed over to the scared mares, who recoil when it hits the ground nearby.*)

**Luna:** Not enough fun for you? What say you to *this?*

(*A blast from her horn turns the plaything into an actual spider with two pairs of red eyes; the ponies scream and flee as it begins to scuttle away. Her next shot hits the whole bowl of toy spiders and brings them to life, and Cherry faints as they swarm over her. Instead of chewing her to pieces, though, they scurry downrange and onto the web to gather at its center. Her eyes are open in this shot—medium violet.*)

**Luna:** (*fiercely pleased*) Huzzah! How many points do I receive?

(*Not one word from the stunned locals. Carrot pops up screaming, with a spider on her head, and gallops off at full speed; all the others scatter an instant later.*)

**Luna:** Do not run away!

(*Daisy crashes into a barrel of apples, upsetting it and knocking herself out.*)

**Luna:** As your Princess, we command you!

(*Two other ponies collide head-on; next a popcorn cart takes a hit. The giant wrapped-candy decoration mounted on its canopy falls loose and starts rolling through the square, adding to the general panic. Luna cringes as lights and banners come down, then gathers herself in a close-up; zoom out on the next line as she lifts a foreleg and lightning rips the sky.*)

**Luna:** BE STILL!!

(*These two words reverberate in the air far longer than any others she has delivered in her royal Canterlot voice. An overhead shot and zoom out frames the commoners ringed around her, scared out of their wits and bowing so low they could be mistaken for throw rugs. Once the accompanying wind has died down, Twilight takes the big gamble and gets up first.*)

**Twilight:** Princess, remember! Watch the screaming! (*Luna rounds on her, eyes glowing white.*)

**Luna:** NO, TWILIGHT SPARKLE! WE MUST USE THE TRADITIONAL ROYAL CANTERLOT VOICE FOR WHAT WE ARE ABOUT TO SAY!

(*The young unicorn’s jaw drops—“this won’t end well”—and the royal visitor unfurls her wings to hover a few feet above ground. Clouds swirl in the sky, hiding all the stars.*)

**Luna:** SINCE YOU CHOOSE TO FEAR YOUR PRINCESS RATHER THAN LOVE HER, AND DISHONOR HER WITH THIS INSULTING CELEBRATION, WE DECREE THAT NIGHTMARE NIGHT SHALL BE CANCELED FOREVER!

(*The view cuts briefly to one cowering pony on “insulting celebration,” then back to her. After she finishes, another lightning bolt flashes over the dumbstruck crowd and the disbelieving Twilight. Snap to black.*)

Act Three

(*Opening shot: fade in to Twilight and Applejack standing among the festival’s wreckage in the town square.*)

**Applejack:** (*sighing heavily*) Shoot. We had everything goin’ our way. Luna was happy, everypony in town was happy—now look at ’em.

(*Pan across the square, now filled with disconsolate ponies of all ages.*)

**Filly voice:** (*sobbing*) But I wanted to be a zombie next year!

(*The end of the pan reveals the speaker to be the one who showed up at the library dressed as a princess. Taking in the scene for a moment, Twilight moves one hoof and finds a Nightmare-silhouette decoration on the ground underneath it. This gives her an idea.*)

**Twilight:** (*determinedly*) It’s not over yet.

**Applejack:** What are you gonna do?

**Twilight:** (*smiling*) I’m going to do what I do best… (*Zoom in on her.*) …lecture her!

(*Wipe to her, now darting about in the square and keeping a lookout. No luck on the first few attempts, but she eventually stops short and lets her eyes go wide. Cut to a long shot of Luna, trudging despondently over a bridge spanning the stream that borders Ponyville. Twilight hurries up to her.*)

**Twilight:** Princess?

**Luna:** (*voice breaking*) Leave me be, Twilight Sparkle.

**Twilight:** Princess, I’m sorry it hasn’t worked out how we wanted. But you have to believe me when I tell you that Nightmare Night is one of the most popular celebrations we have.

**Luna:** (*sarcastically*) Yes. I can tell by all the adoring shrieks of the children as they run away. (*She hangs her head and walks off.*)

**Twilight:** (*sadly*) Princess…

(*The wheels start turning again under the belled hat. Dissolve to a slow pan across the murmuring, crying crowd in the square; Pinkie pops up in the foreground with a puzzled cluck and looks around herself. Something o.s. grabs her attention and brings a little squawk, and the camera cuts to her perspective and zooms in—a piece of candy lying on the ground. Back to her; she zips over with a happy little cackle, pecks off the wrapper, and gobbles it down. Next the pink pony with the cross-species identity crisis looks toward the camera and gives a puzzled squawk. Zoom out quickly to show that she is at the mouth of an alley, in which a trail of sweets has been laid out. Clucking and cackling, she ducks in and eats the first piece; before she can start on the second, though, Twilight dives in and claps a hoof over her mouth to cut off the start of her scream. The candy trail was meant as bait to lure Pinkie back here.*)

**Twilight:** No! No shrieking! No squealing or screaming either, okay?

**Pinkie:** (*muffled*) Okay.

**Twilight:** There’s something I want you to see, and I promise that it’s safe, but you really, really, really can’t shriek. Do you promise not to shriek?

**Pinkie:** (*nodding*) Mmm-hmm.

(*Twilight removes her hoof and backs away, looking off to one side as the camera pans to frame Luna entering the alley. Pinkie’s first reaction is a string of panicked clucks, but this time she shuts herself up with both front hooves over the mouth.*)

**Twilight:** Pinkie Pie, you remember Princess Luna, right?

**Luna:** (*stepping closer, still a bit wary*) Ah. The ringleader of the frightened children. (*relenting, extending a hoof*) Hast thou come to make peace?

(*Pinkie thinks hard for a second, then smiles and moves forward while reaching toward Luna. As their two hooves are about to touch, a black cloud rolls in over the royal’s head and cracks out lightning, turning her into a grimacing, white-eyed silhouette for a split second. This is enough to freak Pinkie out all over again.*)

**Pinkie:** Nightmare Moon!

(*She squawks, flaps her forelegs like wings, and is gone in an instant, leaving behind a large blue egg with purple spots. Where it came from and how it came to be are the last things on Twilight’s mind, as her annoyed attention is instead directed upward.*)

**Twilight:** Rainbow!

(*A gale of laughter floats down as the camera tilts up to its source: the Shadowbolt-costumed pegasus, flopped onto her back atop the cloud and thoroughly enjoying the prank she has just brought off. Meanwhile, Pinkie races toward the mouth of the alley; Twilight teleports over here to block her, but gets a faceful of feathers instead. The two ponies tumble a short distance, ending with Pinkie pinned to the turf by one very hacked-off unicorn.*)

**Twilight:** She’s changed, Pinkie! She’s not evil or scary anymore! And she definitely doesn’t want to gobble you up! (*Pinkie’s eyes pop.*)

**Pinkie:** (*rolling them*) Well, duh!

**Twilight:** Huh?

**Pinkie:** (*smiling*) I know that. Sheesh, Twilight, I’m almost as big as her. How’s she gonna gobble me up?

**Twilight:** So why do you keep running away and screaming?

**Pinkie:** Sometimes it’s just really fun to be scared.

**Twilight:** (*incredulously*) Fun?

(*She gets her third big idea of the act and aims a big smile into Pinkie’s face.*)

**Twilight:** Pinkie Pie, you’re a genius!

**Pinkie:** No, I’m not. I’m a chicken.

(*She emphasizes this statement with a loud squawk. Cut to Luna, now hunkered down morosely by herself at the other end of the alley.*)

**Twilight:** (*from o.s.*) Princess Luna! (*She gallops up.*) I’ve finally figured out why you’re having so much trouble being liked!

**Luna:** (*sardonically*) Forgive me if I withhold my enthusiasm.

**Twilight:** (*walking past her*) Come with me. I’ll explain everything on the way.

(*This suggestion does not sit well with the royal pony, judging from how far her face falls. Dissolve to the square, where the dismantling of the Nightmare Night paraphernalia is in progress. Mayor Mare glumly picks up a fallen banner in her teeth.*)

**Pip:** (*from o.s.*) Gosh. I never thought my very first Nightmare Night would be my very last.

(*During this line, pan to him and the three fillies who went with him to collect candy. As he hunkers miserably on the ground, Zecora walks up.*)

**Zecora:** Come, little Pip, now don’t you fret.

Nightmare Night’s not over yet.

(*Close-up of him; he gets up with a little smile. She continues o.s.*)

We still have candy left to give,

(*Cut to her.*) So Nightmare Moon might let us live.

(*Now Mayor Mare approaches the group.*)

**Mayor Mare:** Yes! Come on, little ponies. What’s Nightmare Night without the annual candy offering? (*ominously, to the astronaut filly*) You don’t want Nightmare Moon to gobble you up, do you? (*Spike walks over, dragging a string of lights.*)

**Spike:** (*to himself*) Aw, the rainbow wig just kills it for me. (*He goes on his way.*)

**Applejack:** (*from o.s., cheerfully*) Come on, kids. (*Pan slightly; she has come over to them.*) Doesn’t that sound like fun?

(*The princess and ladybug fillies trade a very uncertain look. Fade to black, which quickly resolves into a pan across the clearing in which the Nightmare statue stands—the camera is emerging from behind a tree, just as it did in the Act One scene set here. A procession of ponies cautiously approaches the stonework, with Twilight and Mayor Mare bringing up the rear; in close-up, a sizable amount of candy has been piled up at the pedestal. The ladybug filly adds her contribution, after which Pip walks up and sets down the bag he carries in his teeth. He looks up at the statue.*)

**Pip:** (*sadly*) Goodbye, Nightmare Night… (*dropping his head*) …forever.

(*He begins to walk away, but a sudden blast of wind freezes him and the other fillies in their tracks and puts a fright into the adults.*)

**Luna:** (*from o.s.*) CITIZENS OF PONYVILLE! YOU WERE WISE TO BRING THIS CANDY TO ME! I AM PLEASED WITH YOUR OFFERING… (*Applejack’s straw scarecrow hat is blown off.*) …SO PLEASED THAT I MAY JUST EAT *IT* INSTEAD OF EATING *YOU!*

(*On the end of this, the hat reaches the pedestal and drifts upward, the camera tilting up along its height. Now, though, it has come to life and Nightmare hunches down toward the group to finish the line, with a mouthful of very sharp teeth bared below her blazing white eyes. There follow a collective scream and a stampede out of the place, leaving the villainous winged unicorn standing alone on the pedestal.*)

(*In one quick flash, Nightmare transforms back into Luna; she spits out a set of fake fangs—used to help enhance the effect of the masquerade. Twilight walks up behind her as she speaks.*)

**Luna:** (*uncertainly*) I am not certain that did what you meant for it to do, Twilight Sparkle.

**Twilight:** (*confidently*) Just wait. (*Luna jumps down in close-up.*)

**Luna:** For what? For…for them to scream some more?

(*Something tugs on the end of her mane.*)

**Pip:** (*from o.s.*) Um, Princess Luna… (*Zoom out to frame him nearby as he continues.*) …I know there’s not gonna be any more Nightmare Night, but do you suppose maybe you could come back next year… (*Back to her; he continues o.s.*) …and scare us again anyway?

(*She looks off past him and sees the other fillies huddled together at a distance.*)

**Luna:** Child, art thou saying that thou…*likest* me to scare you?

**Pip:** (*smiling*) It’s really fun! Scary, but fun.

**Luna:** It…’tis?

**Pip:** Yeah! Nightmare Night is my favorite night of the year.

**Luna:** (*smiling*) Well, then! We shall have to bring…NIGHTMARE NIGHT BACK!

(*The force of these three words sends the little pinto sliding backward on the grass.*)

**Pip:** Whoa! (*standing up*) You’re my favorite princess ever!

(*He zips back over to her and bows.*)

**Pip:** (*galloping away*) She said yes, guys! (*Twilight crosses to Luna.*)

**Fillies:** (*from o.s.*) YAAAAY!!

**Twilight:** (*to Luna*) See? They really do like you, Princess!

**Luna:** Can it be true? (*rearing up; lightning cracks*) OH, MOST WONDERFUL OF— (*Down again; she catches herself.*) —I mean, oh, most wonderful of nights.

(*Dissolve to the bowlful of throwing spiders, now back to their usual toy form. On the next line, a stallion takes one and throws at the web, landing it short; the camera zooms out to frame Luna standing alongside, ready to have a go.*)

**Twilight:** (*voice over, dictating*) “Dear Princess Celestia: When you first sent me to Ponyville, I didn’t know anything about friendship. I met somepony tonight who was having the same problem—your sister, Princess Luna.”

(*Luna’s throw is dead on target, earning her a round of applause during the next line.*)

**Twilight:** (*voice over*) “She taught me that one of the best things you can do with friendship is to give it to others—” (*Zoom out as Pip tugs at her tail.*) “—and help them find it themselves.”

(*He and two fillies empty a pile of candy onto the ground for her.*)

**Twilight:** (*voice over*) “And I’m happy to report that all of Ponyville has learned—”

(*A mare gets ready to bob for apples; on the next line, bubbles break the surface and Luna pops up in the tub to surprise her.*)

**Twilight:** (*voice over*) “—that even if somepony seems a little intimidating—” (*The shocked mare tumbles backward.*) “—even scary—” (*Luna munches an apple; she, the mare, and others laugh.*) “—when you offer them your friendship, you’ll discover a whole new pony underneath.”

(*Dissolve to the Nightmare statue, still with candy piled by its pedestal; Twilight paces here while Spike takes the dictation.*)

**Twilight:** “And even if my Starswirl the Bearded costume didn’t go over—” (*Close-up of Spike; she continues o.s., levitating a piece of candy corn.*) “—this still turned out to be the best Nightmare Night ever.”

(*Back to her on the end of this. She eats the piece as Rainbow’s black cloud steers into position overhead. Just as the prankster lifts her front hooves to set it off, a lightning bolt rips into view from her six o’clock and spooks her off the cloud. She flies off screaming and leaving a smoky rainbow contrail in her wake, but Twilight just aims a puzzled glance overhead. Right on cue, down comes Luna on a second cloud, having sneaked in to use Rainbow’s own trick against her. She tips a wink and laughs, with Twilight and Spike joining in as the camera tilts up to frame the full moon among the stars. Fade to black.*)