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my LITTLE PONY™

Friendship is Magic



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After a nightmare-filled slumber party, Rarity has been whisked away to the moon by dark, unknown forces! Now the ponies, along with Princess Celestia and Luna, prepare a plan to get her back!

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I SURE HOPE RARITY IS OKAY! I CAN'T IMAGINE ANYTHING SCARIER THAN BEING KIDNAPPED AND TAKEN TO A NIGHTMARE DREAMSCAPE!

DON'T WORRY, I'M SURE PRINCESS CELESTIA HAS A PLAN!

Y'ALL KNOW THAT'S JUST A REGULAR LASSO, RIGHT? IT AIN'T NOTHIN' SPECIAL.

ALONG WITH LUNA'S POWER OVER THE MOON, WE SHOULD BE ABLE TO SHORTEN THE TRIP FOR ALL OF YOU.

WE'LL SEE ABOUT THAT!

WE'RE *JUMP-ROPING* TO THE MOON?!

OOOH!

CAREFUL...

USING MY POWERS TO BRING THE MOON *CLOSER* TO THE EARTH IS HARDER THAN I IMAGINED!

WE'RE RIGHT THERE WITH YA, SISTER!

EVERYONE CONCENTRATE.

I COULD SURE USE A FEW ENCHANTED APPLE CARTS DURING HARVEST SEASON, WHADDYA THINK, PRINCESS CELESTIA?

THEN LET'S PUT OUR CUTIE BOOTIES INTO HIGH GEAR AND *PULL!*

WELL, IF WE DON'T MOVE THIS MOON, WE'LL HAVE HEAVIER PROBLEMS THAN APPLE CARTS!

BONK!

THAT'S IT! WELL DONE, MY PONIES. I WILL BEGIN TO PREPARE PONYVILLE. GOOD LUCK!

THE WINGLESS PONIES WILL HAVE TO USE SURE FOOTING...

WHOA.

DOUBLE WHOA!

THIS IS YOUR LAST CHANCE TO CHANGE YOUR MINDS. REMEMBER, THE DARK FORCES THAT TOOK RARITY WILL USE ALL OF THEIR POWER TO SCARE YOU. THEY WILL UNRAVEL YOU WITH YOUR GREATEST FEARS.

HOPEFULLY IT'S NOT TOO LATE...

WHEN WE'RE TOGETHER, THE ELEMENTS OF HARMONY CAN OVERCOME *ANYTHING.*

AS LONG AS WE GET RARITY BACK, IT'LL ALL TURN OUT JUST DANDY.

LET'S DO THIS!

KLOP-SPROIIIING

WELL, THAT'S ONE SMALL STEP FOR PONIES, ONE GIANT LEAP FOR PONYKIND!

JUST KEEP YOUR EYES FORWARD, APPLEJACK. DO NOT THINK ABOUT THAT GOSH-DARN-DEEP-DARKNESS DOWN BELOW.

ARE YOU KIDDING? THIS IS AWESOME!

SAID THE PONY WITH *WINGS.*

IN SPACE, NO ONE CAN HEAR YOU *SQUEE!*

YOU'RE NOT HELPING.

UH, SPIKE, ARE YOU SURE ALL OF THAT IS REALLY NECESSARY?

WE NEED TO BE PREPARED FOR *ANYTHING!* THIS IS RARITY'S SAFETY WE'RE TALKING ABOUT!

BUT THE WEIGHT... AREN'T YOU AFRAID IT MIGHT BE A TOUCH TOO HEAVY?

NONSENSE! THIS KNOT IS AS SOLID AS—

!

SQUEE!

THEY WERE WRONG! I *TOTALLY* HEARD THAT!

SPIKE, GRAB MY HOOF, I CAN'T HOLD YOU WITH MY MAGIC!

BUT THE RUBY!

IT'S FOR *RARITY*!

JUST A LITTLE LONGER, THEN MY MAGIC CAN GUIDE YOU DOWN...

SPIKE! LEAVE IT!

NOOOO!

AW, TWILIGHT, YOU'RE THE BEST!

FINDING RARITY IN THE PITCH BLACK? NO PROBLEM AT ALL!

WE'LL TAKE CARE OF THAT!

NOW WE MUST HURRY, *THEY'LL* KNOW WE'RE HERE!

AND WHO IS "THEY," EXACTLY?

WHEN THE NIGHTMARE ENERGY CAME BACK TO LIFE, IT NEEDED A FORM TO TAKE.

SO DARK!

TAKE OFF THE SUNGLASSES PINKIE!

UNFORTUNATELY, THE PEACEFUL INHABITANTS OF THE MOON BECAME ITS VICTIMS AND ARE NOW TRAPPED UNDER ITS SPELL.

GASP! HOW COULD THEY DO THAT TO SWEET LITTLE ANIMALS?

THEY AREN'T SWEET ANYMORE...

ELSEWHERE...

WE'VE MADE OUR OFFER VERY CLEAR—

CLEAR? YOU KNOW WHAT'S CRYSTAL CLEAR? THE FACT THAT A NEW SET OF DRAPES WOULD DO *WONDERS* FOR THIS PLACE.

BAD DECORATING ASIDE, I *WOULD NEVER* AND *WILL NEVER* STAY HERE. PONYVILLE IS MY HOME.

OH, BUT WE KNOW THAT ALL YOU EVER WANT TO DO IS HELP...

...AND WE DO NEED HELP FROM A PRETTY LADY... DON'T WE, LARRY?

I, UH, MEAN —DON'T WE, SHADOWFRIGHT?

WITHOUT YOU, OUR ENTIRE EXISTENCE IS MEANINGLESS... YOUR GENEROSITY WOULD SAVE US.

NO! MY FRIENDS! THEY NEED ME!

DO THEY? OR WILL THEY REJECT YOUR GIFT ONCE SOMEPONY NEW COMES ALONG?

SOMEPONY WITH A BIT LESS ATTITUDE, MAYBE?

BUT... THEY WOULDN'T FORGET ME, WOULD THEY?

STAY WITH US AND YOUR KINDNESS WOULD NEVER BE TAKEN FOR GRANTED.

YOU WOULD NEVER BE FORGOTTEN...

NEVER?

I JUST WANT TO HELP...

AND YOU WILL HELP... MORE THAN YOU EVER DREAMED.

DON'T WORRY, FLUTTERSHY, WE'LL BE OKAY! HEY, I KNOW! WE'LL PLAY A GAME!
I SPY, WITH MY LITTLE EYE, SOMETHING... *BLACK!*
OH! IS IT THAT THING THAT LOOKS LIKE A SHADOW OF A SHADOW?
I KNOW, I KNOW! HOW ABOUT...
EVERY SINGLE THING THAT SURROUNDS US?
...THAT EXTRA DARK PATCH OF SOMETHING RIGHT BELOW THAT GRAYISH BLOBBY THING?
DING-DING-DING! YOU ARE CORRECT, SIR!
I WAS SO CLOSE.
NOT TO TOOT MY OWN HORN, BUT I AM PRETTY DARN GOOD AT "I SPY."
SPEAKING OF HORNS TOOTING, I THINK THEY *DO* KNOW WE'RE HERE.
HOW CAN YA TELL?
CALL IT A HUNCH.
WELL, HOWDY THERE, LITTLE CRITTERS WITH YER SPARKLY EYES! WHUDDAYA CALL THAT, FLUTTERSHY?
POSSIBLE INHERENT EVIL?

SOMETHING IS COMING...

RUN! I HAVE NO POWER OVER THIS NIGHTMARE MIST!

YOU HEARD HER, MOVE THEM HOOVES!

WHAT THE HAY?

PRINCESS CELESTIA! YOU WOULD NEVER BELIEVE—

...AND YOU, TWILIGHT SPARKLE, HAVE NO RESPECT FOR THE POWER YOU HAVE—YOU'RE CARELESS AND DANGEROUS! YOU ARE DISMISSED. FOREVER.

WHAT?! *NO!*

THE MAGIC OF FRIENDSHIP IS DEAD, TWILIGHT, AND IT'S ALL BECAUSE OF *YOU.*

YOU HAVE FAILED ME, TWILIGHT. YOUR LACK OF KNOWLEDGE HAS KILLED FRIENDSHIP!

TWILIGHT! IT'S JUST A NIGHTMARE! REMEMBER WHY WE'RE HERE!

YOU *MUST* FIGHT IT, TWILIGHT. USE YOUR HEART TO SEE WHAT THESE NIGHTMARES REALLY ARE!

BUT, PRINCESS CELESTIA SAID—

THEN WHY WOULD WE BE HERE? IT'S NOT TRUE, TWILIGHT!

IT'S ALL A FACADE TO KEEP YOU TRAPPED IN YOUR FEAR.

FRIENDSHIP IS NOT DEAD...

AND NIGHTMARES *AREN'T* REAL!

WE MUST SAVE THE OTHERS FROM THEIR NIGHTMARES BEFORE THEY ARE TRAPPED IN THEM FOREVER!

RAINBOW DASH! HELP US SAVE PONYVILLE! WE *NEED* YOU!

I'M COMING!

OH NO! I CAN'T FLY!

I KNOW, I KNOW! THE CLOUDS. I CAN'T MOVE THEM. MY... MY WINGS ARE CLIPPED...

NO THEY AREN'T, RAINBOW DASH!

NO! LOOK AT ME! I'LL NEVER FLY AGAIN.

THIS IS JUST A NIGHTMARE. LOOK—

MY FEAR IS MAKING THIS REAL?!

I AM *NOT* AFRAID!

HA-HA! NICE TRY, SLOW SMOKE!

yay Pinkie Pie! Please wake up now!!

SO YOU CAN'T PARTAY?!

ARE YOU NOT AMUSED?!

GUESS WHAT, NIGHTMARE-SCHMITEMARE?!

I AM THE *MOST* LAUGHTER-GIVING, FUN-HAVING, FRIEND-MAKING PONY EVER!

YOU HAVE NO POWER OVER ME!

clap clap clap

clap clap clap

♪!

I'M SORRY! I MUST HAVE SNUGGLED YOU TOO HARD! *ALL* OF YOU...

BANG!

PAWS UP, BUNNIES!

THESE GUYS ARE *FAKERS!*

FAKERS!
NO, NOT MY LITTLE FRIENDS! I ACCIDENTALLY HURT THEM—THEY'RE JUST SCARED.
SCARED OR SCARY? LOOK AT THIS!
grrr!
HOW COULD THEY?! I'M SO MAD I COULD YELL! ALMOST.
SING IT, SISTER!
OH, WHY NOT?
3-2.
FAKERS!
WE NEED TO GET TO APPLEJACK!

I'M SO SORRY, EVERYONE. IF I HAD JUST DONE A BETTER JOB...

I'M *SO* HUNGRY, APPLEJACK. WHY COULDN'T YOU GROW THE APPLES RIGHT?

WITHOUT OUR APPLES, ALL OF YOUR FRIENDS AND FAMILY IN PONYVILLE WILL *STARVE*.

YEEUP.

WHAT ARE Y'ALL DOIN' HERE? YA GOTTA GET OUT— THERE'S NO MORE FOOD LEFT.

NO, APPLEJACK, ALL OF THIS IS JUST A NIGHTMARE!

I DON'T UNDERSTAND. CAN'T YA SEE—ALL THE TREES ARE DEAD! MY KIN ARE STARVING!

APPLEJACK, THIS IS A NIGHTMARE, AND THAT'S ALL IT WILL EVER BE. YOU ARE AN AMAZING FARMER! YOU KNOW THAT IF THERE WAS EVEN THE SLIGHTEST SIGN OF TROUBLE, WE'D BE THERE TO HELP OUT.

IT JUST SEEMS SO REAL...

SEE, THESE NIGHTMARE GUYS WANT TO TRAP ALL OF YOU HERE SO YOU CAN'T USE THE ELEMENTS OF HARMONY TO BEAT THEM!

SPIKE'S RIGHT—IT WILL TAKE ALL OF US TO GET RARITY BACK AND SAVE PONYVILLE. *WE NEED YOU.*

SO, DON'T BE SCARED!

STARTING RIGHT *NOW!*

YOU'RE RIGHT. I WOULD NEVER LET THIS HAPPEN!

IF YOU SAY THIS IS A NIGHTMARE, I BELIEVE YOU!

WELL, THIS IS A LITTLE CREEPY.

WAY CREEPY!

UM, A LITTLE CRITTER HELP HERE, FLUTTERSHY?

SORRY, I'M OUT OF BRAVERY FOR THE DAY...

YOU WANT SOME MORE? WELL, WE AREN'T AFRAID OF YOU!

AW, BUT SOME OF YOU ARE AFRAID. ISN'T THAT TRUE... LUNA? IS THAT WHAT YOU'RE GOING BY NOW?

THAT IS MY NAME, MY PAST AS NIGHTMARE MOON IS LONG GONE.

BUT THERE IS SOMETHING YOU FEAR...

COME BACK AS NIGHTMARE MOON AND WE WILL SPARE YOUR FRIENDS.

AFTER ALL THEY'VE DONE FOR YOU, THIS IS HOW YOU WILL REPAY THEM?

TSK-TSK.

OF COURSE, YOU KNOW OUR OTHER ALTERNATIVE.

NO! YOU CAN'T. THESE PONIES SAVED ME. RARITY SAVED ME. I WILL GO—

YOU AREN'T GOING ANYWHERE, PRINCESS LUNA!

YEAH, LIKE WE'RE GONNA LET SOME GOTH-LOVING BUNNY TAKE *ANOTHER* ONE OF OUR FRIENDS?

DARN TOOTIN'!

I'M YOUR FRIEND?

WELL, DUH!

WE ALL TRUST YOU—WE KNOW *YOU WOULD NEVER LIE* TO US.

BUT YOU HAVE LIED TO THEM, LUNA.

WELL, I SEE YOU HAVE SOME REAL FRIENDS HERE. FRIENDS WHO WOULD DO ANYTHING FOR YOU.

LARRY, LOOK AT THIS LITTLE DRAGON!

SORRY, SHADOWFRIGHT...

...AND THESE FRIENDS WON'T BE DISSUADED.

NO WAY!

THIS IS YOUR LAST CHANCE "LUNA," BEFORE THEY FIND OUT WHAT YOU LET HAPPEN...

WELL, MY PONY FRIENDS, I CAN SEE THAT WE WILL NOT BE ABLE TO MAKE AN... ARRANGEMENT. LUCKILY, WE CAME PREPARED.

WE WILL GET THE KINGDOM WE WERE PROMISED!

FWOOOSH

NOW THE ELEMENTS OF HARMONY WILL BE DESTROYED FOREVER AND PONYVILLE WILL BE DEFENSELESS! MEET OUR NEW QUEEN—

—NIGHTMARE RARITY!

TO BE CONTINUED...

READ ON FOR YOUR FREE FIRST LOOK AT THE ORIGINAL CHAPTER BOOK STORY FEATURING THE NEWLY-CROWNED PRINCESS TWILIGHT SPARKLE!



CHAPTER 1

A Crown Achievement

★★★

All of Equestria had been celebrating since the joyous wedding of Shining Armor and Princess Mi Amore Cadenza. Cadance, as she was called, was one of the most loving mares in all of ponydom. The citizens of Equestria, including the newly recovered Crystal Empire, were living in a time of happiness and prosperity. Apples grew in the orchards, creatures big and small played in the lush green fields, and ponies of all three tribes lived in harmony. And now, another promising young royal had been inducted into the highest ranks of pony society. It seemed like the cherry on top of a delicious ice-cream sundae.

Ponies of all kinds from the far reaches of Princess Celestia's kingdom were curious about the new princess who had just been crowned. She wasn't just anypony. This was a young Unicorn pony with a violet-hued hide, a beautiful purple-and-pink-striped mane, and incredible raw abilities. Her name was Twilight Sparkle, and she was indeed very special. Stories of her amazing magical gifts had even been passed along all the way from San Franciscolt to Manehattan. These tales had started to become legendary—especially the one about the time she took on the formidable ursa minor on her own, or better yet, the time she defeated the evil Queen Chrysalis in order to save the royal court of Canterlot. Everypony was excited to see what wonders would accompany such a unique princess's reign.

Twilight was excited, too. Not only did she bear an esteemed new title, but she had earned something unique as well. Twilight had received her very own set of wings. *Real* Pegasus wings! She was officially a part of a special breed of pony called an Alicorn. This meant that Twilight was now able to harness the magical powers of the Unicorns,



the flight abilities of the Pegasi, and the strength of a good, true heart of an Earth Pony. She was becoming more like her mentor, the talented and kind Princess Celestia, every day.

Although it was very exciting for Twilight to become an Alicorn, she didn't take her new gifts for granted. It was an honor to become part of something so rare and exclusive. She didn't care about all the shiny jewels and castle quarters she'd been given as part of the job. Twilight was happy to remain in Ponyville for now. She loved to spend time studying in her library with Spike, the baby dragon who was her number-one assistant, and having barrels of fun with her best friends. Luxurious castle furnishings could wait.

Ever since Princess Celestia had sent Twilight away from Canterlot to study and learn the magic of friendship, she had really felt that Ponyville was her true home. Twilight was uncertain how she would feel if she had to leave it. And ruling her own kingdom? That was another story.

It was true that Twilight Sparkle loved to help other ponies, to teach them the interesting facts she'd read about in the pages of her beloved books. She also enjoyed her position as designated leader of the Ponyville Winter Wrap-Up. But being in charge of the well-being of a kingdom of ponies didn't seem easy. She could tell that much from having studied with Celestia for all this time. Twilight was nervous. She still had so much to learn about being a leader. But, then again, there was *always* more to learn. Twilight never seemed to be able to acquire enough knowledge on any subject. The world was so vast and fascinating!

★★★

One afternoon in Ponyville, just after the Pegasi had moved some clouds into the sky for a short rainfall, Twilight went home to scour every book in her library yet again. She was hoping for some guidance on exactly how a pony could become a great princess and leader. There was bound to be some information that could help a pony out. She thought she was on to something when she first laid a hoof on the pages of *The Princess Bridle*. It was one of her favorite stories about royal ponies, but not quite right.

"What about this one, Twi?" Spike exclaimed, pulling a dusty book with a teal cover from one of the low shelves. He couldn't reach the higher ones without a ladder. Twilight perused the book, titled *Purple Reign* by somepony named Crystal Ball. But that was no good, either. It just had a ton of song lyrics in it.



"Spike!" Twilight exclaimed. "What am I going to do?" She threw her hoof up into the air, exasperated. "I need somepony's help. I just know there's more to being a leader than what I already know." Twilight began to pace around and around the room in her usual manner. She did this so often that the floorboards had worn down, forming a large circle. Spike liked to call it the Twilight Zone.

Spike furrowed his scaly brow and clapped his claws together. "That's it!" He sprang up and knocked several titles from the shelf. A moment later, he appeared in the pile of fallen books clutching one with a familiar blue-and-yellow cover. Twilight recognized it immediately as *Daring Do and the Trek to the Terrifying Tower*. She had already read all the books in the series about the fearless pony adventurer at least three times. Twilight cocked her head to the side. "I don't get it, Spike. What's Daring Do got to 'do' with it?"

"Well, you know how Daring has to rescue a pony who's been locked in a tower surrounded by a moat filled with sharp-toothed piranhas?"

"Yeah . . . so?"

"And you know how she has to dive into the water in order to get to the tower even though fish are secretly her biggest fear?"

"Spike! Spit it out, already!" Twilight exclaimed. "Do you have an idea on how to help me or not?" She was beginning to look a bit stressed. Her mane had gone frizzy and one of her eyes was twitching ever so slightly. Twilight took her responsibilities very seriously —sometimes too seriously.

"Well, basically Daring Do wants to overcome her fears once and for all. So she asks some older ex-adventurer ponies, like Professor A. B. Ravenhoof, for tips on how to do it!" Spike spread his short arms wide in triumph.

Aha! It was so obvious to Twilight now. She needed guidance. *Real* guidance from somepony who had been around the stable block a few times. "Why didn't I think of that?" Twilight's face lit up, thinking of all the ponies she could interview. "Good work, Spike! It's perfect." Spike blushed. He loved nothing more than to be a good assistant to his best friend. But he could hardly say "You're welcome!" before Twilight Sparkle was out the door to find out about the great leaders of Equestria—straight from the horses' mouths.



Make Your Mark

Special activity section in each chapter book!

When ponies discover what makes them special, they earn their unique cutie mark! What sorts of things do you like to do that make you feel special? What do your friends like to do? List them below and design your own cutie marks!

Name	Hobbies	Favorite Colors	Cutie Mark
Twilight Sparkle	Magic, reading, stargazing	Purple, pink	
Fluttershy	Caring for animals	Pink, yellow	
_____ *(write your name here)*			
_____ *(insert your friend's name)*			
_____ *(insert your friend's name)*			