

This "full-episode" sample is based upon the popular anime series RWBY created by Monty Oum and would chronologically take place toward the latter end of the show, long after the current storyline. The sequence takes place in Salem's Domain, a dark and scary place that the main characters, which include RUBY, BLAKE, YANG, and WEISS, march upon in order to face the series' villain, SALEM. It sees an epic battle between the protagonists of the series and CINDER, one of the antagonists, along with her army of monsters. This sees them trying to make a trade to get WEISS' father, JACQUES, back from Cinder in exchange for one of her people, EMERALD. Instead of making the trade, CINDER does the unthinkable and an all-out battle ensues. The action sequence is loosely based upon The Battle of Teutoburg Forest, which led to one of the greatest losses of life during the Roman Empire. It was a blast to craft an exciting episode in conjunction with a real historic battle. We hope you enjoy this sample and find the action planning of particular enjoyment.

RWBY, EPISODE

"And Then There Were Three"

Written by

The Benoit Brothers

Based on

Rooster Teeth's RWBY series

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FADE IN:

EXT. FIELD IN SALEM'S DOMAIN - DAY

We see the rough gravel, shaded a light purple by the eerie sky. The dark crystals jutting out of the ground shine brightly from the broken MOON above.

A chilling silence. Only minor wind is audible.

Crescendo into the sounds of feet running, gunfire and swords clashing, and indiscernible screams. Roars of Grimm mix into the chaotic noise. Then the sounds cease as we...

CUT TO:

A close up of BLAKE BELLADONA, appearing worn. She wears a patch over her right eye, but unable to cover the vicious scars around it. She wears a black scarf around her neck. Her hair blows in the wind.

CUT TO:

We see the backs of BLAKE, along with all of TEAM RWBY. Near them are TAIYANG XIAO LONG, OSCAR PINE, and all of the "TEAMS" from BEACON as backup.

In front them is EMERALD SUSTRAI and NEOPOLITAN with a substantial group of bandits. Hands tied behind their backs. QROW BRANWEN stands next to them. Dead GRIMM littered about on the battlefield. EMERALD for the first time appears in serious distress and supports cuts all over.

QROW (TO RUBY)

Finally, one for the home team. Eh, kid?

We see the TEAMS all lined up behind RUBY ROSE. Behind everyone are a thousand or more FAUNUS, BEACON and MISTRAL WARRIORS rallied to fight with them.

OPENING CREDITS.

EXT. CAMP IN SALEM'S DOMAIN - DAY

A shredded umbrella, pink and ivory, with a specially made embroidery lies on the ground. The heterochromatic eyes of NEOPOLITAN stare forward. RUBY looks at her with silver eyes. YANG XIAO LONG stands with her.

RUBY
It's been a long time.

NEOPOLITAN remains silent, unemotionally looking at RUBY with a strange interest.

EMERALD
Maybe for her.

YANG
She wasn't talking to you.

EMERALD (TO YANG)
And I wasn't talking to you.
(BEAT)
Maiden.

YANG
That has nothing to do with this.

EMERALD
That has everything to do with this.

RUBY interrupts YANG and EMERALD. WEISS SCHNEE stands alongside BLAKE and YANG.

RUBY
For Salem, maybe. We just want Jacques back.

WEISS steps forward and leans down to meet EMERALD'S gaze.

WEISS
It's not too late to make things right. The Faunus didn't want to be a part of the battle between humans and Grimm, but Adam gave them no choice. Salem gave them no choice.

EMERALD
We all have a choice. I made mine to survive and you made yours for the same reason.

NEOPOLITAN
Just like you made the choice to kill my master.

RUBY looks at NEOPOLITAN who gives a smirk.

RUBY

That's what Salem wants you think.
I never touched Roman, he was eaten
by Grimm.

(BEAT)

The very creatures your leader
controls.

NEOPOLITAN'S smirk quickly turns to anger.

NEOPOLITAN

You're lying.

RUBY

What reason do I have?

(BEAT)

I didn't want to kill Torchwick, I
only wanted him to answer for what
he did.

(BEAT)

To the authorities.

NEOPOLITAN continues to be silent.

RUBY (CONT'D)

I'm sorry he died, but you know who
caused it.

NEOPOLITAN looks at RUBY. She is clearly in disbelief, but
with an expression of acceptance.

EMERALD

She won't believe you.

RUBY

She'll believe what she wants to. I
can't decide that and neither can
you.

NEOPOLITAN stands up slowly. QROW places his hand on his
weapon.

NEOPOLITAN

Give me a reason. Give me something
to fight for.

EMERALD looks at her with shock.

RUBY

You're just as tired as we are of
losing people we care about.
Neither of us wanted this. We fight
so one day we don't have to.

NEOPOLITAN

If I join you, promise me that I'll
be the one to take Salem down.

RUBY

I can't promise you that. No one
can. But I can promise you that she
will pay for what she's done.

(BEAT)

We'll all have justice.

NEOPOLITAN walks over to RUBY, her hands still tied behind
her back. She stops in front of her.

NEOPOLITAN

I will fight for you.

(BEAT)

For Torchwick.

BLAKE steps forward to speak up.

BLAKE

You're going to forgive her after
what she did?

RUBY

We all need to learn to forgive.
But we won't forget. The living
need to stand together, otherwise
what do we have left?

BLAKE hesitantly goes quiet.

EMERALD stares at RUBY and NEPOLITAN. Suddenly there is
shouting from beyond the crowd, people move out of the way.

GIRL (SCREAMS)

Where is she?!

CIEL SOLEIL pushes through to find EMERALD on her knees, tied
up on the ground. She rushes forward to hit EMERALD, but YANG
grabs her.

CIEL (SCREAMS)

You killed my friend! You killed
Penny!

EMERALD smiles at CIEL. YANG and BLAKE restrain her and stop
her from trying to kill EMERALD. NEOPOLITAN continues to
stare at everyone.

YANG

Stop Ciel. I know what this means
to you.

(MORE)

YANG (CONT'D)

(BEAT)

But we need her alive.

CIEL (SCREAMS)

Why?! She doesn't deserve to live
after what she did!

RUBY (SHOUTS)

We need her!

CIEL

For Jacques?

(BEAT)

He's not worth it. I know what he
was like. How he treated Ironwood.
Let him die.

WEISS

My father is a cruel man and I know
what he did.

(BEAT)

But he's still my father. So put
away your emotions and think about
your actions.

CIEL falls to her knees.

CIEL

I just want Penny back.

(BEAT)

I never showed her how much I care.
I may have been taking orders when
I spent time with her, but she was
my friend.

(BEAT)

She was my friend.

CIEL begins to cry. RUBY watches and then turns to look at
the soldiers standing with them.

RUBY

Take her away.

A few FAUNUS and REMNANT WARRIORS grab EMERALD and take her
toward the camp.

RUBY turns around and looks at all the others with her.

RUBY (CONT'D)

Tomorrow we move toward Cinder.
Whatever happens, we need to be
ready. If you're not, then do what
you need to do in order to be.

She starts to walk past everyone toward the camp settlements.

WEISS

Do you think Cinder will really
just hand him over?

RUBY walks past WEISS as everyone begins to follow.

RUBY

If she wants her friend back, then
she's gonna have to.

CUT TO:

INT. CAMP TENT IN SALEM'S DOMAIN - NIGHT

JAUNE ARC sits alone in his tent by candlelight on his bed.
Beside his bed is his golden sword and shield, shining dimly
from the light. A sparkle shimmers quickly before fading.

He looks down at a letter. It is from his sisters back home.
He smiles looking at it.

NEOPOLITAN

You have a cute smile.

JAUNE jumps in shock and sits up.

JAUNE

Wh-What are you doing here?

NEOPOLITAN

I came here to see you.

JAUNE looks at her with a fear-like confusion.

JAUNE

Why?

NEOPOLITAN

My eyes let me see things others
can't. I've seen the loss you've
endured.

JAUNE

You don't know half of what I've
endured.

NEOPOLITAN

I understand that you've lost
someone precious to you. I saw what
Cinder did.

(BEAT)

I'm sorry.

JAUNE

What do you know about loss?

NEOPOLITAN moves toward JAUNE and sits on the bed near him. She looks over at him.

NEOPOLITAN

The man I lost. I loved him more than anyone knows. People have their own views of him, what people say they're supposed to know. But the man I knew is one they'll never have a fraction of understanding.

JAUNE

But he did terrible things.

NEOPOLITAN

I can't change that. I also can't change what I've done. But I can try to atone. Take that loss and make something better from it. The same way you have.

NEOPOLITAN looks down at the armor. JAUNE looks down as well. Sadness grows in his eyes while looking at it.

NEOPOLITAN (CONT'D)

Don't be sad. Smile like you were at that letter.

JAUNE puts the letter away in his pocket. He looks back up to see PYRRHA NIKOS sitting on the bed where NEOPOLITAN was.

JAUNE'S eyes widen and tears begin to well in them. His hand reaches out to touch her face, he leans in to get close to her.

Suddenly, PYRRHA shatters and falls away. NEOPOLITAN'S illusion wall having fallen, leaving the two extremely close.

JAUNE leans back, moving away from her.

NEOPOLITAN (CONT'D)

It's a shame you're still in love with her. But I understand why.

NEOPOLITAN stands up and walks over to leave the tent. She turns to look at JAUNE who stares back at her.

NEOPOLITAN (CONT'D)

Don't forget how that loss feels. That way you remember how important they were in the first place.

NEOPOLITAN walks out into the dark of the night. JAUNE sits alone again. He looks over at the candle on the desk as it illuminates his face, tears still in his eyes.

CUT TO:

EXT. FOREST IN SALEM'S DOMAIN - DAY

RUBY stands sternly at the top of a slowly progressing hill. Trees are visible on the uphill area to the right and a massive lake to the left down the incline. Along with her are her teammates (except for YANG, REN and NORA), as well as the other BEACON TEAMS. EMERALD is tied up but standing along with them, cloth is in her mouth to stop her from talking.

Across from them are CINDER and MERCURY. CINDER FALL is now HALF-GRIMM. Her arm is now completely black and half of her chest.

MERCURY BLACK holds JACQUES SCHNEE by the arm. He looks distraught and his clothes are dirty. Behind them is a near-endless line of GRIMM going down the hill and out of sight.

CINDER

It seems you children came unprepared, as expected.

RUBY

We didn't come here to fight Cinder. We came here to talk.

CINDER

What is there to talk about?

RUBY

To trade.
(BEAT)
Emerald for Jacques.

CINDER

Why would I do that?

RUBY

Because we don't have to fight, not today. All we have to do is trade and walk away.

CINDER

And Neo? She was with her.

RUBY

She got away. We're not sure where she went.

CINDER

I always forget how good children are at lying. Look, I honestly don't care what you did with her. Kill her for all I care. I've been waiting for this moment for a long time.

RUBY

Why?

CINDER

You took something from me that day in Beacon.

CINDER moves her hand to her hair and pulls it back to reveal her face.

CINDER (SCREAMS) (CONT'D)

YOU TOOK MY EYE YOU BITCH!

The left side of her face is scorched black and a RED GRIMM eye is now in place of what used to be her normal eye.

There is a silence as CINDER lowers her hair and reclaims her cool.

RUBY (SHOUTS)

What about Pyrrha and Penny?! What about my friends?! You took from me! From all of the people here with me!

CINDER stares at RUBY.

RUBY (CONT'D)

We've both taken things from each other. Let it end.

(BEAT)

Let it end.

CINDER looks back at MERCURY. She motions him and he brings JACQUES over to her.

CINDER

Fine, I'll humor you.

(BEAT)

Jacques, do you have anything to say to these kids?

JACQUES swallows, reluctant to speak.

CINDER (CONT'D)

Go ahead.
(BEAT)
Or should I tell them?

JACQUES

I've been... I've been supplying them
with Dust. For... For years.

EVERYONE on RUBY'S side looks in shock.

WEISS steps forward in front of RUBY to look at her father.

WEISS

How could you? After everything
they've done. Everything they've
accomplished. It's your fault, my
fault.

JACQUES

I had to. For our family. We
wouldn't have survived. The economy
of Atlas and peace needed to be
kept.

WEISS (SHOUTS)

But at what cost?!

JACQUES

Weiss.
(BEAT)
I'm sorry.
(BEAT)
I know I can't make up for what
I've done. I know I need to answer
that. But I can start with this.

CINDER

Your old man is a fool. Thinking
that saying I'm sorry is going to
make anything better. He was never
my prisoner.

JACQUES

Weiss. I'm sorry for how I've
treated you. And your mother. I did
it to protect you.

WEISS moves forward slightly in anger before stopping.

WEISS (SHOUTS)

Protect me from what?!

JACQUES

The Maiden's power. When your mother died, I didn't want that responsibility to go to you. That would've put a target on your back.

CINDER looks over at JACQUES, again with anger.

CINDER (SHOUTS STERNLY)

You.

(BEAT)

What have you done?!

WEISS

Just give me my father back. You don't need him anymore.

CINDER

That's where you're wrong Fräulein. I need him for one more thing.

JACQUES looks at WEISS.

CINDER creates a blade in her hand and jabs it into JACQUES' stomach. His eyes widen with pain.

WEISS (SCREAMS)

NOOOOO!!

WEISS runs backwards in fear as she begins firing dust from her sword.

CINDER pulls the blade across his stomach area and pulls it out. JACQUES falls to the ground. DEAD.

RUBY and everyone else continue to run away along the path with WEISS. They move up the hill behind them. EMERALD is left behind on the ground, still tied up. CINDER moves her hand forward.

CINDER (SHOUTS)

ATTACK!

GRIMM start to run past her and MERCURY. CINDER walks forward calmly through the massive GRIMM army flying past her. She smiles before stopping. Her smile fades. She hears a soft rumble in the distance up the wooded hills to her left. Screams become audible, massive in number.

Then, out from the woods, pour thousands of BEACON and MISTRAL warriors. They all scream, weapons in hand as they run forward. They crash into the massive line of GRIMM. In the tree line, many WARRIORS fire arrows ahead of them into the GRIMM.

NEOPOLITAN and YANG run through the crowd and leap over everyone. They land behind CINDER and MERCURY, right next to EMERALD. MERCURY force punches air toward EMERALD, who turns to have her binds face the force. The rope slices clean and she joins MERCURY'S side, ready to fight. NEOPOLITAN and YANG look at each other. Nodding before readying to fight. CINDER looks back at them before running up the hill after the BEACON STUDENTS.

CUT TO:

EXT. VALLEY IN SALEM'S DOMAIN - DAY

RUBY along with all the other students exit the tree line and into a massive open valley. They run toward a massive wooden wall blocking the path. Stopping distantly below it, they turn to face the way they came.

Everything is quiet. After a few moments, the silence turns into the thunder of an army coming into the valley.

CINDER leaps out from the trees and into the open area of the valley in front of the STUDENT TEAMS. GRIMM pour in from behind her as she smiles.

CINDER (SHOUTS) (CONT'D)
You're cornered now!!

GRIMM pour in from behind her. They move like a wave of darkness across the valley toward them and past CINDER. RUBY looks out toward both sides of the valley. Then she looks out at CINDER.

RUBY (SHOUTS)
Now!!!

FAUNUS rise up at the top of the wooden wall with readied bows, prepared to fire. LIE REN and NORA VALKYRIE stand there among the FAUNUS. REN raises his hand.

REN (SHOUTS)
Loose!!

The arrows fire out. Tracking the arrows we hear nothing but wind. Then fall through the air and down onto the GRIMM.

In sync, FAUNUS run down from both sides of the valley. On the left side, QROW leads the charge. On the right side is OSCAR. He screams with his staff up in arms.

RUBY and the STUDENT TEAMS run forward toward the GRIMM.

The FAUNUS slam into the GRIMM from both sides.

CUT BACK TO:

EXT. FOREST IN SALEM'S DOMAIN - DAY

NEOPOLITAN and YANG stand next to each other. MERCURY and EMERALD stand across from them. GRIMM fight with the BEACON and MISTRAL WARRIORS in the background. A GRIMM leaps out from the battle and at YANG, who punches it at MERCURY. He kicks it out of the way and starts to run at YANG.

EMERALD readies her REVOLVER-SICKLES. NEOPOLITAN starts to walk forward, pulling out her signature umbrella.

MERCURY leaps into the air and lunge kicks at YANG. She catches his foot and slings him into the gravel.

MERCURY slides a distance away. He stands up and looks at her with anger. He starts to run at her again, using the bullets in his boot to speed up. Then he slide kicks at her legs, but YANG uses the bullets on her arm to launch herself up in the air. MERCURY stops and boosts himself up after her.

CUT TO:

NEOPOLITAN stops walking and EMERALD stands still smiling. GRIMM come out from behind her and leap at NEOPOLITAN. NEOPOLITAN stands still as the GRIMM aim to tear her apart. Only the GRIMM phase through her. NEOPOLITAN then continues to walk forward again toward EMERALD.

EMERALD brings up her REVOLVER-SICKLES and fires at NEOPOLITAN. She shoots NEOPOLITAN, but her image shatters into nothing.

EMERALD stands with her guns drawn, smoke blowing from them. NEOPOLITAN stands behind her. EMERALD turns to look as NEOPOLITAN swings her umbrella down.

CUT TO:

EXT. ABOVE VALLEY WALL IN SALEM'S DOMAIN - DAY

Arial view from the tail of a massive FLYING GRIMM. We see the ensuing chaotic battle below. The wings flap as the GRIMM flies.

On top of the FLYING GRIMM, TYRIAN CALLOWS rides with his tail now fully reformed. He pushes forward and the FLYING GRIMM dips to dive toward the battle below.

Once he nears the ground, he has the GRIMM'S wing sweep through a chunk of the forces fighting.

It takes out a great deal of WARRIORS and GRIMM. TYRIAN laughs with pleasure as he sees the damage. He levels back out and flies toward the wall ahead.

EXT. VALLEY WALL IN SALEM'S DOMAIN - DAY

REN and NORA stare at the FLYING GRIMM in the distance flying toward them. The FAUNUS ARCHERS ready their arrows.

REN (TO FAUNUS) (SHOUTS)
 AIM TRUE! DON'T LET YOUR ARROWS
 FALL INTO THE FIELD! WE CAN'T
 AFFORD TO HURT OUR OWN!
 (BEAT)
 ON MY MARK!

NORA looks at REN, with a sense of pride in how much he's grown.

REN aims his STORMFLOWER guns at the FLYING GRIMM. NORA readies her MAGNHILD hammer.

TYRIAN and the FLYING GRIMM get within 1000 feet of the wall.

REN (SHOUTS) (CONT'D)
 LOOSE!!

The FAUNUS fire their arrows carefully at the FLYING GRIMM, all of them landing. REN fires at the GRIMM as it inches closer. One of his bullets hits the FLYING GRIMM in the right eye. It howls in pain and turns to the right, away from the wall.

NORA presses a button that gives her a massive electric shock. Then she flips her hammer around and places a foot on the head of MAGNHILD. REN grabs onto NORA around her waist. NORA pulls on the handle, firing a blast from the head of her weapon and launching them into the air together toward the FLYING GRIMM.

CUT TO:

EXT. ABOVE VALLEY WALL IN SALEM'S DOMAIN - DAY

NORA and REN land on top of the FLYING GRIMM. TYRIAN leaps from the reins of the FLYING GRIMM and onto the back of the beast. TYRIAN lands on all fours, his tail whipping around behind him.

CUT TO:

EXT. VALLEY IN SALEM'S DOMAIN - DAY

RUBY looks up at the FLYING GRIMM. She sees REN and NORA land on top it. The sound of the fighting and weapons clashing around her.

CINDER (O.S.) (SCREAMS)
SILVER EYES!

RUBY looks over at CINDER, whose eyes have flames coming out from both sides.

RUBY (SHOUTS)
THIS DIDN'T NEED TO HAPPEN!

CINDER (SCREAMS)
LIAR!

CINDER creates her SCIMITAR blade into her hand, blaring with a flaming glow. RUBY pulls out her CRESCENT ROSE, it rotates in her hands until it fully extends and slams into the ground.

CINDER zooms at RUBY, a trail of red flames scorching the earth behind her. RUBY blocks CINDER'S first swing. The two continue to clash with each other, faster and faster. An explosion of grey and red blast off with each strike.

CUT TO:

BLAKE and WEISS fight, slicing away GRIMM. They see the distant explosions between RUBY and CINDER.

WEISS (SHOUTS)
We need to go help Ruby!

BLAKE looks at WEISS.

BLAKE (SHOUTS)
Go to her! I'll be there when I can!

WEISS nods and leaps away into the distance. BLAKE continues to slice another GRIMM.

CUT TO:

RUBY and CINDER fly away from each other and land amidst the fighting. CRESCENT ROSE flies out into the distance. RUBY lands, now weaponless. CINDER laughs.

CINDER turns her SCIMITAR into a BOW AND ARROW. CINDER fires an arrow at RUBY. As it soars at her, WEISS comes into the air and slashes it away and lands in-between RUBY and CINDER.

WEISS' EYES begin to glow an icy BLUE. CINDER turns her BOW AND ARROW into a DOUBLE-ENDED SPEAR. She looks on with a smile.

CUT BACK TO:

EXT. FOREST IN SALEM'S DOMAIN - AFTERNOON

NEOPOLITAN swings her umbrella, hitting EMERALD in the head. EMERALD flies into a tree and hits the ground in pain. NEOPOLITAN leaps at EMERALD, who shoots at NEOPOLITAN. She opens her umbrella, propelling the bullets out of the way and taking out numerous GRIMM around them.

EMERALD stands up and her REVOLVER-SICKLES transform into KUSARIGAMA. The chains extend out onto the ground, with sharp blades attached onto the ends. EMERALD begins to swing at NEOPOLITAN who uses her UMBRELLA to knock them out of the way. EMERALD leaps into the air and double swings them down at NEOPOLITAN.

NEOPOLITAN shatters away and appears above EMERALD. She goes to hit EMERALD again, only to see EMERALD disappear into thin air. NEOPOLITAN lands and looks around. EMERALD'S chain hooks around NEOPOLITAN'S foot from behind and pulls out up into the air, before throwing her to the ground.

CUT TO:

YANG and MERCURY fight in mid-air. The two of them punch and kick at each other, bursts of air seen with each hit of contact. MERCURY kicks at YANG, who catches his foot. Then he brings his other foot up and kicks her in the face, throwing her down into the diminishing crowd of GRIMM.

YANG stands up as MERCURY lands in front of her. YANG'S eyes craft a YELLOW GLOW from the fringe of her forehead. MERCURY'S eyes widen with shock. YANG nods at his reaction.

YANG leaps at him, with a YELLOW explosion of power and double kicks MERCURY with such a force that he is unable to stop her. MERCURY painfully slides through the ground and eliminates a massive amount of GRIMM in the process. YANG lands in front of him as he struggles to move, writhing in anguish.

YANG (SCREAMS)
THIS IS FOR PENNY!

YANG comes down with her leg and shatters his metallic left leg.

YANG (SCREAMS) (CONT'D)
AND THIS IS FOR BEACON!

YANG comes down on the other with a powerful and devastating punch that shatters the other leg, leaving him incapacitated. MERCURY shouts.

CUT TO:

EMERALD stops fighting and looks over to see YANG standing over MERCURY, his legs shattered. NEPOLITAN stands up by leaning on her UMBRELLA.

She sees YANG punch him in the face, knocking him out.

EMERALD (SCREAMS)

NOO!!!

CUT BACK TO:

EXT. ABOVE VALLEY IN SALEM'S DOMAIN - AFTERNOON

TYRIAN lunges at REN, who fires off a few shots. TYRIAN dodges the bullets and performs a one-two kick, to which REN confidently blocks. His tail, then swipes to cut REN.

NORA fires off a shot from her MAGNHILD LAUNCHER. It hits TYRIAN'S tail and moves him back, away from REN.

REN and NORA run at TYRIAN. REN slices at TYRIAN, who begins to counter one of his attacks. NORA blasts herself up into the air and back down to swing at TRYIAN. He moves out of the way and she comes down with her hammer onto the back of the FLYING GRIMM'S spine. The FLYING GRIMM screams in pain. TYRIAN looks at her angrily.

TYRIAN kicks REN away, nearly knocking him off of the FLYING GRIMM. He catches himself on the wing with the sharp blades of his STORMFLOWER guns.

NORA struggles to keep TYRIAN back.

REN uses his AURA to force-push himself up onto the back of the FLYING GRIMM. He appears winded briefly from his AURA USAGE.

NORA uses her MAGNHILD HAMMER to block his kicks and tail. REN runs up and tackles TYRION away from NORA.

TYRIAN quickly recovers and fires bullets out of his wrist blades as he jumps in midair. NORA and REN easily knock them out of the way.

As he lands, he continues to fire as he kicks at the two on opposite sides of him. NORA gets tripped up and falls on her back. TYRIAN uses his tail to try and stab her. She rolls quickly out of the way and he stabs the FLYING GRIMM.

TYRIAN realizes what he's done and tries to pull his tail out from the FLYING GRIMM'S back. REN kicks the tail further into the beast, rendering him unable to get free.

NORA (SHOUTS)
Look who's laughing now!

TYRIAN (SHOUTS)
You won't win. Salem won't let you!

NORA and REN walk up to the front of the FLYING GRIMM.

TYRIAN (SCREAMS) (CONT'D)
What're you doing?!

TYRIAN continues to struggle to get free.

REN grabs onto NORA as they launch up into the air. REN lets go and flies out into the air. TYRIAN can only watch as NORA prepares to swing down with her MAGNHILDR HAMMER, with all its electric might at the FLYING GRIMM. She hits the head of the beast and it begins to free fall into the side of the valley.

NORA grabs REN from the air as they soar away toward the wall.

TYRIAN screams in horror as his tail remains stuck in the scales of the FLYING GRIMM. It free falls into the ground, crushing and killing him underneath.

CUT BACK TO:

EXT. FOREST IN SALEM'S DOMAIN - AFTERNOON

EMERALD takes a step forward before she is interrupted.

NEOPOLITAN (SHOUTS)
Stop!

EMERALD stops and looks out at YANG, who stands above an unconscious MERCURY.

NEOPOLITAN (SHOUTS) (CONT'D)
Look around you! It's over.

EMERALD looks to her left and right. Around her are BEACON and MISTRAL WARRIORS, finishing off the last of the GRIMM.

NEOPOLITAN (CONT'D)
There's no need for anyone else to die here today.

EMERALD falls to her knees in tears.

YANG drags MERCURY over to where NEOPOLITAN and EMERALD are. She drops MERCURY in front of EMERALD.

EMERALD moves to comfort MERCURY.

YANG
I think we've all lost enough.

EMERALD looks up at YANG.

YANG (CONT'D)
Haven't we?

EMERALD looks down at MERCURY. She sees his shattered legs and his bruised face. He turns into a shadow of herself, hungry and alone. In the blink of an eye, she sees MERCURY again. EMERALD looks back at YANG, tears in her eyes.

CUT BACK TO:

EXT. VALLEY IN SALEM'S DOMAIN - LATE AFTERNOON

CINDER twists the DOUBLE-EDGED SPEAR in her hands as she walks forward. RUBY and WEISS both leap at her from opposite sides. WEISS blocks the attacks from the SPEAR with her MYRTENASTER RAPIER and RUBY uses hand-to-hand combat to get quick jabs into her torso.

A radiant blast of energy comes from CINDER as she screams in anger. This sends WEISS and RUBY back, both landing on their feet.

BLAKE flies through the air, past the thinning crowds of GRIMM. She kicks CINDER in the face and sends her into one of the GRIMM nearby. She gets up with rage and kills the GRIMM that stopped her.

BLAKE, RUBY and WEISS stand at the ready before her.

CINDER looks around her. She sees QROW, OSCAR, JAUNE, and other BEACON STUDENTS cut down the few final GRIMM around them.

The FAUNUS ARMY and BEACON STUDENTS surround the four of them. No more GRIMM remaining.

To the left, the FAUNUS ARMY makes way for YANG and NEOPOLITAN. Next to them is EMERALD, who carries MERCURY in her arms. His legs are shattered, with a few metal pieces hanging from them.

CINDER continues to look around her, attempting to find a way out.

WEISS

There's nobody left but you. Throw
down your weapon.

EMERALD

Cinder. It's over.

CINDER (SCREAMS)

IT'S NOT OVER UNTIL I SAY IT IS!

There's nothing but silence after she shouts.

WEISS

Give up. You don't need to die for
nothing.

NEOPOLITAN

What else is left? Salem will think
you're a failure. Think for
yourself. What good will any more
fighting do?

CINDER

A lot more than nothing.

CINDER leaps back to try and escape over the army. BLAKE
sends the GAMBOL SHROUD out at her as it transforms into a
KUSARIGAMA. The end of the blade slides into CINDER'S back
and BLAKE pulls her down. She lands on the ground in front of
RUBY, WEISS, and BLAKE.

CINDER wheezes in agony. BLAKE walks up to her.

BLAKE

It didn't have to be this way.

CINDER looks up at BLAKE, struggling to breathe. CINDER
speaks, sounding as if a lung has collapsed.

CINDER

It always did.

(BEAT)

After everything I've done.

(BEAT)

I don't get to just walk away.

CINDER falls forward, BLAKE catching her before she falls.

BLAKE leans CINDER back to look at her. The flames are still
visible near CINDER'S eyes.

BLAKE

I forgive you.

JAUNE walks forward. CEIL watches with frustration and hesitates to say something. He gets down on a knee and CINDER looks at him. She looks around as she sees everyone get down with him on one knee.

JAUNE
I forgive you.

CINDER'S eyes widen. She begins to cry through her pain. Then she looks in BLAKE'S eyes and gives her a look of acceptance. Then the life in her eye's fade, as do the flames of the FALL MAIDEN.

Light comes out of CINDER and into the sky. It stops. Then it rushes back down and into BLAKE, illuminating her body. She looks up at JAUNE as flames appear in her eyes.

CRESCENT ROSE sticks out of the gravel.

The entire army is still on one knee. Silence resounds throughout the valley. CINDER'S body lies on the ground, her eyes closed. Finally at peace.

FADE TO BLACK:

CREDITS.