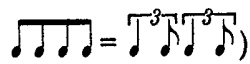


# The Way You Look Tonight

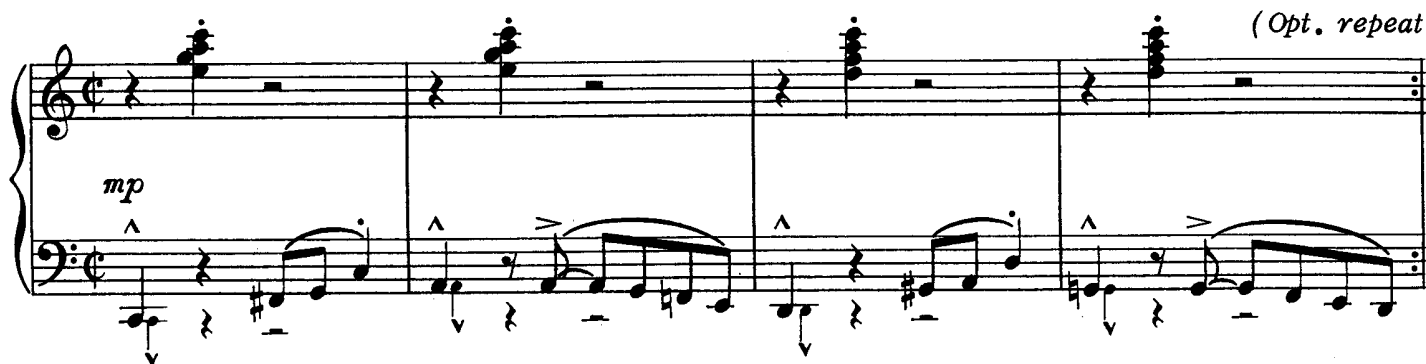
from *Swing Time*

Reading or singing the lyrics that Dorothy Fields wrote for Jerome Kern's lovely, lilting melody "The Way You Look Tonight," one would never guess that they are ironic "Oh, but you're lovely," Fred Astaire sang to Ginger Rogers in *Swing Time*. "Never, never change . . . keep that breathless charm . . . just the way you look tonight." The way Ginger looked at the moment was awful—or, at least Hollywood's version of awful: She was in the midst of shampooing her hair. Out of the film, this song (which won an Academy Award in 1936) has always been treated as a charming love song—which, of course, it is. But it just shows how deceptive words, particularly endearing words can be when they are taken out of context.

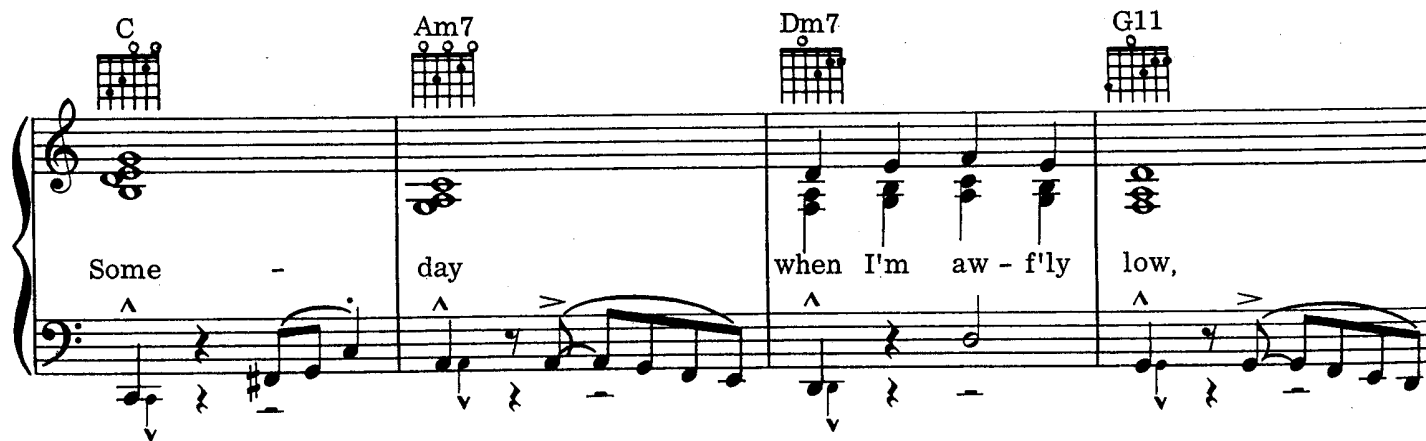
Words by Dorothy Fields Music by Jerome Kern

Moderate swing feeling (  )

(Opt. repeat

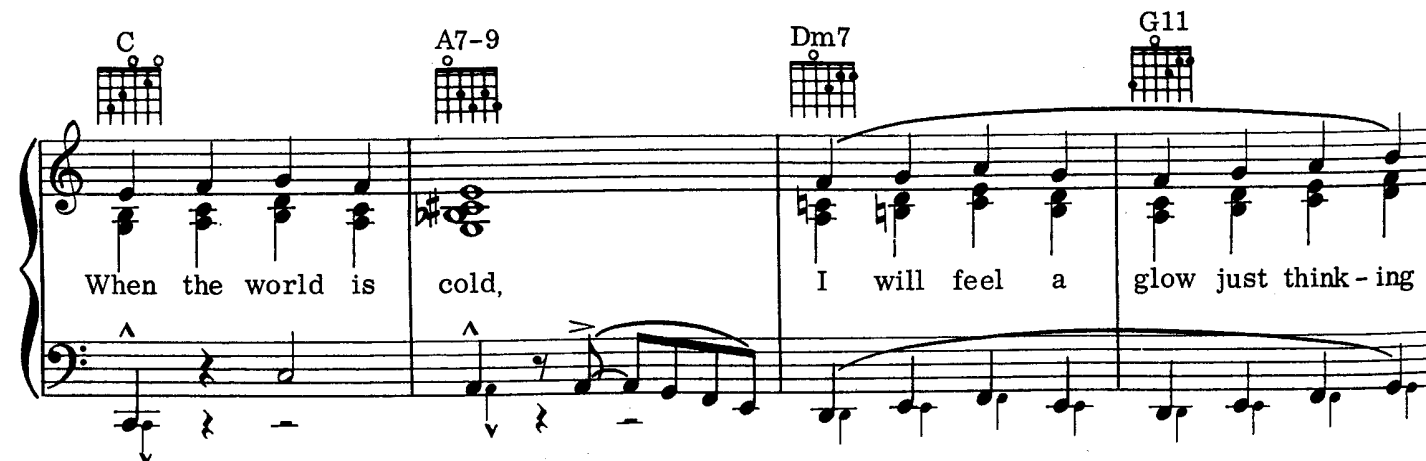


C Am7 Dm7 G11



Some - day when I'm aw - f'ly low,

C A7-9 Dm7 G11



When the world is cold, I will feel a glow just think - ing

C11



C7-5



F6



G7



of you And the way you look to -

C



Am7



Dm7



G7



C



Am7



Dm7



G7



night. Oh, but you're

C



Am7



Dm7



love ly, With your smile so

G11



C



A7-9



warm And your cheek so soft,

Dm7 G11 C11

There is noth - ing for me but to love

C7-5 F6 Bbaug11 G7 C Am7

you, Just the way you look to - night.

Dm7 G7 C Am7 Fm9 Bb9 Ebmaj7

With each

Edim Fm9 Bb9

word your ten - der - ness grows,

Eb/Gbass 3 fr.      F#dim 5 fr.      Fm7      Bb9

Tear - ing my fear a - part,

Ebmaj7      Edim      Fm7      Bb9      E7+9

And that laugh that wrin - kles your nose

Ebmaj7      Ab7-5 3 fr.      Dbaug11      G7

Touch - es my fool - ish heart.

C      Am7      Dm7      G11

Love - ly, nev - er, nev - er change;

C Bb9 A7-9 Dm7 G11

Keep that breath-less charm; Won't you please ar - range it, 'Cause I

C11 C7-5 F6 G7

love you, Just the way you look to -

C Am7 Dm7 G7 C Am7 Dm7 G7

night, mm\_ mm\_ mm\_ mm\_

F6 G7 C

Just the way you look to - night.  
*very freely* *in tempo*