The Way You Look Tonight
from Swing Time

Moderate swing feeling (Opt. repeat)

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

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And the way you look to —

Of you

night.

Oh, but you're

love — ly,

With your smile so

warm

And your cheek so soft.
There is nothing for me but to love you,
Just the way you look tonight.

With each word your tenderness grows,
Tearing my fear apart.

And that laugh that wrinkles your nose.

Touches my foolish heart.

Love, never, never change;
Keep that breath-less charm;
Won't you please ar-
range it, 'Cause I

love you,
Just the way you look to-
night, mm mm mm mm

Just the way you look to-
very freely

in tempo