

Where or When

Words & Music by Lorenz Hart and Richard Rodgers © 1937 all rights reserved

C *C6* *Cmaj7*
It seems we stood and talked like this before.

F
We looked at each other in the same way then;

But I can't remember where or when.

C *C6* *Cmaj7*
The clothes you're wearing are the clothes you wore.

F
The smile you are smiling you were smiling then;

But I can't remember where or when.

BRIDGE

A^m *F* *E⁺* *E⁷* *A^m*
Some things that happen for the first time;

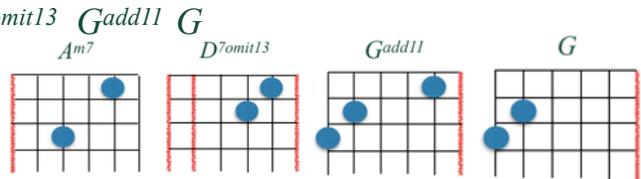
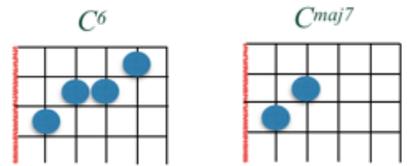
A^m *F* *D^{m7/A}* *G^{add11}* *G*
Seem to be happening again.

C *C6* *Cmaj7* *C⁺*
And so it seems that we have met before;

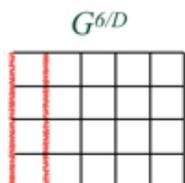
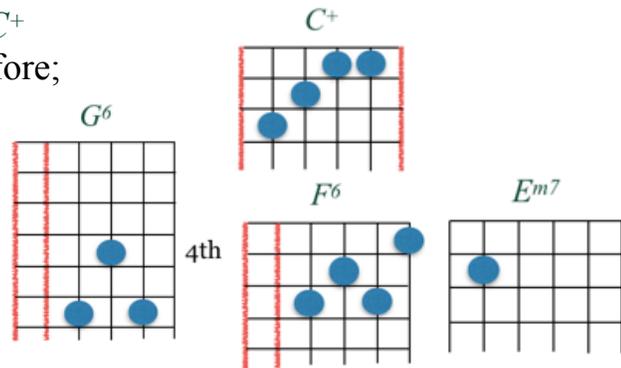
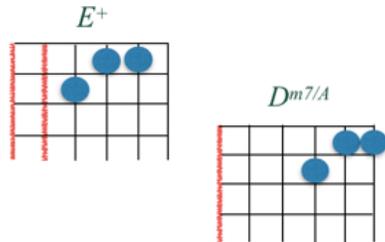
D^m *G6*
And laughed before;

F6 *E^{m7}*
And loved before;

F *G^{6/D}* *G* *C*
But who knows where or when.



Play not upon the
reddened strings.



History

TIME magazine asked their panel of critics to pick the 100 most extraordinary recorded song, those of enduring beauty, power and inventiveness in the English-language since TIME launched their magazine in 1923. “**Where or When**” is on that list.

Richard Corliss writes: It was a show about kids who had no more burning desire than to put on a show in a barn, and it stocked its cast with some splendid young comers: Alfred Drake, Dan Dailey and the Nicholas Brothers. Yet *Babes in Arms*, the 1937 Broadway hit with book and songs by Richard Rodgers and Lorenz Hart, boasted some of the team’s most mature musical settings: the brassy “The Lady Is a Tramp,” the poignant “My Funny Valentine” and this ballad, the all-time déjà vu song, “**Where or When**”.

Originally performed by Mitzi Green and Ray Heatherton, it became a No. 1 song for the Hal Kemp Orchestra in 1937 and was covered by everyone from Duke Ellington to Dave Brubeck, from Dion and the Belmonts (No. 3 on the *Billboard* chart in 1960) to Rod Stewart. And of course the Peggy Lee version that was delivered to the public on Christmas Eve 1941, barely two weeks after America entered the Second World War. It spoke directly to the quavering uncertainty of that historical moment and remains, the most poignant jazz record ever made.



At the 1999 Encores! revival of *Babes in Arms*, when the orchestra struck up the tune before the second act, the audience of 2,500 instantly started humming along.

Of all the sublime Rodgers and Hart songs, why does this one lodge so deeply in the popular soul? Because it conjures a state of wistful ecstasy that merges past and present, the dreamer and the dream, the lover and all his real or imagined loves. “Some things that happen for the first time / Seem to be happening again.” The somnambulist sweetness of Rodgers’ melody spurred Hart into almost sci-fi speculation. “And so it seems that we have met before / And laughed before / And loved before”: the notes ascend toward an Everest of fulfillment, only to tumble into the question, “But who knows where or when?” The dreamer has awoken, with only the residue of rapture.

by Richard Corliss, Oct. 21, 2011 <http://entertainment.time.com/> and <http://www.peggylee.com/>