

B \flat Instruments

Upside Downside

$\bullet = 120$ Rock, half-time feel

Melody is loosely played (*ad lib*)

Allan Holdsworth

A D-7 D $\flat\Delta 7$ C-7 B $\Delta 7$

B $\flat-9$ G $\flat\Delta 7$ B $\flat-9$

D-7 D $\flat\Delta 7$ C-7 B $\Delta 7$

B $\flat-9$ G $\flat\Delta 7$ B $\flat-9$

B C $\sharp-9$ A $\Delta 13$ E $\Delta 9$

C-9 A $\flat\Delta 13$ B \flat/B

E \flat (add 4) D(add 4) C9sus4 E(add 4) E \flat (add 4) C9sus4

B $\Delta 7(\sharp 11)$ B $\flat-9$ C/D \flat $\underline{\quad\quad\quad}$ $\underline{\quad\quad\quad}$

Upper chords for 1st solo chorus only

A' D-7 $G\flat\Delta 7(\#11)$ $D\flat\Delta 7$ C-7 $B\Delta 7$
 31

$B\flat-9$ $G\flat\Delta 7$ $B\flat-9$
 35

D-7 $D\flat\Delta 7$ $G\flat\Delta 7(\#11)$ C-7 $B\Delta 7$ $E\Delta 7(\#11)$
 39

$B\flat-9$ $G\flat\Delta 7$ $B\flat-9$
 $F-7(b6)$ $B\Delta 7(\#11)$
 43

B' $C\sharp-9$ $A\Delta 13$ $E\Delta 9$
 47

D-9 $B\flat\Delta 13$ C/C#
 51

F(add 4) E(add 4) $D9_{sus 4}$ $F\sharp(\text{add } 4)$ F(add 4) $D9_{sus 4}$
 54

$D\flat\Delta 7(\#11)$ C-9 $G\flat\Delta 7(\#11)$ F-9 $B\flat/B$
 58

Upper chords for 1st solo chorus only

Begin melody on head out:

A'' C(add 9) D \flat Δ 7 B \flat (add 9) B Δ 7

63

B \flat -9 G \flat Δ 7 B \flat -9

67

C(add 9) G \flat Δ 7(#11) B \flat (add 9) E Δ 7(#11)

D-7 D \flat Δ 7 C-7 B Δ 7

71

F-7(b6) B Δ 7(#11)

B \flat -9 G \flat Δ 7 B \flat -9

75

Fine

Repeat for solos

*After solos, play melody
from last A'' to Fine*