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CAST

Franchot Tone Jack Marlow
Ella Raines Carol Richman
Alan Curtis Scott Henderson
Thomas Gomez Inspector Burgess
Aurora Miranda Estela Monteiro (as **Aurora**)
Elisha Cook Jr. Cliff
Fay Helm Ann Terry
Regis Toomey Detective
Joseph Crehan Detective
Andrew Tombes Bartender

CREW

Directed by **Robert Siodmak**
Screenplay by **Bernard C. Schoenfeld**
Based on the novel by **Cornel Woolrich** (as **William Irish**)
Associate Producer **Joan Harrison**
Musical Director **Hans J. Salter** (as **H. J. Salter**)
Musical Numbers staged by **Lester Horton**
Cinematography by **Elwood Bredell** (as **Woody Bredell A.S.C.**)
Film Editor **Arthur Hilton**
Director of Sound **Bernard B. Brown**
Art Director **John B. Goodman**



THE MAKING OF PHANTOM LADY: FILM NOIR IN THE STARTING BLOCKS

by Alan K. Rode

In September 1943, Billy Wilder was pondering if Walter Neff should die in the gas chamber in the finale of *Double Indemnity* (1944), while Otto Preminger schemed how to get back into Darryl F. Zanuck's good graces so he could direct *Laura* (1944).

Phantom Lady began production the same month. What was originally envisioned as a modestly budgeted suspense film launched the careers of three prominent noir practitioners, as the picture became a stylistic trend-setter for the emerging film noir movement.

Universal Pictures was riding a wave of wartime escapism with a profitable line-up of horror movies, westerns, Abbott & Costello comedies, Maria Montez Technicolor exotica, and a select number of Hitchcock and Walter Wanger prestige pictures.

The studio sought to expand its horror-mystery brand into a subgenre of psychological suspense films when it hired the British screenwriter Joan Harrison as an associate producer in April 1943. *Variety* hailed Harrison's arrival with a sexist announcement befitting the period: "Glamour and femme appeal is being added to the Universal producer list."

But it was Harrison's expertise accrued during a decade of script collaboration with Alfred Hitchcock on *Rebecca* (1940), *Foreign Correspondent* (1940), *Suspicion* (1941) and *Saboteur* (1942) that made her a compelling hire. Hitchcock championed his former secretary, who had become sufficiently skilled in all facets of filmmaking to produce pictures of her own. When it became apparent Harrison would sign with Universal, Hitchcock briefly panicked and implored David O. Selznick to give Harrison a raise so he could retain her. Selznick declined, and Harrison joined the ranks of Virginia Van Upp and Harriet Parsons as the only female producers in Hollywood.

Universal purchased the rights to *Phantom Lady* for \$5,000 from the author Cornell Woolrich on September 21st, 1942. H. N. Swanson, Woolrich's Hollywood literary agent, credited Walter Wanger, then riding high at Universal, with convincing the studio to buy the property. It was Woolrich's third sale of a literary property to a movie studio. He had previously sold *The Black Curtain* (*Street of Chance*, 1942) to Paramount and *Black Alibi* (*The Leopard Man*, 1943) to RKO for a paltry \$1,500 apiece and was anxious for money.



It is not clear if Harrison selected *Phantom Lady* in advance or the property was included in her contract when she was hired by Universal seven months later. No matter – in launching her first production with a story that corresponded with her résumé as Hitchcock’s protégé, Harrison partnered with a director whose style perfectly matched her own creative oeuvre.

Robert Siodmak had already been under contract at Universal for eight months. The self-described “sensible and reliable director” arrived in America on the last boat from France in 1940 after being chased out of Paris by the Nazis, having fled Germany several years earlier. He gained a foothold at Paramount, making “B” features for the producer Sol C. Siegel. He dismissed these pictures as “Paramount shit” but his war-themed thriller *Fly-By-Night* (1942) exhibited his distinctive visual flair while adhering to a short schedule and lean budget. Siodmak wasn’t shy about letting the people he worked for know how he felt about his film assignments. After being fired from Paramount, he helmed a couple of nondescript films at Fox and Republic that did little more than perpetuate his inability to land a studio contract.

Siodmak’s younger brother, Curt, helped Robert land a job directing *Son of Dracula* (1943) at Universal. The elder Siodmak assessed the initial *Son of Dracula* script as “terrible – it had been knocked together in a few days. [...] We did a lot rewriting and the result wasn’t bad. It wasn’t good, but some scenes had a certain quality.” In January 1943, Universal signed Siodmak to a seven-year contract. He was next assigned *Cobra Woman* (1944), a fantastically campy South Seas adventure starring Maria Montez in a dual role. Both pictures were box-office winners, and Siodmak began to establish a reputation as a deft craftsman of offbeat material.

Joan Harrison met Robert Siodmak at a bistro frequented by European émigrés. Familiar with his German UFA films *The Man in Search of his Murderer* (*Der Mann, der seinen Mörder sucht*, 1931 – a light-hearted forerunner to 1949’s *D.O.A.*), *Preliminary Investigation* (*Voruntersuchung*, 1931) and *Turmoil* (*Tumultes*, 1932), Harrison believed he was the optimal choice (save Hitchcock) to bring Cornell Woolrich’s suspenseful tale to the screen.

Phantom Lady was published under Woolrich’s pseudonym William Irish. A Columbia University dropout who wrote his first novel in 1926, Woolrich went to Hollywood as a wannabe screenwriter and married the daughter of the pioneer film mogul J. Stuart Blackton in 1930. He failed spectacularly at both endeavours. In addition to gaining no traction at the studios, Woolrich was a gay man and his unconsummated marriage was annulled in 1933. He returned to New York City to live with his mother and began churning out serialised mysteries, short stories and suspense fiction.

Joan Harrison wrote the *Phantom Lady* screenplay and hired Bernard C. Schoenfeld to assist her. For some reason, Schoenfeld received sole credit for the script. Comfortable with her reputation as a screenwriter, Harrison might have been giving Schoenfeld’s career a boost. Or perhaps Universal’s executive suite believed an associate producer title was more than generous for a woman on her first production.

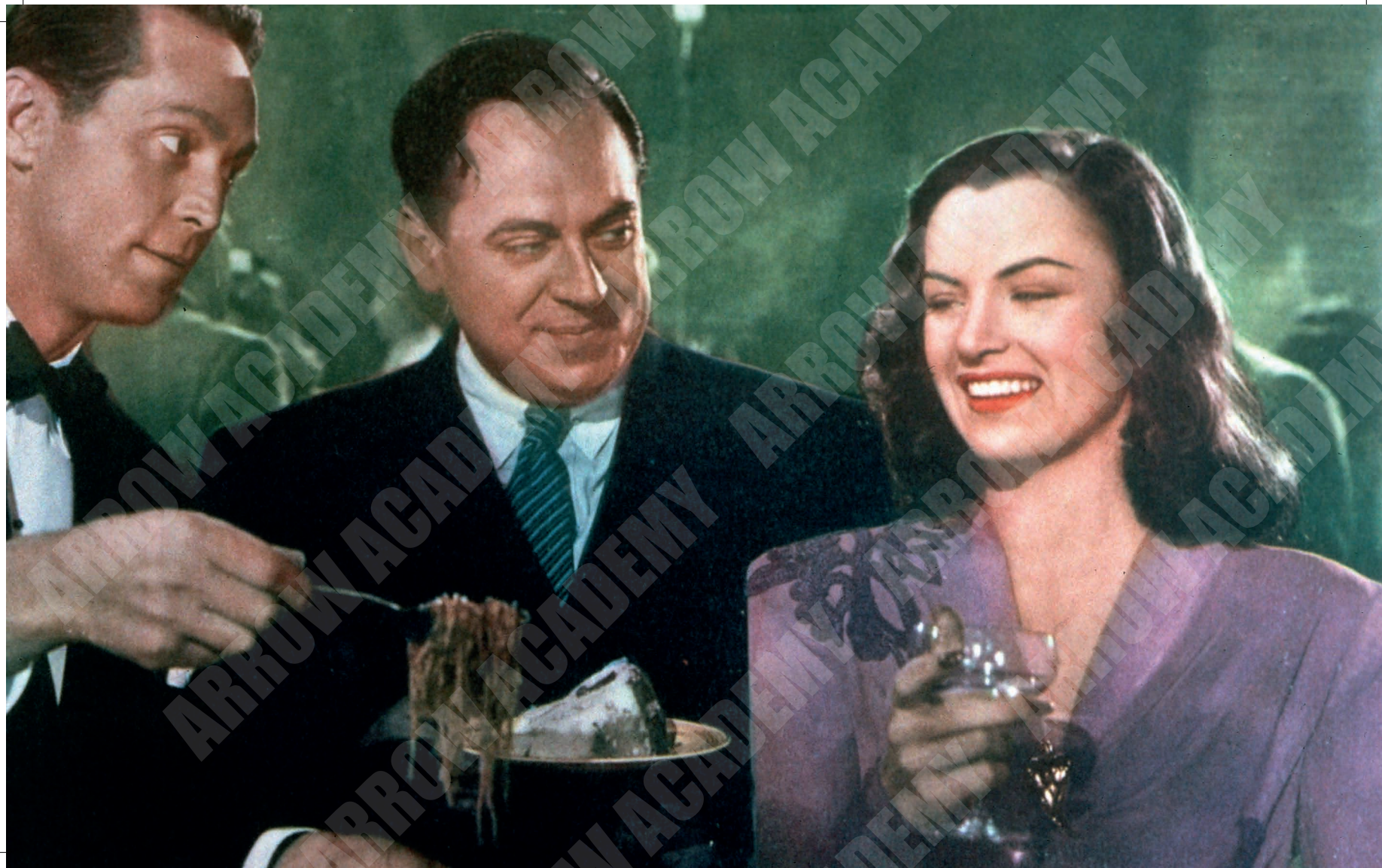
The correspondence between Universal and the Production Code Authority (PCA) censor Joseph I. Breen about the *Phantom Lady* script illustrates the difficulty of adapting a Woolrich-type story for the screen in 1943. Breen’s response was a broadside of complaints about reducing 14 different scenes with “excessive drinking”, elimination of the word ‘brassiere’, and objecting to a line of dialogue – “I don’t believe in people remaining married when it just won’t work” – because it raised an unhealthy connotation of divorce. Harrison made a few superficial changes and had the script sent back with her recommendation that no further changes be made. Breen wasn’t having it. His response the second time was more emphatic: “We regret to note that most of the changes requested in our previous letter of September 3rd, 1943, have *not* been made.”

The script shifted the central focus from the seemingly doomed Scott Henderson (played by the handsomely anguished Alan Curtis) to his loyal factotum, Carol “Kansas” Richman (Ella Raines). The lissom Raines proved ideal as the self-reliant secretary (changed from Henderson’s extramarital girlfriend in the novel) who is love with her boss. She risks her life in attempting to locate the unknown woman (Fay Helm) with the distinctive hat who can provide Henderson with a life-saving alibi. Raines’s starring launch in *Phantom Lady* was accompanied by a splashy *Life* magazine cover and photo spread on the film.

In the novel the sculptor, played by Franchot Tone, intermittently kneads modelling clay, whereas the script has Tone periodically glancing at his troublesome hands in between headaches and fainting spells. The police inspector Burgess (the wonderful Thomas Gomez), who enthusiastically sends Henderson to the death house and then has second thoughts, engages in whimsical banter about paranoiacs, putting forward the notion that grown men shouldn’t play around with clay.

As Cornell Woolrich was not a strong constructionist and the script includes several credibility gaps, *Phantom Lady* thematically becomes more of a memorable cinematic premise because of Robert Siodmak’s supple direction of several set-piece scenes.

Siodmak treated the shooting script as an outline; he dropped several scenes and routinely omitted or changed dialogue. He used insert shots of the court stenographer’s writing of the prosecutor’s remarks (a voiceover by an unseen Milburn Stone). There are a series of reaction shots of Kansas, Burgess and the spectators that emphasise the stifling heat of



the packed courtroom. When the judge announces the verdict (an off-camera Samuel S. Hinds), Kansas can't hear it because the woman sitting behind her coughs while eating an apple. She asks the man next to her, who responds gruffly, "What did you expect? Guilty!"

The sequence of Kansas trailing the bartender (the former vaudeville comedian Andrew Tombes) in an attempt to break him down for lying about the mysterious woman is a masterly *mise-en-scène* that brings night-time New York City to life. The sound of her heels echoing on the wet sidewalk becomes an ominous metronome as she follows him up the Third Avenue El platform, assembled on a Universal soundstage. Siodmak again departs from the script by dropping a scene of the bartender stopping Kansas from putting her fare in the turnstile slot and being upbraided by a ticket agent. Instead, the director has him contemplate shoving her in front of the oncoming train, until an African American woman arrives to wait on the platform. The bartender eventually gets run over on the street, outside the camera frame, his hat flying back to land at Raines's feet – a wonderful pictorial invention.

Phantom Lady's most famous sequence is the orgiastic drum solo by the trap drummer Cliff (a perfectly cast Elisha Cook Jr.) during a frenzied jazz jam session. Not surprisingly, Joan Harrison and Joseph Breen had diametrically opposed objectives. The *Phantom Lady* screenplay reads: "The following scenes 172 to 187 will be a series of impressions in the form of a montage, rising in a crescendo to convey the emotional excitement of a jive session. [...] Cliff has a rising sexual excitement in his eyes." Breen wrote in a letter to Universal dated September 3rd, 1943: "The jive sequence should be handled with the greatest care to avoid any possible suggestion that Cliff and the rest of the musicians are dope addicts. Any such suggestion could not be approved in the final picture. Furthermore, in this sequence, the relationship between Carol and Cliff should be handled carefully, to avoid any offensive sex suggestiveness."

The notion of Cliff as a hophead is subtly conveyed afterward when he paws Kansas in his slovenly apartment and tells her "My dough goes on other things, baby". But the jive session with Cliff's frenetically sexual drum solo (dubbed by the drummer Dave Coleman) remained essentially intact. The shots of the jamming musicians bathed in the shaded lighting of Woody Bredell, the cinematographer, were perfectly cut into the crescendo of Cook's frenzied drumming and Raines's overt suggestiveness. It became the most talked-about episode in the picture and remains one of film noir's most memorable moments.

Another attribute of *Phantom Lady* was the music score, or lack of it. Aside from a staged number by Aurora Miranda (who better to play Woolrich's send-up of Carmen Miranda than her sister?), "I'll Remember April" is the theme during the opening credits, on the jukebox in the opening scene, and for the end titles. Gene de Paul originally composed the catchy tune

for the comedy *Ride 'Em Cowboy* (1942) before it was picked up by Sinatra, Doris Day, and many others. According to Universal's house composer Hans J. Salter, he told an unnamed Universal producer that a full music score for *Phantom Lady* was unnecessary: "All you need is a main and end title. The picture plays just the way it is." Salter was ordered to compose a full score anyway. He did, and his score was subsequently removed in the studio dubbing room. After a six-week shooting schedule and two months of post-production, *Phantom Lady* remained intact until two weeks before the film's premiere.

On January 6th, 1944, Universal sent a revised ending of the script to the Breen office for approval. The studio dropped the already-filmed climax of the murderer confessing during a final breakdown and replaced it with an off-camera suicide denoted by the sound of breaking glass followed by Henderson proposing to Kansas on a dictaphone recording. Joan Harrison was furious about the last-minute interference with her film and quit the studio.

After *Phantom Lady* became a success, Universal had to make nice. In July 1944, the studio rehired Harrison. *Variety* noted that "Differences between Miss Harrison and an executive over final editing of the picture resulted in her departure. Film clicked at the box office for its cost with Universal reportedly making overtures for return of the femme producer for past several months."

Harrison and Siodmak renewed their collaboration with *The Strange Affair of Uncle Harry* (1945). This time out, Universal's and Joseph Breen's micromanagement became grotesque. After the film was finished, the studio changed *Uncle Harry's* ending five times before defaulting to the clichéd it-was-all-a-dream finale. A disgusted Harrison departed the studio again, declaring, "If my standards as a producer and writer were to be subject to the whims of the front office, then the only thing for me to do was leave."

She landed on her feet under Dore Schary at RKO, producing *Nocturne* (1946) and the outstanding *They Won't Believe Me* (1947) before returning to the reconstituted Universal-International for *Ride the Pink Horse* (1947). After several more pictures, she celebrated her homecoming with Alfred Hitchcock by producing her mentor's highly successful anthology TV series, which aired for a decade.

Robert Siodmak's run at Universal continued with *The Suspect* and *Christmas Holiday* (both 1944) and climaxed with two smash hits, *The Killers* (Oscar-nominated as Best Director) and *The Dark Mirror*, in 1946. He was now making \$6,000 a week and had come a long way since *Son of Dracula* three years earlier. Siodmak directed scores of other distinguished film noirs, including *The Spiral Staircase* (1946), *Cry of the City* (1948), *Criss Cross* (1949), and *The File on Thelma Jordan* (1950). Disenchanted with the increased interference of movie stars and their agents and disliking the shift to location production, Siodmak returned to

Europe in 1952 to continue his career. He remains one of America's most consequential film noir directors.

Cornell Woolrich continued living with his mother in their seedy New York hotel. He became a best-selling author whose works have been adapted into dozens of films, including *Deadline at Dawn*, *Black Angel*, *The Chase* (each 1946), *Fall Guy* (1947), *Night Has a Thousand Eyes* (1948), *No Man of Her Own* (1949), *The Window* (1950), *I Wouldn't Be in Your Shoes* (1951), and *Rear Window* (1954). Woolrich was incapable of enjoying his success, and he came to resemble a doomed character in one of his stories. After his mother died in 1957, he isolated himself in another hotel room while continuing to write. Woolrich ended up having a leg amputated because of an untreated foot infection and weighed less than 90 pounds when he died in 1968. He left his \$850,000 estate to Columbia University.

The noir fiction writer who had the biggest influence on the movies never got another crack at being a Hollywood screenwriter. It seems that when his agent approached Universal offering Woolrich's collaboration on the *Phantom Lady* script, he was turned down because the studio didn't want to pay the round-trip fare from New York to Hollywood for both Cornell Woolrich and his mother.

Alan K. Rode is the author of Charles McGraw: Film Noir Tough Guy and Michael Curtiz: A Life in Film. He is a charter director of the Film Noir Foundation and the producer-director of the Arthur Lyons Film Noir Festival in Palm Springs, California.





ABOUT THE TRANSFER

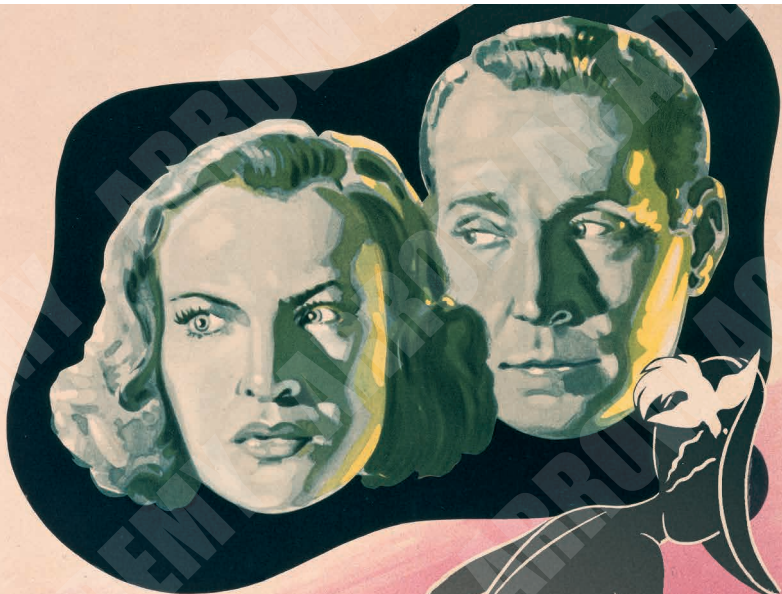
Phantom Lady is presented in its original aspect ratio of 1.37:1 with 1.0 mono audio. The master was prepared in High Definition by Universal Pictures and delivered to Arrow Films.

PRODUCTION CREDITS

Discs and Booklet Produced by **James Blackford**
Executive Producers **Kevin Lambert, Francesco Simeoni**
Technical Producer **James White**
Production Assistant **Nick Mastrini**
QC Manager **Nora Mehenni**
Blu-ray Mastering **Visual Data**
Design **Obviously Creative**

SPECIAL THANKS

Alex Agran, Pat Bauman, Michael Brooke, Paul Joyce, Jonathan Mullenger, Tim Naderski,
Universal Pictures, Alan K. Rode



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