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Thou art as tyrannous so as thou art, As those whose beauties proudly make them cruel; For well thou know'st to my dear doting heart Thou art the fairest and most precious jewel. Yet in good faith some say that thee behold, Thy face hath not the pow'r to make love groan; To say they err I dare not be so bold, Although I swear it to my self alone. And to be sure that is not false I swear A thousand groans but thinking on thy face; One on another's neck do witness bear: Thy black is fairest in my judgment's place. In nothing art thou black save in thy deeds, And thence this slander as I think proceeds. As if to underscore the speaker's adherence to tradition, which he pretends to scorn in Sonnet 130, Shakespeare has him address his mistress as "tyrannous." The Petrarchan idol was tyrannous to a fault, as the speaker acknowledges in line two. He also claims (II. 3-4) that she knows that he, in his "dear doting heart," holds her as a precious jewel. (Has he forgotten or dismissed his friend? We shall find out, but not immediately.)

In a surprising turn (in the second quatrain), the speaker slyly lets it drop that "some" say his mistress' face is not one that would cause a potential lover to groan (in true Petrarchan fashion). The joking tone continues as the speaker, in an aside, confesses that he would not contradict those "some" (members of "the world," no doubt) although he might say to himself that they were right. In a hyperbolic protest of truthfulness, he says that he would give "a thousand groans" in rapid succession ("one on another's neck," l. 11) in just thinking of her face. With this wild statement, the speaker concludes that black is still the fairest in his judgment.

With another twist, the insincerity of the groans and his sworn allegiance to his mistress is confirmed in the couplet. The speaker declares that she is not at all black – except in her deeds! As if this weren't devastating enough, he adds that the "slander" of the "some," *he thinks*, arises from the judgment of her deeds. This is revenge for her tyranny, indeed, canceling all his praise.