

SCHEDULE 13G

Amendment No. 1  
Cato Corporation  
Class A common stock  
Cusip # 149205106  
Filing Fee: No

Cusip # 149205106  
Item 1: Reporting Person - FMR Corp. - (Tax ID: 04-2507163)  
Item 4: Commonwealth of Massachusetts  
Item 5: 76,750  
Item 6: None  
Item 7: 636,750  
Item 8: None  
Item 9: 636,750  
Item 11: 3.09%  
Item 12: HC

Cusip # 149205106  
Item 1: Reporting Person - Edward C. Johnson 3d - (Tax ID: 029-24-9996)  
Item 4: United States of America  
Item 5: None  
Item 6: None  
Item 7: 636,750  
Item 8: None  
Item 9: 636,750  
Item 11: 3.09%  
Item 12: IN

SCHEDULE 13G - TO BE INCLUDED IN STATEMENTS  
FILED PURSUANT TO RULE 13d-1(b) or 13d-2(b)

Item 1(a). Name of Issuer:

Cato Corporation

Item 1(b). Name of Issuer's Principal Executive Offices:

8100 Denmark Road  
Charlotte, NC 28273-5975

Item 2(a). Name of Person Filing:

FMR Corp.

Item 2(b). Address or Principal Business Office or, if None,  
Residence:

82 Devonshire Street, Boston, Massachusetts 02109

Item 2(c). Citizenship:

Not applicable

Item 2(d). Title of Class of Securities:

Class A Common Stock

Item 2(e). CUSIP Number:

149205106

Item 3. This statement is filed pursuant to Rule 13d-1(b) or 13d-2(b) and the person filing, FMR Corp., is a parent holding company in accordance with Section 240.13d-1(b)(ii)(G). (Note: See Item 7).

Item 4. Ownership

(a) Amount Beneficially Owned: 636,750

(b) Percent of Class: 3.09%

(c) Number of shares as to which such person has:

(i) sole power to vote or to direct the vote:  
76,750

(ii) shared power to vote or to direct the vote:  
None

(iii) sole power to dispose or to direct the disposition of: 636,750

(iv) shared power to dispose or to direct the disposition of: None

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof, the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following (X).

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company.

See attached Exhibit(s) A and B.

Item 8. Identification and Classification of Members of the Group.

Not applicable, see attached Exhibit A.

Item 9. Notice of Dissolution of Group.

Not applicable.

Item 10. Certification.

Inasmuch as the reporting persons are no longer the beneficial owners of more than 5% of the number of shares outstanding, the reporting persons have no further reporting obligation under section 13(d) of the Securities and Exchange Commission thereunder, and the reporting persons have no obligation to amend this Statement if any material change occurs in the facts set forth herein.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

February 11, 1994  
Date

/s/Arthur S. Loring  
Signature

Arthur S. Loring, Vice  
President  
Name/Title

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FILED PURSUANT TO RULE 13d-1(b) or 13d-2(b)

Pursuant to the instructions in Item 7 of Schedule 13G, Fidelity Management & Research Company ("Fidelity"), 82 Devonshire Street, Boston, Massachusetts 02109, a wholly-owned subsidiary of FMR Corp. and an investment adviser registered under Section 203 of the Investment Advisers Act of 1940, is the beneficial owner of 509,750 shares or 2.48% of the Class A common stock outstanding of Cato Corporation ("the Company") as a result of acting as investment adviser to several investment companies registered under Section 8 of the Investment Company Act of 1940.

Edward C. Johnson 3d, FMR Corp., through its control of Fidelity, and the Funds each has sole power to dispose of the 509,750 shares owned by the Funds.

Neither FMR Corp. nor Edward C. Johnson 3d, Chairman of FMR Corp., has the sole power to vote or direct the voting of the Shares owned directly by the Fidelity Funds, which power resides with the Funds' Boards of Trustees. Fidelity carries out the voting of the Shares under written guidelines established by the Funds' Boards of Trustees.

Fidelity Management Trust Company, 82 Devonshire Street, Boston, Massachusetts 02109, a wholly-owned subsidiary of FMR Corp. and a bank as defined in Section 3(a)(6) of the Securities Exchange Act of 1934, is the beneficial owner of 127,000 shares or 0.62% of the Class A common stock outstanding of the company as a result of its serving as investment manager of the institutional account(s).

FMR Corp., through its control of Fidelity Management Trust Company, has sole dispositive power over 127,000 Shares and sole power to vote or to direct the voting of 76,750 shares, and no power to vote or to direct the voting of 50,250 Shares of Class A common stock owned by the institutional account(s) as reported above.

Edward C. Johnson 3d owns 34.0% of the outstanding voting common stock of FMR Corp. Mr. Johnson 3d is Chairman of FMR Corp. Various Johnson family members and trusts for the benefit of Johnson family members own FMR Corp. voting common stock. These Johnson family members, through their ownership of voting common stock, form a controlling group with respect to FMR Corp.

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RULE 13d-1(e) AGREEMENT

The undersigned persons, on February 11, 1994, agree and consent to the joint filing on their behalf of this Schedule 13G in connection with their beneficial ownership of the Class A common stock of Cato Corporation at December 31, 1993.

FMR Corp.

By /S/Arthur S. Loring  
Arthur S. Loring  
Vice President - Legal

Edward C. Johnson 3d

By /S/Arthur S. Loring  
Arthur S. Loring  
Under Power of Attorney  
dated 5/17/89

On File with Schedule  
13G for

Airborne Freight Corp.  
9/10/91

Fidelity Management & Research  
Company

By /S/Arthur S. Loring  
Arthur S. Loring  
Sr. V.P. and General  
Counsel