#### WEISIGER, JR EDWARD I

Form 3/A

February 28, 2012

### FORM 3

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \* 2. Date of Event 3. Issuer Name and Ticker or Trading Symbol Requiring Statement WEISIGER, JR EDWARD I CATO CORP [CATO] (Month/Day/Year) (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original 05/27/2010 Person(s) to Issuer Filed(Month/Day/Year) P.O. BOX 34216 06/01/2010 (Check all applicable) (Street) 6. Individual or Joint/Group Filing(Check Applicable Line) \_X\_\_ Director 10% \_X\_ Form filed by One Reporting Owner Officer Other CHARLOTTE, Â NCÂ 28234-4216 Form filed by More than One (give title below) (specify below) Reporting Person (City) (Zip) (State) **Table I - Non-Derivative Securities Beneficially Owned** 4. Nature of Indirect Beneficial 1. Title of Security 2. Amount of Securities Beneficially Owned (Instr. 4) Ownership Ownership (Instr. 4) (Instr. 5) Form: Direct (D) or Indirect (I) (Instr. 5) Â Class A Common Stock  $2,500^{(1)}$ D Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying		4. Conversion	5. Ownership	6. Nature of Indirect Beneficial Ownership
			Derivative Security		or Exercise	Form of	(Instr. 5)
			(Instr. 4)		Price of	Derivative	
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative	Security:	
					Security	Direct (D)	Direct (D)
						or Indirect	
						(I)	

(Instr. 5)

#### **Reporting Owners**

Reporting Owner Name / Address

Director 10% Owner Officer Other

WEISIGER, JR EDWARD I P.O. BOX 34216 Â X Â Â CHARLOTTE, NCÂ 28234-4216

## **Signatures**

/s/ Stuart L. Uselton, Attorney-In-Fact 02/27/2012

\*\*Signature of Reporting Person Date

#### **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 5(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

This filing amends a Form 3 originally filed June 1, 2010. Mr Weisiger held 2,500 shares of the registrant's Class A Common stock at the (1) time he was elected to the Board of Directors. Those shares were inadvertently omitted on the original Form 3 filing. At the end of 2011, Mr. Weisiger directly owns 6,656 shares of Class A Common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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