

# SECURITIES AND EXCHANGE COMMISSION

## FORM SC 13G/A

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities by passive investors and certain institutions [amend]

Filing Date: **1998-01-05**  
SEC Accession No. **0000734072-98-000020**

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### SUBJECT COMPANY

#### CATHERINES STORES CORP

CIK: **875194** | IRS No.: **621350411** | State of Incorporation: **DE** | Fiscal Year End: **0131**  
Type: **SC 13G/A** | Act: **34** | File No.: **005-42138** | Film No.: **98500873**  
SIC: **5621** Women's clothing stores

Mailing Address  
3742 LAMAR AVE  
MEMPHIS TN 38118

Business Address  
3742 LAMAR AVENUE  
MEMPHIS TN 38118  
9013633900

### FILED BY

#### PIONEERING MANAGEMENT CORP /ADV

CIK: **734072** | IRS No.: **131961193** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **SC 13G/A**

Mailing Address  
60 STATE STREET, 20TH  
FLOOR  
BOSTON MA 02109-1820

Business Address  
60 STATE ST  
BOSTON MA 02109  
6177427825

SECURITIES AND EXCHANGE COMMISSION

Washington, DC 20549

Under the Securities and Exchange Act of 1934

(Amendment No. 5 )

CATHERINES STORES CORP.  
(Name of Issuer)

Common  
(Title of Class of Securities )

14916F100  
(CUSIP NUMBER)

- 1) Name of Reporting  
SS or IRS Identification      Pioneering Management  
Nos. of Above Persons      Corporation
- 2) Check the Appropriate Box      (a)  
of A Member of Group      (b) X  
(See Instructions)
- 3) SEC Use Only
- 4) Citizenship of Place of  
Organization
- Number of      (5) Sole Voting Power      590000

Shares			
Beneficially Owned	(6)	Shared Voting Power	0
by Each Reporting			
Person With	(7)	Sole Dispositive	590000
		Power	
	(8)	Shared Dispositive	0
		Power	
9)	Aggregate Amount Bene-	590000	
	ficially Owned by Each		
	Reporting Person		
10)	Check if the aggregate		
	Amount in Row (9) Ex-		
	clude Certain Shares (See		
	Instructions)		
11)	Percent of Class Represented		
	By Amount in Row 9.	8.18%	
12)	Type of Reporting		
	Person (See Instructions)	IA	

Item 1(a) Name of Issuer.  
 CATHERINES STORES CORP.

Item 1(b) Address of User's Principal Executive Office's  
 Mr. David C. Forell  
 Chief Financial Officer  
 CATHERINES STORES CORP.  
 3742 Lamar Avenue  
 Memphis, TN 38118

Item 2(a) Name of Person Filing.  
 Pioneering Management Corporation

Item 2(b) Address of Principal Business Office:  
 60 State Street, Boston, MA 02109

Item 2(c) Citizenship:  
State Of Delaware - Pioneering Management Corporation.

Item 2(d) Title of Class of Securities.  
Common Stock

Item 2(e) CUSIP Number.  
14916F100

Item 3 The person filing this statement pursuant to Rule 13-1(b)  
or 13d-2 is:

(a) Investment Adviser registered under Section 203 of  
the Investment Advisers Act of 1940.

Item 4. Ownership

(a) Amount Beneficially Owned 590000

(b) Percent of Class 8.18%

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

(i) sole power to vote or to direct the vote 590000

(ii) shared power to vote or to direct vote 0

(iii) sole power to dispose or to direct disposition of 590000

(iv) shared power to dispose or to direct disposition 0

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

Inapplicable.

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

Inapplicable.

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

Inapplicable.

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

Inapplicable.

Item 9. Notice of Dissolution of the Group.

Inapplicable.

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transactions having such purposes or effect.

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

January 5, 1998  
Date

/s/Robert P. Nault  
Signature

Robert P. Nault  
Assistant Secretary  
Type Name and Title