

VALUEVISION MEDIA INC

FORM SC 13G/A (Amended Statement of Ownership)

Filed 2/12/1998

Address	6740 SHADY OAK RD MINNEAPOLIS, Minnesota 55344-3433
Telephone	612-947-5200
CIK	0000870826
Industry	Retail (Catalog & Mail Order)
Sector	Services
Fiscal Year	01/31

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

AMENDMENT NO. 1 TO

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

VALUEVISION INTERNATIONAL, INC.

(Name of Issuer)

Common Stock, \$.01 par value

(Title of Class of Securities)

92047K 10 7
(CUSIP Number)

Page 1 of 5 Pages

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

ROBERT L. JOHANDER

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

(a) / /
(b) /X/

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

U.S.A.

5 SOLE VOTING POWER

1,799,711

NUMBER OF
SHARES
BENEFICIALLY
OWNED BY
EACH
REPORTING
PERSON
WITH

6 SHARED VOTING POWER

N/A

7 SOLE DISPOSITIVE POWER

1,799,711

8 SHARE DISPOSITIVE POWER

N/A

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,799,711

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:

/X/

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9: 6.6% (based on number of
outstanding shares as of 2/9/98 -- 26,780,778)

12 TYPE OF REPORTING PERSON:

IN

- Item 1(a) and (b) NAME AND ADDRESS OF ISSUER:
ValueVision International, Inc.
6740 Shady Oak Road
Minneapolis, MN 55344-3433
- Item 2(a) NAME OF PERSON FILING: Robert L. Johander
- Item 2(b) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:
6740 Shady Oak Road
Minneapolis, MN 55344-3433
- Item 2(c) CITIZENSHIP: U.S.A.
- Item 2(d) TITLE OF CLASS OF SECURITIES: Common Stock, \$.01 par value
- Item 2(e) CUSIP NUMBER: 92047K 10 7
- Item 3 THIS STATEMENT IS NOT FILED PURSUANT TO RULES 13d-1(b) OR 13d-2(b).
- Item 4(a) AMOUNT BENEFICIALLY OWNED:
1,799,711 shares as of December 31, 1997. (Includes right to acquire 600,000 shares pursuant to options which are vested as of the date hereof.)
- Item 4(b) PERCENT OF CLASS:
6.6% percent pursuant to Rule 13d-3(c).
- Item 4(c) NUMBER OF SHARES AS TO WHICH SUCH PERSON HAS
- (1) Sole power to vote or to direct the vote 1,799,711
 - (2) Shared power to vote or to direct the vote -0-
 - (3) Sole power to dispose or to direct the disposition of 1,799,711
 - (4) Shared power to dispose or to direct the disposition of -0-
- Item 5 OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS.
Not Applicable
- 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.
Not Applicable
- Item 8 IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP.
Not Applicable
- Item 9 NOTICE OF DISSOLUTION OF GROUP.
Not Applicable
- Item 10 CERTIFICATION.
Not Applicable

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.

Date February 11, 1997.

s/ Robert L. Johander

Robert L. Johander

EXHIBIT A
To Form 13G (Individual)

The filing of this report shall not be construed as an admission by the person identified in Item 2(a) that, for the purpose of Section 13(d) or 13(g) of the Securities Exchange Act, he is the "beneficial owner" of any equity securities listed below; and such person expressly disclaims that he is part of a "group."

Record Owner's Relationship to Reporting Person -----	Record Owner's Type of Ownership -----	Number of Shares -----
Spouse (1)	Indirect	7,200 (2)

(1) Spouse shares principal residence of the Reporting Person and holds these shares for the benefit of the Reporting Person's dependent children.

(2) These shares are not reported in Item 4(a) and are noted here for information only.

End of Filing

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