BJS WHOLESALE CLUB INC Form SC 13G/A February 13, 2003

> Rule 13d-1(b) Rule 13d-1(c)

cover page.

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

SCHEDULE 13G
Under the Securities Exchange Act of 1934
(Amendment No. 1)*

BJ's Wholesale Club Inc

(Name of Issuer)

Common Stock

(Title of Class of Securities)

05548J106

(CUSIP Number) 12/31/2002

(Date of Event Which Requires Filing of this Statement)

[]]	Rule	13d-	-1 (d)															
*1	he	rema	inder	of	this	cover	page	shall	be	fille	d out	for	a	report	ing	pers	on's	sin	itial	
fi	lir	ng on	this	for	rm wi	th resp	pect	to the	sub	ject	class	of	sec	uritie	es, a	and f	or a	any	subse	quent
an	nenc	lment	cont	ain:	ing i	nformat	tion	which	woul	d alt	er th	e di	scl	osures	pro	ovide	d in	n a	prior	

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No.: 05548J106

1. Names of Reporting Persons

IRS Identification No:

OppenheimerFunds, Inc. IRS No. 13-2527171 Check the Appropriate Box if a Member of a Group (See Instructions): (a) (b) SEC Use Only Citizenship or Place of Organization: Colorado Shares 5. Sole Voting Power:
Beneficially 0 Owned by Each Reporting Person With Shared Voting Power: Sole Dispositive Power: 7. 8. Shared Dispositive Power: 591,300 Aggregate Amount Beneficially Owned by Each Reporting Person: 591,300 (beneficial ownership disclaimed pursuant to Rule 13d-4 of the Exchange Act of 1934) Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions) 11. Percent of Class Represented by Amount in Row (11): 0.85%

	12.	Type of Reporting Person (See Instructions): IA
Item:		
	1(a)	Name of Issuer: BJ's Wholesale Club Inc
	1 (b)	Address of Issuer's Principal Executive Offices: One Mercer Road Natick, MA 01760
	2 (a)	Name of Person Filing: OppenheimerFunds, Inc.
	2 (b)	Address of Principal Business Office or, if none, Residence: 498 Seventh Avenue New York, NY 10018
	2(c)	Citizenship: Colorado
	2 (d)	Title of Class of Securities: Common Stock
	2(e)	CUSIP Number: 05548J106
	3	If this statement is filed pursuant toss.240.13d-1(b) orss.240.13d-2(b) or (c), check whether the person filing is a: [X] An investment adviser in accordance withss.240.13d-1(b)(1)(ii)(E)

4 (a)	Amount beneficially owned: 591,300 (beneficial ownership disclaimed pursuant to Rule 13d-4 of the Exchange Act of 1934)
4 (b)	Percent of class: 0.85%
4 (c)	Number of shares as to which the person has:
(i)	Sole power to vote or to direct the vote: 0
(ii)	Shared power to vote or to direct the vote: 0
(iii)	Sole power to dispose or to direct the disposition of: 0
(iv)	Shared power to dispose or to direct the disposition of: 591,300
5.	Ownership of Five Percent or Less of a Class: [X]
6.	Ownership of More than Five Percent on Behalf of Another Person.: $\ensuremath{\text{N/A}}$
7.	Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company: N/A
8.	Identification and Classification of Members of the Group:
9.	Notice of Dissolution of Group:
10.	Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in

the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

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.

02/12/03 Date

/s/ Philip T. Masterson Signature

Philip T. Masterson, Vice President Name/Title

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