

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934

(Amendment No.1)*

DESIGNS, INC.
(Name of Issuer)

COMMON STOCK
(Title of Class of Securities)

25057L102
(CUSIP Number)

Check the following box if a fee is being paid with this statement []. (A fee is not required only if the filing person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7).

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

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).

Page 1 of 5 pages

CUSIP NO. 25057L102
PAGE 2 OF 5 PAGES

13G

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

GRACE & WHITE, INC.

#13-2884675

CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

2
(a) []

(b) [-]

SEC USE ONLY

3

CITIZENSHIP OR PLACE OF ORGANIZATION

4

NEW YORK, U.S.A.

SOLE VOTING POWER

5

NUMBER OF
SHARES

194,000

BENEFICIALLY

6

SHARED VOTING POWER

OWNED BY

NONE

EACH

SOLE DISPOSITIVE POWER

7

REPORTING

2,057,100

PERSON

SHARED DISPOSITIVE POWER

8

WITH

NONE

AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING
PERSON

9

2,057,100

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

10

[-]

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

11

12.96%

TYPE OF REPORTING PERSON*

12

IA

Item 1.

(a) Name of Issuer: Designs, Inc.

(b) Address of Issuer's Principal Executive Offices:

66 B Street
Needham, MA 02194

Item 2.

(a) Name of Person Filing: Grace & White Inc.

(b) Address of Principal Business Office:

Grace & White, Inc.
515 Madison Ave. Suite 1700
New York, New York 10022

(c) Citizenship: New York Corporation

(d) Title of Class of Securities: Common Stock

(e) CUSIP Number: 25057L102

Item 3. If this statement is filed pursuant to Rule 13d-1(b),

or 13d-2(b), check whether the person filing is a:

(e) Investment adviser registered under Section 203 of
--- the Investment Advisers Act of 1940.

Item 4. Ownership.

(a) Amount beneficially owned:

The shares of Common Stock beneficially owned by
Grace & White, Inc. by this Schedule amount to 2,057,100
shares.

(b) Percent of Class:

12.96%

(c) For information on voting and dispositive power with
respect to the
above listed shares, see Items 5-8 of the Cover Page.

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

N/A

Item 6. Ownership of more than Five Percent on Behalf of
Another

Person.

N/A

Item 7. Identification and Classification of the Subsidiary
Which Acquired the

Security Being Reported on By the Parent Holding Company.

N/A.

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

N/A

Item 9. Notice of Dissolution of Group.

N/A.

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
transaction having
such purposes 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.

DATE: February 8, 1999

Grace & White, Inc.

By: GERALD I. WHITE

Gerald I. White
President