

WESTPOINT STEVENS INC

Form SC 13G/A

January 22, 2004

---

---

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

**SCHEDULE 13G**

(Rule 13d-102)

*Under the Securities Exchange Act of 1934*

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT  
TO RULES 13d-1(b) (c), AND (d) AND AMENDMENTS THERETO FILED  
PURSUANT TO RULE 13d-2

(Amendment No. 1)

**WESTPOINT STEVENS INC.**

*(Name of Issuer)*

**CLASS A COMMON STOCK, PAR VALUE \$0.01 PER SHARE**

*(Title of Class of Securities)*

**961238 10 2**

*(CUSIP Number)*

**December 31, 2003**

*(Date of Event Which Requires Filing of this Statement)*

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

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

\* 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).

---

---

---

13G

CUSIP No. **961238 10 2**

Page 2 of 6 Pages

---

(1) Name of Reporting Person/I.R.S. Identification Nos. of Above Persons (entities only)

**The Bank of Nova Scotia**

---

(2) Check the Appropriate Box if a Member of a Group (See Instructions)

(a)

(b)

---

(3) SEC Use Only

---

(4) Citizenship or Place of Organization

**Canada**

---

(5) Sole Voting Power  
**749,926**

Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

---

(6) Shared Voting Power  
**0**

---

(7) Sole Dispositive Power  
**749,926**

---

(8) Shared Dispositive Power  
**0**

---

(9) Aggregate Amount Beneficially Owned by Each Reporting Person

**749,926** at December 31, 2003

---

(10) Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)

(11) Percent of Class Represented by Amount in Row (9)

**1.5%\***

---

(12) Type of Reporting Person (See Instructions)

**CO**

---

\* Based on 49,897,409 shares of Class A Common Stock at December 31, 2003 as advised by WestPoint Stevens Inc.

**Item 1(a). Name of Issuer**

WestPoint Stevens Inc.

**Item 1(b). Address of Issuer's Principal Executive Offices**

WestPoint Stevens Inc.  
507 West Tenth Street  
West Point, Georgia 31833

**Item 2(a). Name of Persons Filing**

Of the **749,926** Class A Common Stock reported herein as being owned by The Bank of Nova Scotia (the "Bank"):

**77,358** are owned by the Bank directly; and

**672,568** are held by Calder & Co, a partnership established to hold securities in the partnership name for the account and subject to the order of the Bank (the "Nominee").

**Item 2(b). Address of Principal Business Office or, if None, Residence**

The Bank:           The Bank of Nova Scotia  
                          Attention: Group Compliance  
                          44 King Street West  
                          Toronto, Ontario, Canada M5H 1H1

The Nominee:       Calder & Co.  
                          c/o The Bank of Nova Scotia  
                          One Liberty Plaza, 24th Floor  
                          New York, New York 10006

**Item 2(c). Citizenship**

Scotiabank:         Organized under the laws of Canada.

The Nominee:       A New York partnership.

**Item 2(d). Title of Class of Securities**

Class A, Common Stock, par value \$0.01 per share

**Item 2(e).**      **CUSIP Number**

**961238 10 2**

**Item 3.**      **Filing Category**

Not applicable

**Item 4(a).**      **Amount Beneficially Owned**

**749,926**

**Item 4(b).**      **Percent of Class**

**1.5%**

**Item 4(c).**      **Number of shares as to which the Reporting Person has:**

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

**749,926**

(ii)      shared power to vote or direct the vote:

**0**

(iii)      sole power to dispose or to direct the disposition:

**749,926**

(iv)      shared power to dispose or to direct the disposition:

**0**

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following

**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 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 the signatory's knowledge and belief, the signatory certifies that the information set forth in this statement is true, complete and correct.

Dated: January 21, 2004

THE BANK OF NOVA SCOTIA

By: /s/ D.A. Smith \_\_\_\_\_

Name: D.A. Smith

Title: Vice-President, Group Compliance

6