

ROYAL GROUP TECHNOLOGIES LTD

Form SC 13G/A

February 06, 2004

OMB APPROVAL
OMB Number: 3235-0145
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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934  
(Amendment No. 2)

ROYAL GROUP TECHNOLOGIES LIMITED

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(Name of Issuer)

Subordinate Voting Shares

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(Title of Class of Securities)

779915 10 7

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(Cusip Number)

December 31, 2003

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(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this 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 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).

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1. Name of Reporting Person: I.R.S. Identification Nos. of above persons (entities only):  
The Bank of Nova Scotia

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2. Check the Appropriate Box if a Member of a Group:

(a)

(b)

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3. SEC Use Only:

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4. Citizenship or Place of Organization:  
Canada

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Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power:  
136,724

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6. Shared Voting Power:  
3,705,090

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7. Sole Dispositive Power:  
136,724

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8. Shared Dispositive Power:  
3,705,090

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9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
3,841,814 at December 31, 2003

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10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

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11.

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Percent of Class Represented by Amount in Row (9):  
4.75%

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12. Type of Reporting Person:  
CO

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1. Name of Reporting Person: Scotiabank (Ireland) Limited  
I.R.S. Identification Nos. of above persons (entities only):

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2. Check the Appropriate Box if a Member of a Group:  
(a)   
(b)

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3. SEC Use Only:

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4. Citizenship or Place of Organization:  
The Republic of Ireland

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Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power:  
0

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6. Shared Voting Power:  
3,600,000

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7. Sole Dispositive Power:  
0

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8. Shared Dispositive Power:  
3,600,000

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9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
3,600,000 at December 31, 2003

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10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

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11.

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Percent of Class Represented by Amount in Row (9):  
4.45%

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12. Type of Reporting Person:  
CO

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1. Name of Reporting Person: Scotia Capital Inc. I.R.S. Identification Nos. of above persons (entities only):

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2. Check the Appropriate Box if a Member of a Group:

(a)

(b)

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3. SEC Use Only:

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4. Citizenship or Place of Organization: Canada

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Number of  
Shares  
Beneficially  
Owned by  
Each  
Reporting  
Person With

5. Sole Voting Power:  
0

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6. Shared Voting Power:  
105,090

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7. Sole Dispositive Power:  
0

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8. Shared Dispositive Power:  
105,090

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9. Aggregate Amount Beneficially Owned by Each Reporting Person:  
105,090 at December 31, 2003

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10. Check if the Aggregate Amount in Row (9) Excludes Certain Shares:

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11.

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Percent of Class Represented by Amount in Row (9):  
0.13%

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12. Type of Reporting Person:  
CO

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

Royal Group Technologies Limited

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

Royal Group Technologies Limited  
1 Royal Gate Boulevard  
Woodbridge, Ontario, Canada  
L4L 8Z7

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

The Bank of Nova Scotia ( Scotiabank ) and Scotia Capital Inc ( SCI ), a wholly-owned subsidiary of Scotiabank and Scotiabank (Ireland) Limited ( SIL ), an indirect wholly-owned subsidiary of Scotiabank.

Of the subordinate voting shares reported herein as being the deemed aggregate amount beneficially owned by Scotiabank:

- (i) **136,724** are owned by Scotiabank directly;
- (ii) **105,090** are owned by SCI.
- (iii) **3,600,000** are owned by SIL (by way of an exchangeable debenture).

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

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

SCI: Scotia Capital Inc.  
40 King Street West, 65th Floor  
Toronto, Ontario, Canada M5H 1H1  
Attention: Institutional Equity Sales & Trading

SIL Scotiabank (Ireland) Limited  
I.F.S.C. House  
Custom House Quay  
Dublin 1, The Republic of Ireland

**Item 2(c).            Citizenship**

Scotiabank:            Organized under the laws of Canada.  
SCI:                      Organized under the laws of the Province of Ontario, Canada.  
SIL:                      Organized under the laws of The Republic of Ireland.

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

Subordinate Voting Shares

**Item 2(e).            CUSIP Number**

**779915 10 7**

**Item 3.                Filing Category**

Not applicable

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

Scotiabank:            **136,724**  
SCI:                      **105,090**  
SIL:                      **3,600,000**

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

Scotiabank:            **0.17%**  
SCI:                      **0.13%**  
SIL:                      **4.45%**

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

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

Scotiabank:            **136,724**  
SCI:                      **0**  
SIL:                      **0**

(ii)	shared power to vote or direct the vote:	
	Scotiabank:	<b>3,705,090</b>
	SCI:	<b>105,090</b>
	SIL:	<b>3,600,000</b>
(iii)	sole power to dispose or to direct the disposition:	
	Scotiabank:	<b>136,724</b>
	SCI:	<b>0</b>
	SIL:	<b>0</b>
(iv)	shared power to dispose or to direct the disposition:	
	Scotiabank:	<b>3,705,090</b>
	SCI:	<b>105,090</b>
	SIL:	<b>3,600,000</b>

**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 [ X ]

**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**

By signing below, each signatory certifies that, to the best of the signatory's knowledge and belief, the securities referred to above 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 the signatory's knowledge and belief, each signatory certifies that the information set forth in this statement is true, complete and correct.

Dated: February 5, 2004

THE BANK OF NOVA SCOTIA

By:           /s/ David Smith          

Name: David Smith  
Title: Vice-President, Group Compliance

SCOTIA CAPITAL INC.

By:           /s/ James Mountain          

Name: James Mountain  
Title: Managing Director

SCOTIABANK (IRELAND) LIMITED

By:           /s/ Robert Masters          

Name: Robert Masters  
Title: Unit Head

FILING AGREEMENT  
AMONG  
THE BANK OF NOVA SCOTIA,  
SCOTIA CAPITAL INC. AND  
SCOTIABANK (IRELAND) LIMITED

The undersigned hereby agree that the Schedule 13G with respect to the Subordinate Voting Shares of Royal Group Technologies Limited dated of even date herewith is and shall be filed on behalf of each of us pursuant to and in accordance with the provisions of Rules 13d-1(c) and 13d-1(k)(1) under the Securities Exchange Act of 1934, as amended.

Dated: February 5, 2004

THE BANK OF NOVA SCOTIA

By: /s/ David Smith

Name: David Smith  
Title: Vice-President, Group Compliance

SCOTIA CAPITAL INC.

By: /s/ James Mountain

Name: James Mountain  
Title: Managing Director

SCOTIABANK (IRELAND) LIMITED

By: /s/ Robert Masters

Name: Robert Masters  
Title: Unit Head