

JPS INDUSTRIES INC  
Form RW  
August 31, 2004

As filed with the Securities and Exchange Commission on August 31, 2004

Registration No. 333-69078

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**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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**POST EFFECTIVE AMENDMENT NO. 1 TO  
FORM S-8**

**REGISTRATION STATEMENT**

UNDER

THE SECURITIES ACT OF 1933

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**JPS INDUSTRIES, INC.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State or other jurisdiction of  
incorporation or organization)

**55 Beattie Place, Suite 1510**

**Greenville, South Carolina**

(Address of principal executive offices)

**57-0868166**  
(I.R.S. Employer Identification No.)

**29601**

(Zip code)

**JPS INDUSTRIES, INC. 1997 INCENTIVE AND  
CAPITAL ACCUMULATION PLAN, AS AMENDED**

(Full title of the plan)

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**Charles R. Tutterow**

**c/o JPS Industries, Inc.**

**55 Beattie Place, Suite 1510**

**Greenville, South Carolina 29601**

(Name and address of agent for service)

**(864) 239-3900**

(Telephone number, including area code, of agent for service)

**With a copy to:**

**Lizanne Thomas, Esq.**

**Jones Day**

**1420 Peachtree St., N.E.**

**Suite 800**

**Atlanta, Georgia 30309-3053**

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**CALCULATION OF REGISTRATION FEE**

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<b>Title of securities</b>	<b>Amount to be</b>	<b>Proposed maximum</b>	<b>Proposed maximum</b>	<b>Amount of</b>
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<b>to be registered</b>	<b>registered</b>	<b>offering price</b>	<b>aggregate</b>	<b>registration fee (1)</b>
Common Stock, \$0.01 par value	1,246,986	<b>per share (1)</b> \$5.718	<b>offering price (1)</b> \$7,130,266	\$1,783

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(1) Registration fee was paid upon filing of the original registration statement on Form S-8 (File No. 333-69078). Therefore, no further registration fee is required.

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**REMOVAL FROM REGISTRATION**

On September 7, 2001, JPS Industries, Inc. (the Registrant ) filed a registration statement on Form S-8 (No. 333-69078) for the purpose of registering 1,246,986 shares of its common stock, \$0.01 par value (the Common Stock ), to be issued under the JPS Industries, Inc. 1997 Incentive and Capital Accumulation Plan, as Amended. The Registrant is filing this Post-Effective Amendment No. 1 to that registration statement to deregister any and all remaining unsold shares of Common Stock covered by such registration statement as of the date hereof.

**SIGNATURES**

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Greenville, State of South Carolina, on the 31 day of August, 2004.

JPS INDUSTRIES, INC.

By: /s/ Charles R. Tutterow  
Name: Charles R. Tutterow

Title: Executive Vice President, Chief Financial  
Officer and Secretary

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the date indicated:

<u>Signature</u>	<u>Title</u>	<u>Date</u>
<u>/s/ Michael L. Fulbright</u> Michael L. Fulbright	Chairman of the Board, President and Chief Executive Officer	August 31, 2004
<u>/s/ Charles R. Tutterow</u> Charles R. Tutterow	Executive Vice President, Chief Financial Officer, Secretary and Director	August 31, 2004
<u>/s/ Robert J. Capozzi</u> Robert J. Capozzi	Director	August 31, 2004

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/s/ Nicholas P. DiPaolo

Director

August 31, 2004

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Nicholas P. DiPaolo

/s/ John M. Sullivan, Jr.

Director

August 31, 2004

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John M. Sullivan, Jr.