

ATCO

GROUP

Corporate Office



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February 11, 2004

Securities and Exchange Commission
Judiciary Plaza
450-5th Street, NW
Washington, DC 20549

PROCESSED

FEB 26 2004

THOMSON
FINANCIAL

SUPPL

ATCO Ltd.
File No.: 82-34745
Exemption Pursuant to Rule 12g3-2(b)

Dear Sir or Madam:

Pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934, as amended, enclosed is a copy of the following:

- ◆ Corporation's Form 1, filed February 11, 2004 for symbol ACO.X
- ◆ Corporation's Form 1, filed February 11, 2004 for symbol ACO.Y
- ◆ Corporation's Form 1, filed February 11, 2004 for symbol ACO.PR.A

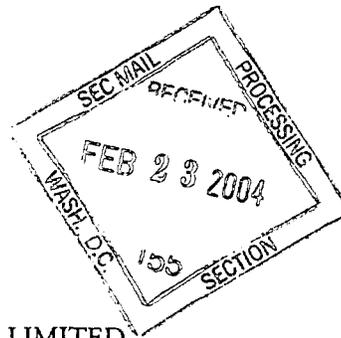
As required pursuant to Rule 12g3-2(b), the exemption number appears in the upper right-hand corner of each unbound page and of the first page of each bound document.

Please indicate your receipt of the enclosed by stamping the enclosed copy of this letter and returning it to the sender in the enclosed self-addressed, stamped envelope.

Regards,

Leslie Lawson
Corporate Secretarial Administrator

Encl.



ATCO LTD. & CANADIAN UTILITIES LIMITED

1400, 909 - 11th Avenue S.W., Calgary, Alberta T2R 1N6 Tel (403) 292-7500 Fax (403) 292-7623

Form 1 Submission - Change in Issued and Outstanding Securities

Issuer : Atco Ltd.
 Symbol : ACO.X
 Reporting Period: 01/01/2004 - 01/31/2004

Summary

Issued & Outstanding Opening Balance : 26,287,281 As at : 12/31/2003

Effect on Issued & Outstanding Securities

Employee Stock Option Plan 9,150
 Other Issuances and Cancellations 1,000

Issued & Outstanding Closing Balance : 26,297,431

Employee Stock Option Plan

Stock Options Outstanding Opening Balance: 9,150 As at : 01/31/2004

Effective Date	SAR	Options Granted	Options Exercised	Options Cancelled	SAR Reduction in Reserve
01/31/2004	N		9,150		
Totals		0	9,150	0	0

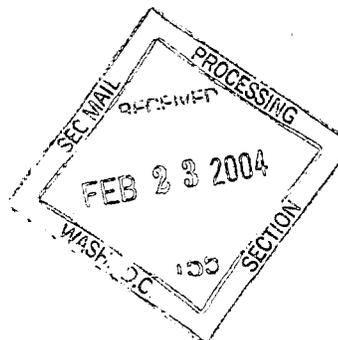
Stock Options Outstanding Closing Balance: 0 As at : 01/31/2004

Other Issuances and Cancellations

Effective Date	Transaction Type	Number of Securities
01/31/2004	Conversion (General)	1,000
Totals		1,000

Filed on behalf of the Issuer by:

Name: Leslie Ann Lawson
 Phone: 403-292-7909
 Email: leslie.lawson@atco.com
 Submission Date: 02/11/2004 11:49:16
 Last Updated: 02/11/2004 10:53:14



Form 1 Submission - Change in Issued and Outstanding Securities

Issuer : Atco Ltd.
 Symbol : ACO.Y
 Reporting Period: 01/01/2004 - 01/31/2004

Summary

Issued & Outstanding Opening Balance : 3,508,801 As at : 12/31/2003

Effect on Issued & Outstanding Securities

Other Issuances and Cancellations -1,000

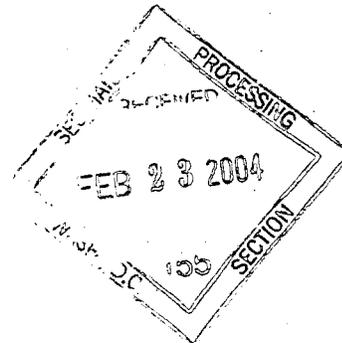
Issued & Outstanding Closing Balance : 3,507,801

Other Issuances and Cancellations

Effective Date	Transaction Type	Number of Securities
01/31/2004	Conversion (General)	-1,000
Totals		-1,000

Filed on behalf of the Issuer by:

Name: Leslie Ann Lawson
 Phone: 403-292-7909
 Email: leslie.lawson@atco.com
 Submission Date: 02/11/2004 11:51:11
 Last Updated: 02/11/2004 11:50:35



Form 1 Submission - Change in Issued and Outstanding Securities

Issuer : Atco Ltd.
 Symbol : ACO.PR.A
 Reporting Period: 01/01/2004 - 01/31/2004

Summary

Issued & Outstanding Opening Balance : 6,000,000 As at : 12/31/2003

Effect on Issued & Outstanding Securities

Other Issuances and Cancellations 0

Issued & Outstanding Closing Balance : 6,000,000

Other Issuances and Cancellations

Effective Date	Transaction Type	Number of Securities
Totals		0

Filed on behalf of the Issuer by:

Name: Leslie Ann Lawson
 Phone: 403-292-7909
 Email: leslie.lawson@atco.com
 Submission Date: 02/11/2004 11:52:06
 Last Updated: 02/11/2004 11:51:53

