

ATCO

GROUP

Corporate Office

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April 5, 2004

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



SUPPL
PROCESSED
APR 21 2004
THOMSON
FINANCIAL

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 April 5, 2004 for symbol ACO.X
- ◆ Corporation's Form 1, filed April 5, 2004 for symbol ACO.Y
- ◆ Corporation's Form 1, filed April 5, 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: 03/01/2004 - 03/31/2004

Summary

Issued & Outstanding Opening Balance : 26,298,431 As at : 03/01/2004

Effect on Issued & Outstanding Securities

Employee Stock Option Plan 450
 Other Issuances and Cancellations 0

Issued & Outstanding Closing Balance : 26,298,881

Employee Stock Option Plan

Stock Options Outstanding Opening Balance: 1,193,050 As at : 03/01/2004

Effective Date	SAR	Options Granted	Options Exercised	Options Cancelled	SAR Reduction in Reserve
03/31/2004	N		450		
Totals		0	450	0	0

Stock Options Outstanding Closing Balance: 1,192,600 As at : 03/31/2004

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: 04/05/2004 12:24:49
 Last Updated: 04/05/2004 12:19:49

Form 1 Submission - Change in Issued and Outstanding Securities

Issuer : Atco Ltd.
 Symbol : ACO.Y
 Reporting Period: 03/01/2004 - 03/31/2004

Summary

Issued & Outstanding Opening Balance : 3,506,801 As at : 03/01/2004

Effect on Issued & Outstanding Securities

Other Issuances and Cancellations 0

Issued & Outstanding Closing Balance : 3,506,801

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: 04/05/2004 12:25:30
 Last Updated: 04/05/2004 12:25:21

Form 1 Submission - Change in Issued and Outstanding Securities

Issuer : Atco Ltd.
 Symbol : ACO.PR.A
 Reporting Period: 03/01/2004 - 03/31/2004

Summary

Issued & Outstanding Opening Balance : 6,000,000 As at : 03/01/2004

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: 04/05/2004 12:26:00
 Last Updated: 04/05/2004 12:25:55