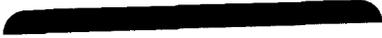


ATCO
GROUP

Corporate Office

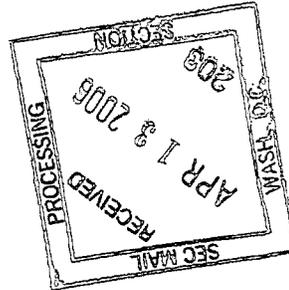
Telephone: (403) 292-7547
Fax: (403) 292-7623
email: jodene.dutnall@atco.com



06012526

April 5, 2006

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



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 5 – Declaration of Dividends and Press release

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,

Jodene Dutnall
Administrative Assistant
Corporate Secretarial Department
ATCO Ltd. and Canadian Utilities Limited

PROCESSED

APR 17 2006

**THOMSON
FINANCIAL**

Enclosure(s)

ATCO LTD. & CANADIAN UTILITIES LIMITED

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

Form 5 Submission - Dividend/Distribution Declaration

FILE NO. 82-34745

Issuer : Atco Ltd.

Security Symbol	Amount	Currency	Declaration Date	Record Date	Payable Date
ACO.NV.X	.205	CAD	04/04/2006	06/14/2006	06/30/2006
ACO.Y	.205	CAD	04/04/2006	06/14/2006	06/30/2006
ACO.PR.A	.359375	CAD	04/04/2006	05/10/2006	06/01/2006

Filed on behalf of the Issuer by:

Name: Leslie Lawson
Phone: 4032927909
Email: leslie.lawson@atco.com
Submission Date: 04/04/2006 19:24:22
Last Updated: 04/04/2006 19:24:22

ATCO GROUP NewsRelease

ATCO LTD. & CANADIAN UTILITIES LIMITED

Corporate Head Office: 1400, 909 -11 Avenue S.W. Calgary, Alberta T2R 1N6 Telephone: (403) 292-7500 Fax: (403) 292-7532

For Immediate Release

ATCO Ltd. Declares Quarterly Dividend

CALGARY, April 04, 2006 – The Board of Directors of ATCO Ltd. has declared the following quarterly dividends:

<u>Shares</u>	<u>TSX Stock Symbol</u>	<u>Dividend Per Share (\$)</u>	<u>Record Date (2006)</u>	<u>Payment Date (2006)</u>
Class I Non-Voting	ACO.NV.X	0.205	14-Jun	30-Jun
Class II Voting	ACO.Y	0.205	14-Jun	30-Jun
5.75% Series 3	ACO.PR.A	0.359375	10-May	01-Jun

ATCO Group is an Alberta based, worldwide organization of companies with more than 7,000 employees actively engaged in Power Generation, Utilities and Global Enterprises. More information about ATCO Ltd. can be found on its website, www.atco.com.

Contact: K.M. (Karen) Watson
Senior Vice President
& Chief Financial Officer
ATCO Ltd.
(403) 292-7502