



Telephone: (403) 292-7970  
Fax: (403) 292-7623  
e-mail: karen.sharp@atco.com

June 5, 2008

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

**SUPPL**

SEC  
Mail Processing  
Section

JUN 16 2008

**Canadian Utilities Limited**  
**File No.: 82-34744**  
**Exemption Pursuant to Rule 12g3-2(b)**

Washington, DC  
100

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 June 4, 2008 for symbol CU
- ◆ Corporation's Form 1, filed June 4, 2008 for symbol CU.X
- ◆ Corporation's Form 1, filed June 4, 2008 for symbol CU.PR.A
- ◆ Corporation's Form 1, filed June 4, 2008 for symbol CU.PR.B

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,

Karen Sharp, Senior Administrative Assistant  
Corporate Secretarial Department  
ATCO Ltd. and Canadian Utilities Limited

**PROCESSED**

JUN 20 2008 *E*

**THOMSON REUTERS**

Encl.

## Form 1 Submission - Change in Issued and Outstanding Securities

## AMENDMENT

Issuer : Canadian Utilities Limited  
 Symbol : CU  
 Reporting Period: 05/01/2008 - 05/31/2008

**Summary**

Issued & Outstanding Opening Balance : 81,573,186 As at : 05/01/2008

**Effect on Issued & Outstanding Securities**

Stock Option Plan 0  
 Other Issuances and Cancellations 53,700

Issued & Outstanding Closing Balance : 81,626,886

**Stock Option Plan**

Stock Options Outstanding Opening Balance: 1,445,700 As at : 05/01/2008

Effective Date	SAR	Options Granted	Options Exercised	Options Cancelled	SAR Reduction in Reserve
05/31/2008	N	6,000			
<b>Filer's comment</b>					
TSX Reserve = 4,426,400 TSX Available to be granted = 2,974,700					
Totals		6,000	0	0	0

Stock Options Outstanding Closing Balance: 1,451,700 As at : 05/31/2008

**Other Issuances and Cancellations**

Effective Date	Transaction Type	Number of Securities
05/31/2008	Conversion (General)	53,700
Totals		53,700

**Filed on behalf of the Issuer by:**

Name: Frances van der Basch  
 Phone: 4032927564  
 Email: frances.vanderbasch@atco.com  
 Submission Date: 06/04/2008  
 Last Updated: 06/04/2008

FILE NO. 82-34744

**Form 1 Submission - Change in Issued and Outstanding Securities**

Issuer : Canadian Utilities Limited  
 Symbol : CU.X  
 Reporting Period: 05/01/2008 - 05/31/2008

**Summary**

Issued & Outstanding Opening Balance : 43,721,484 As at : 05/01/2008

**Effect on Issued & Outstanding Securities**

Other Issuances and Cancellations -53,700

Issued & Outstanding Closing Balance : 43,667,784

**Other Issuances and Cancellations**

Effective Date	Transaction Type	Number of Securities
05/31/2008	Conversion (General)	-53,700
<b>Totals</b>		<b>-53,700</b>

**Filed on behalf of the Issuer by:**

Name: Frances van der Basch  
 Phone: 4032927564  
 Email: frances.vanderbasch@atco.com  
 Submission Date: 06/04/2008  
 Last Updated: 06/04/2008

FILE NO. 82-34744

**Form 1 Submission - Change in Issued and Outstanding Securities**

Issuer : Canadian Utilities Limited  
 Symbol : CU.PR.A  
 Reporting Period: 05/01/2008 - 05/31/2008

**Summary**

Issued & Outstanding Opening Balance : 6,000,000 As at : 05/01/2008

**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: Frances van der Basch  
 Phone: 4032927564  
 Email: frances.vanderbasch@atco.com  
 Submission Date: 06/04/2008  
 Last Updated: 06/04/2008

FILE NO. 82-34744

**Form 1 Submission - Change in Issued and Outstanding Securities**

Issuer : Canadian Utilities Limited  
 Symbol : CU.PR.B  
 Reporting Period: 05/01/2008 - 05/31/2008

**Summary**

Issued & Outstanding Opening Balance : 6,000,000 As at : 05/01/2008

**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: Frances van der Basch  
 Phone: 4032927564  
 Email: frances.vanderbasch@atco.com  
 Submission Date: 06/04/2008  
 Last Updated: 06/04/2008

**END**