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February 6, 2009

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

SUPPL

SEC
Mail Processing
Section

FEB 2 02009

Washington, DC
101

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 2, 2009 for symbol ACO.X
- ◆ Corporation's Form 1, filed February 2, 2009 for symbol ACO.Y
- ◆ Corporation's Form 1, filed February 2, 2009 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,

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

Encl.

PROCESSED

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THOMSON REUTERS

FILE NO. 82-34745

Form 1 Submission - Change in Issued and Outstanding Securities

Issuer : Atco Ltd.
 Symbol : ACO.X
 Reporting Period: 01/01/2009 - 01/31/2009

Summary

Issued & Outstanding Opening Balance : 50,915,946 As at : 01/01/2009

Effect on Issued & Outstanding Securities

Other Issuances and Cancellations 0

Issued & Outstanding Closing Balance : 50,915,946

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: 02/02/2009
 Last Updated: 02/02/2009

Form 1 Submission - Change in Issued and Outstanding Securities

FILE NO. 82-34745

Issuer : Atco Ltd.
 Symbol : ACO.Y
 Reporting Period: 01/01/2009 - 01/31/2009

Summary

Issued & Outstanding Opening Balance : 6,863,368 As at : 01/01/2009

Effect on Issued & Outstanding Securities

Other Issuances and Cancellations 0

Issued & Outstanding Closing Balance : 6,863,368

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: 02/02/2009
 Last Updated: 02/02/2009

Form 1 Submission - Change in Issued and Outstanding Securities

FILE NO. 82-34745

Issuer : Atco Ltd.
 Symbol : ACO.PR.A
 Reporting Period: 01/01/2009 - 01/31/2009

Summary

Issued & Outstanding Opening Balance : 6,000,000 As at : 01/01/2009

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: 02/02/2009
 Last Updated: 02/02/2009

END