

CONSOLIDATED WATER CO LTD

Form SC 13G

March 29, 2011

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549  
SCHEDULE 13G  
(Rule 13d-102)  
Information Statement Pursuant to Rules 13d-1 and 13d-2  
Under the Securities Exchange Act of 1934  
(Amendment No. \_)\* Corrected<sup>[1]</sup>  
Consolidated Water Co. Ltd.**

(Name of Issuer)  
COMMON STOCK

(Title of Class of Securities)  
G23773107

(CUSIP Number)  
December 31, 2010<sup>[2]</sup>

Date of Event Which Requires Filing of the Statement

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934 ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

<sup>[1]</sup><sup>[2]</sup> This Corrected Schedule 13G is being filed to correct the Schedule 13G filed by Commonwealth Bank of Australia, Colonial Holding Company Limited, Commonwealth Insurance Holdings Limited, and Colonial First State Group Limited on February 7, 2011, which, as the result of an administrative error, did not include First State Investment Management (UK) Limited as a reporting person. Upon discovering this error, the reporting persons promptly took steps to file this Corrected Schedule 13G, which includes beneficial ownership information relating to First State Investment Management (UK) Limited and speaks as of December 31, 2010. The beneficial ownership information relating to Commonwealth Bank of Australia, Colonial Holding Company Limited, Commonwealth Insurance Holdings Limited, and Colonial First State Group Limited set forth in the Schedule 13G filed on February 7, 2011, remains unchanged herein.

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Item 1(a) Name of Issuer: Consolidated Water Co Ltd

Item 1(b) Address of Issuer's Principal Executive Offices

Item 2(a) Name of Person Filing

Item 2(b) Address of Principal Business Office

Item 2(c) Citizenship

Item 2(d) Title of Class of Securities

Item 2(e) CUSIP Number: G23773107

Item 3 If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a

Item 4 Ownership

Item 5 Ownership of Five Percent or Less of a Class

Item 6 Ownership of More than Five Percent on Behalf of Another Person

Item 7 Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company

Item 8 Identification and Classification of Members of the Group

Item 9 Notice of Dissolution of Group

Item 10 Certification

**INDEX TO EXHIBITS**

EX-99.1

EX-99.2

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**1** NAME OF REPORTING PERSON  
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
 Commonwealth Bank of Australia

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
 (a)   
 (b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
 Australian Capital Territory, Commonwealth of Australia

**5** SOLE VOTING POWER  
 NUMBER OF 0

**6** SHARES SHARED VOTING POWER  
 BENEFICIALLY OWNED BY 1,087,022 shares

**7** EACH SOLE DISPOSITIVE POWER  
 REPORTING PERSON 0

**8** WITH SHARED DISPOSITIVE POWER  
 1,087,022 shares

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,087,022 shares

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

**10**

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

**11**

Approximately 7.47% (based on 14,549,893 shares issued and outstanding, per Form 10-Q dated 11/9/2010)

TYPE OF REPORTING PERSON

**12**

BK/HC

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Cusip No. 602675100 **13G** Page 3 of 13

**1** NAME OF REPORTING PERSON  
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
 Colonial Holding Company Limited

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
 (a)   
 (b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
 New South Wales, Commonwealth of Australia

**5** SOLE VOTING POWER  
 NUMBER OF 0

**6** SHARES BENEFICIALLY OWNED BY  
 SHARED VOTING POWER  
 1,087,022 shares

**7** EACH REPORTING PERSON  
 SOLE DISPOSITIVE POWER  
 0

**8** WITH  
 SHARED DISPOSITIVE POWER  
 1,087,022 shares

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 1,087,022 shares

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

**10**

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TYPE OF REPORTING PERSON

**12**

HC

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Cusip No. 602675100 **13G** Page 4 of 13

**1** NAME OF REPORTING PERSON  
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
 Commonwealth Insurance Holdings Limited

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
 (a)   
 (b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
 New South Wales, Commonwealth of Australia

**5** SOLE VOTING POWER  
 NUMBER OF 0

**6** SHARES BENEFICIALLY OWNED BY  
 SHARED VOTING POWER  
 1,087,022 shares

**7** EACH REPORTING PERSON  
 SOLE DISPOSITIVE POWER  
 0

**8** WITH  
 SHARED DISPOSITIVE POWER  
 1,087,022 shares

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 1,087,022 shares

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

**10**

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

**11**

Approximately 7.47% (based on 14,549,893 shares issued and outstanding, per Form 10-Q dated 11/9/2010)

TYPE OF REPORTING PERSON

**12**

HC

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Cusip No. 602675100 **13G** Page 5 of 13

**1** NAME OF REPORTING PERSON  
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
 Colonial First State Group Limited

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
 (a)   
 (b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
 Victoria, Commonwealth of Australia

**5** SOLE VOTING POWER  
 NUMBER OF 0

**6** SHARES BENEFICIALLY OWNED BY  
 SHARED VOTING POWER  
 1,087,022 shares

**7** EACH REPORTING PERSON  
 SOLE DISPOSITIVE POWER  
 0

**8** WITH  
 SHARED DISPOSITIVE POWER  
 1,087,022 shares

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 1,087,022 shares

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

**10**

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

**11**

Approximately 7.47% (based on 14,549,893 shares issued and outstanding, per Form 10-Q dated 11/9/2010)

TYPE OF REPORTING PERSON

**12**

HC

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Cusip No. 602675100 **13G** Page 6 of 13

**1** NAME OF REPORTING PERSON  
 S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON  
 First State Investment Management (UK) Limited

**2** CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
 (a)   
 (b)

**3** SEC USE ONLY

**4** CITIZENSHIP OR PLACE OF ORGANIZATION  
 Scotland, United Kingdom

**5** SOLE VOTING POWER  
 NUMBER OF 0

**6** SHARES SHARED VOTING POWER  
 BENEFICIALLY OWNED BY 1,087,022 shares

**7** SOLE DISPOSITIVE POWER  
 EACH REPORTING PERSON 0

**8** SHARED DISPOSITIVE POWER  
 WITH 1,087,022 shares

**9** AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
 1,087,022 shares

CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

**10**

o

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

**11**

Approximately 7.47% (based on 14,549,893 shares issued and outstanding, per Form 10-Q dated 11/9/2010)

TYPE OF REPORTING PERSON

**12**

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|-----------|--|------------|------|---|----|----|
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| Item 1(a) | Name of Issuer: Consolidated Water Co Ltd        |            |      |   |    |    |
| Item 1(b) | Address of Issuer's Principal Executive Offices: |            |      |   |    |    |
|           | Regatta Office Park                              |            |      |   |    |    |
|           | West Bay Road, Po Box 1114                       |            |      |   |    |    |
|           | Grand Cayman, Ky1 1102                           |            |      |   |    |    |
|           | Cayman Islands                                   |            |      |   |    |    |
| Item 2(a) | Name of Person Filing                            |            |      |   |    |    |
| Item 2(b) | Address of Principal Business Office             |            |      |   |    |    |
| Item 2(c) | Citizenship                                      |            |      |   |    |    |
|           | Commonwealth Bank of Australia                   |            |      |   |    |    |
|           | Ground Floor, Tower 1                            |            |      |   |    |    |
|           | 201 Sussex Street                                |            |      |   |    |    |
|           | Sydney, New South Wales, 2000                    |            |      |   |    |    |
|           | Commonwealth of Australia                        |            |      |   |    |    |
|           | Australian Capital Territory                     |            |      |   |    |    |
|           | Colonial Holding Company Limited                 |            |      |   |    |    |
|           | Ground Floor, Tower 1                            |            |      |   |    |    |
|           | 201 Sussex Street                                |            |      |   |    |    |
|           | Sydney, New South Wales, 2000.                   |            |      |   |    |    |
|           | Commonwealth of Australia                        |            |      |   |    |    |
|           | New South Wales                                  |            |      |   |    |    |
|           | Commonwealth Insurance Holdings Limited          |            |      |   |    |    |
|           | Ground Floor, Tower 1                            |            |      |   |    |    |
|           | 201 Sussex Street                                |            |      |   |    |    |
|           | Sydney, New South Wales, 2000                    |            |      |   |    |    |
|           | Commonwealth of Australia                        |            |      |   |    |    |
|           | New South Wales                                  |            |      |   |    |    |
|           | Colonial First State Group Limited               |            |      |   |    |    |
|           | Ground Floor, Tower 1                            |            |      |   |    |    |
|           | 201 Sussex Street                                |            |      |   |    |    |
|           | Sydney, New South Wales, 2000                    |            |      |   |    |    |
|           | Commonwealth of Australia                        |            |      |   |    |    |
|           | Victoria   |            |      |   |    |    |
|           | First State Investment Management (UK) Limited   |            |      |   |    |    |
|           | 23 St Andrew Square                              |            |      |   |    |    |
|           | Edinburgh, EH2 1BB                               |            |      |   |    |    |
|           | Scotland   |            |      |   |    |    |
| Item 2(d) | Title of Class of Securities:                    |            |      |   |    |    |
|           | COMMON STOCK                                     |            |      |   |    |    |

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 Item 2(e) CUSIP Number: G23773107

Item 3 If this statement is filed pursuant to Rules 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

- (a)  Broker or dealer registered under Section 15 of the Exchange Act;
- (b)  Bank as defined in Section 3(a)(6) of the Exchange Act;
- (c)  Insurance company as defined in Section 3(a)(19) of the Exchange Act;
- (d)  Investment company registered under Section 8 of the Investment Company Act;
- (e)  An investment adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f)  An employee benefit plan or endowment fund in accordance with Rule 13d-1(b)(1)(ii)(F);
- (g)  A parent holding company or control person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h)  A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act;
- (i)  A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act;
- (j)  A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);
- (k)  Group, in accordance with Rule 13d-1(b)(1)(ii)(K).

If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution: Investment Advisor.

If this statement is filed pursuant to Rule 13d-1(c), check this box:

Item 4 Ownership:

- (a) Amount beneficially owned:  
 Incorporated by reference to Item 9 of the cover page pertaining to each reporting person.
- (b) Percent of Class:  
 Incorporated by reference to Item 11 of the cover page pertaining to each reporting person.
- (c) Number of shares as to which such person has:

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(i) sole power to vote or to direct the vote:

Incorporated by reference to Item 5 of the cover page pertaining to each reporting person.

(ii) shared power to vote or to direct the vote:

Incorporated by reference to Item 6 of the cover page pertaining to each reporting person.

(iii) sole power to dispose or to direct the disposition of:

Incorporated by reference to Item 7 of the cover page pertaining to each reporting person.

(iv) shared power to dispose or to direct the disposition of:

Incorporated by reference to Item 8 of the cover page pertaining to each reporting person.

Item 5 Ownership of Five Percent or Less of a Class:

Not Applicable.

Item 6 Ownership of More than Five Percent on Behalf of Another Person:

Not Applicable.

Item 7 Identification and Classification of the Subsidiary which Acquired the Security Being Reported on by the Parent Holding Company:

See Exhibit 99.2.

Item 8 Identification and Classification of Members of the Group:

Not Applicable.

Item 9 Notice of Dissolution of Group:

Not Applicable.

Item 10 Certification:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect. I also certify that, to the best of my knowledge and belief, the foreign regulatory schemes applicable to the relevant

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subsidiaries referenced in Exhibit 99.2 to this Schedule 13G are substantially comparable to the regulatory scheme applicable to the functionally equivalent U.S. institution(s), and that I undertake to furnish to the Commission staff, upon request, information that would otherwise be disclosed in a Schedule 13D.

After reasonable inquiry and to the best of its knowledge and belief, the undersigned certify that the information set forth in this statement is true, complete and correct.

Dated this \_\_ day of March, 2011.

**Commonwealth Bank of Australia**

By: /s/ John Damien Hatton  
Name: John Damien Hatton  
Title: Company Secretary

**Colonial Holding Company Limited**

By: /s/ John Damien Hatton  
Name: John Damien Hatton  
Title: Director

**Commonwealth Insurance Holdings Limited**

By: /s/ John Damien Hatton  
Name: John Damien Hatton  
Title: Director

**Colonial First State Group Limited**

By: /s/ John Damien Hatton  
Name: John Damien Hatton  
Title: Director

**First State Investment Management (UK) Limited**

By: /s/ Gregory Robert Cooper  
Name: Gregory Robert Cooper  
Title: Director

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**INDEX TO EXHIBITS**

|                    |                               |
|--------------------|-------------------------------|
| <b>Exhibit No.</b> | <b>Exhibit</b>                |
| <b>99.1</b>        | <b>Joint Filing Agreement</b> |
| <b>99.2</b>        | <b>Item 7 Information</b>     |