

CONSOLIDATED WATER CO LTD  
Form SC 13G  
February 07, 2011

**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. \_ )\*  
Consolidated Water Co. Ltd.**

(Name of Issuer)  
COMMON STOCK

(Title of Class of Securities)  
G23773107

(CUSIP Number)  
December 31, 2010

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).

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	
SHARES	6	SHARED VOTING POWER
BENEFICIALLY		
OWNED BY	1,087,022 shares	
EACH	7	SOLE DISPOSITIVE POWER
REPORTING		
PERSON	0	
WITH	8	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**

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**

BK/HC

---

CUSIP No. 602675100

13G

Page 3 of 12

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

	7	SOLE DISPOSITIVE POWER
EACH		
REPORTING	0	
PERSON		

	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**

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

---

CUSIP No. 602675100

13G

Page 4 of 12

**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

	<b>5</b>	SOLE VOTING POWER
NUMBER OF	0	
SHARES		SHARED VOTING POWER
BENEFICIALLY	<b>6</b>	
OWNED BY		1,087,022 shares

EACH	<b>7</b>	SOLE DISPOSITIVE POWER
REPORTING		
PERSON	0	

WITH	<b>8</b>	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

---

CUSIP No. 602675100

13G

Page 5 of 12

**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)  o  
 (b)  p

**3** SEC USE ONLY

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

	<b>5</b>	SOLE VOTING POWER
NUMBER OF	0	
SHARES		SHARED VOTING POWER
BENEFICIALLY	<b>6</b>	
OWNED BY		1,087,022 shares

EACH	<b>7</b>	SOLE DISPOSITIVE POWER
REPORTING		
PERSON	0	

WITH	<b>8</b>	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

---

CUSIP No. 602675100 **13G** Page 6 of 12

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

Item 2(d) Title of Class of Securities:

**COMMON STOCK**

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:

CUSIP No. 602675100 **13G** Page 7 of 12

- (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: \_\_\_\_\_

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:

(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.

CUSIP No. 602675100 **13G** Page 8 of 12

(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 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.

---

CUSIP No. 602675100

**13G**

Page 9 of 12

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 13 day of January, 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

---

CUSIP No. 602675100

**13G**  
**INDEX TO EXHIBITS**

Page 10 of 12

**Exhibit No. Exhibit**

**99.1 Joint Filing Agreement**

**99.2 Item 7 Information**