Banham John Michael Middlecott

Form 4 February 01, 2011

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

0.5

OMB APPROVAL

Form 4 or Form 5 obligations may continue. See Instruction

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

burden hours per response...

1(b).

Common

Shares

01/28/2011

(Print or Type Responses)

1. Name and Address of Reporting Person * Banham John Michael Middlecott			2. Issuer Name and Ticker or Trading Symbol			5. Relations Issuer	5. Relationship of Reporting Person(s) to Issuer			
			Invesco	Ltd. [IVZ	<i>,</i>]		(Check all applicable)			
(Last)	(First) (N	Middle)	3. Date of	Earliest Tra	nsaction					
			(Month/Da	ay/Year)		_X_ Direct	tor	10% Owner		
1555 PEACHTREE STREET NE, SUITE 1800			01/28/2011			Office below)	er (give titlebelow	Other (specify		
1,2,50112			1 If Amor	dmant Dat	a Original	6 Individua	al an Iaint/Cnaum	Filing (Charle		
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)			1.1	Applicable Line) _X_ Form filed by One Reporting Person			
ATLANTA,	, GA 30309						ed by One Reports ed by More than O			
(City)	(State)	(Zip)	Table	e I - Non-D	erivative Securities A	cquired, Dispo	sed of, or Bene	ficially Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution any		3. Transaction Code (Instr. 8)	4. Securities on Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount o Securities Beneficially Owned Following Reported Transaction(Form: Dir (D) or Indirect (I (Instr. 4)	ect Indirect Beneficial		

Code V Amount

963

A

(D)

Price

\$0

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474

(9-02)

(Instr. 3 and 4)

D

22,884

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: Banham John Michael Middlecott - Form 4

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)			ate	7. Title Amoun Under	int of lying ities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
	Derivative Security				Securities Acquired			(Instr.	3 and 4)		Owne Follo
					(A) or Disposed						Repo Trans
					of (D) (Instr. 3, 4, and 5)						(Instr
					4, and 3)				Amount		
						Date Exercisable	Expiration Date	Title	or Number of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Banham John Michael Middlecott 1555 PEACHTREE STREET NE SUITE 1800 ATLANTA, GA 30309	X					
o : .						

Signatures

/s/ Jonathan J. Doyle, as Attorney in Fact 02/01/2011

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Remarks:

This Form 4 reports the acquisition by the reporting person of Common Shares resulting from a quarterly grant to the registrar Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2