Armour Gregory Mark Form 4 February 28, 2012

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

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5. Relationship of Reporting Person(s) to

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

02/26/2012

02/27/2012

02/27/2012

Shares Common

Shares

Shares

Shares

Common

Common

	Armour Gre	gory Mark	Symbol Invesco	o Ltd. [IVZ]	Issuer			
	(Last) 1555 PEAC	(First) (M	(Month/D	of Earliest Transaction Day/Year) 2012	(Check all applicable) Director 10% Owner _X_ Officer (give title Other (specify			
	NE, SUITE	1800			below) below) SMD			
ATLANTA, GA 30309				endment, Date Original onth/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
	(City)	(State)	(Zip) Tabl	le I - Non-Derivative Securities A	cquired, Disposed of, or Beneficially Owned			
	1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquire Transaction(A) or Disposed of (I Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Prince	Objective Securities Deneficially Securities Beneficially Form: Direct Beneficial Owned (D) or Ownership Indirect (I) (Instr. 4) Reported (Instr. 4) Transaction(s) (Instr. 3 and 4)			
	Charas	02/26/2012		M 37,245 A \$0	105,633 D			

14,694 D

61,242 A

24,160 D

90,939

152,181

128,021

\$0

D

D

D

F

M

F

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

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SEC 1474 (9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of TransactiorDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8 1 9	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units (1)	\$ 0	02/26/2012		M		37,245	(2)	(2)	Common Shares	37,245	
Restricted Stock Units (1)	\$ 0	02/27/2012		M		61,242	<u>(2)</u>	(2)	Common Shares	61,242	

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 9	Director	10% Owner	Officer	Other		
Armour Gregory Mark						
1555 PEACHTREE STREET NE			SMD			
SUITE 1800			SMD			
ATLANTA, GA 30309						

Signatures

/s/ Jonathan J. Doyle, as Attorney in Fact 02/28/2012

**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).
- (1) Each Restricted Stock Unit represents a contingent right to receive one Common Share of Invesco Ltd.
- (2) The Restricted Stock Units vest in four equal annual installments and expire upon the employee's termination of employment.

Remarks:

Reporting Owners 2

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This Form 4 reports (i) the acquisition of Common shares as a result of the vesting of certain Restricted Stock Units under the 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.