

Invesco Ltd.  
Form 5  
February 14, 2008

# FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2005  
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

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

1. Name and Address of Reporting Person \*  
Yerbury Bob

(Last) (First) (Middle)

INVESCO  
PERPETUAL, PERPETUAL  
PARK

(Street)

HENLEY-ON-THAMS, X0 rg9  
1hh

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Invesco Ltd. [IVZ]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2007

4. If Amendment, Date Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Senior Managing Director

6. Individual or Joint/Group Reporting

(check applicable line)

Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, 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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Price			
Ordinary Shares	12/04/2007	Â	J <sup>(1)</sup>	299,740 D \$ 0 0		D	Â
Common Shares	12/04/2007	Â	J <sup>(1)</sup>	149,870 <sup>(1)</sup> A \$ 0 141,685 <sup>(2)</sup>		D	Â
Ordinary Shares	12/04/2007	Â	J <sup>(1)</sup>	105,250 D \$ 0 0		I	By spouse
Common	12/04/2007	Â	J <sup>(1)</sup>	52,625 A \$ 0 52,625		I	By spouse

Edgar Filing: Invesco Ltd. - Form 5

Shares

(1)

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 2270  
(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Underlying (Instr. 3 and 4)
					(A)	(D)	Date Exercisable	Expiration Date	
Deferred Share Awards -Time Vesting	Â	12/04/2007	Â	<u>J</u> <sup>(1)</sup>	Â	333,333	11/30/2008	Â <u>(4)</u>	Ordinary Shares
Deferred Share Awards -Time Vesting	Â	12/04/2007	Â	<u>J</u> <sup>(1)</sup>	166,667 <u>(1)</u>	Â	11/30/2008	Â <u>(4)</u>	Common Shares
Deferred Share Awards -Time Vesting	Â	12/04/2007	Â	<u>J</u> <sup>(1)</sup>	Â	333,333	11/30/2009	Â <u>(4)</u>	Ordinary Shares
Deferred Share Awards -Time Vesting	Â	12/04/2007	Â	<u>J</u> <sup>(1)</sup>	166,667 <u>(1)</u>	Â	11/30/2009	Â <u>(4)</u>	Common Shares
Options to Purchase -Time Vesting	Â	12/04/2007	Â	<u>J</u> <sup>(1)</sup>	Â	25,000	12/04/2004	12/03/2011	Ordinary Shares
Options to Purchase -Time Vesting	Â	12/04/2007	Â	<u>J</u> <sup>(1)</sup>	12,500 <u>(1)</u>	Â	12/04/2004	12/03/2011	Common Shares



## Edgar Filing: Invesco Ltd. - Form 5

This Form 5 shows these holdings separately.

- (3) Not applicable
- (4) Deferred Share Award expires upon failure to vest
- (5) Exercise Price=9.5000 Pounds Sterling per share
- (6) Exercise Price=19.0000 Pounds Sterling per share
- (7) Exercise Price=14.4000 Pounds Sterling per share
- (8) Exercise Price=28.8000 Pounds Sterling per share
- (9) Exercise Price=13.6600 Pounds Sterling per share
- (10) Exercise Price=27.3200 Pounds Sterling per share

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.