

Invesco Mortgage Capital Inc.  
 Form 3  
 July 06, 2009

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
^ Invesco Ltd.		(Month/Day/Year)	Invesco Mortgage Capital Inc. [IVR]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
1555 PEACHTREE STREET		07/01/2009	(Check all applicable)	
NE,^ SUITE 1800			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
(Street)			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
ATLANTA,^ GA^ 30309			(give title below)	(specify below)
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input type="checkbox"/> Form filed by One Reporting Person	
			<input checked="" type="checkbox"/> Form filed by More than One Reporting Person	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$0.01 per share	75,100	I	Through subsidiary <sup>(1)</sup>

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)  Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Amount or Number of Shares	or Indirect (I) (Instr. 5)	
Units of Limited Partnership Interest <sup>(2)</sup>	Â <sup>(3)</sup>	Â <sup>(3)</sup>	Common Stock 1,425,000 \$ 0	I	By subsidiary <sup>(2)</sup> <u>(3)</u>

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Invesco Ltd. 1555 PEACHTREE STREET NE SUITE 1800 ATLANTA, GA 30309	Â	Â X	Â	Â
Invesco Investments (Bermuda) Ltd. CANON'S COURT 22 VICTORIA STREET HAMILTON, D0 HM 12	Â	Â X	Â	Â

## Signatures

By: /s/ Robert H. Rigsby 07/06/2009

Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) Invesco Ltd. beneficially owns common stock in the issuer through its indirect, wholly-owned subsidiary Invesco Institutional (N.A.), Inc.  
Units of Limited Partnership Interest ("OP units") are issued by IAS Operating Partnership LP, a limited partnership. OP units are
- (2) exchangeable, on a one-for-one basis, by Invesco Investments (Bermuda) Ltd. for either, at the issuer's option: (i) cash equal to the market value of an equivalent number of shares of the issuer's common stock, or (ii) shares of the issuer's common stock.
- (3) OP units are exchangeable for common stock of the issuer commencing upon their issuance and for so long as they are outstanding.

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### Remarks:

This Form 3 is filed jointly by Invesco Ltd. and its wholly owned subsidiary Invesco Investments

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.