Robertson James Form 4 March 19, 2008

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

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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)

may continue.

See Instruction

1(b).

1. Name and A Robertson J	address of Reporting ames	Symbol	er Name and Ticker or Trading o Ltd. [IVZ]	5. Relationship of Reporting Person(s) to Issuer
(Last)	(First) (1	Middle) 3. Date of	of Earliest Transaction Day/Year)	(Check all applicable) _X_ Director10% Owner
1360 PEAC	HTREE STREE		•	_X_ Officer (give title Other (specify below) Senior Managing Director
	(Street)		nendment, Date Original onth/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)
ATLANTA	, GA 30309			_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person
(City)	(State)	(Zip) Tak	ble I - Non-Derivative Securities A	Acquired, Disposed of, or Beneficially Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Pri	D) Securities Form: Direct Indirect Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4)
Common Shares (1)	12/13/2007		F $\frac{3,887}{(2)}$ D $\frac{\$}{27}$	36 600,284 (3) D

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

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amou	ınt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	rities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	. 3 and 4)		Own
	Security				Acquired						Follo
	-				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration	 .	or		
							Date		Number		
				~					of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address			Relationships			
1 0	Director	10% Owner	Officer	Other		
Robertson James 1360 PEACHTREE STREET ATLANTA, GA 30309	X		Senior Managing Director			

Signatures

/s/ Jonathan J. Doyle, as Attorney 03/19/2008 in Fact

**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).
- On December 4, 2007, INVESCO PLC effected a redomicile to Bermuda pursuant to a U.K.Scheme of Arrangement under which shareholders received Common Shares in Invesco Ltd., the new Bermunda parent Company, in exchange for their Ordinary Shares, par value \$0.10 per share, in INVESCO PLC. Following the redomicile, Invesco Ltd. effected a one-for-two reverse stock split, such that shareholders now hold Common Shares, par value \$0.20 per share.
- (2) Shares were withheld from the total number that vested pursuant to a Deferred Share Award Time Vesting with respect to 9,481 Common Shares in Invesco Ltd. The vesting was previously reported on a Form 4 filed by the reporting person on December 4, 2007.
- (3) Includes 21189 Common Shares subject to a Restricted Share Award.

Remarks:

This Form 4 reports the witholding on December 13, 2007 of certain shares to pay taxes in connection with the vesting of certain Deferred Share Awards - Time Vesting on November 30, 2007. As explained in the footnotes hereto, on December 4, 2007, INVESCO PLC effected a redomicile to Bermuda pursuant to a U.K. Scheme of Arrangement under which shareholders received Common Shares in Invesco Ltd., the new Bermuda parent company, in exchange for their Ordinary Shares, par value \$0.10 per share, in INVESCO PLC. Following the redomicile, Invesco Ltd. effected a one-for-two reverse stock split, such that shareholders now hold Common Shares, par value \$0.20 per share.

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