

Invesco Ltd.  
Form 8-K  
October 20, 2009  
,

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**CURRENT REPORT**

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): October 19, 2009

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**Invesco Ltd.**

(Exact name of registrant as specified in its charter)

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**Bermuda**  
(State or other jurisdiction  
of incorporation)

**001-13908**  
(Commission File Number)

**98-0557567**  
(IRS Employer  
Identification No.)

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1555 Peachtree Street, N.E., Atlanta, Georgia 30309  
(Address of principal executive offices) (Zip Code)  
Registrant's telephone number, including area code: (404)892-0896

n/a

(Former name or former address, if changed since last report.)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 7.01 Regulation FD Disclosure.**

On October 19, 2009, Invesco Ltd. ("Invesco") and Morgan Stanley entered into a Transaction Agreement (the "Transaction Agreement"), pursuant to which Invesco agreed to acquire the retail investment management business of Morgan Stanley by (i) acquiring Van Kampen Investments,

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Inc. and its subsidiaries and (ii) purchasing certain assets and assuming certain liabilities associated with designated non-Van Kampen retail investment products.

Invesco has issued a press release announcing the execution of the Transaction Agreement. A copy of that press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

The information furnished in this Item 7.01 shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933, as amended.

### Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

| <b>Exhibit No.</b> | <b><u>Description</u></b>                                     |
|--------------------|---|
| 99.1               | Press Release, dated October 19, 2009, issued by Invesco Ltd. |

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### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**Invesco Ltd.**

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By: /s/ Robert H. Rigsby  
Robert H. Rigsby  
Managing Director - Corporate Legal

Date: October 19, 2009

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**Exhibit Index**

| <b>Exhibit No.</b> | <b><u>Description</u></b>                                     |
|--------------------|---|
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