

AMVESCAP PLC/LONDON/

Form 424B3

December 08, 2005

THE BANK OF NEW
YORK

NEW YORKS FIRST BANK FOUNDED 1784 BY
ALEXANDER HAMILTON

101 BARCLAY STREET, NEW YORK, N.Y. 10286
AMERICAN DEPOSITARY RECEIPTS

December 8, 2005

SECURITIES & EXCHANGE COMMISSION
450 Fifth Street, NW
Washington, DC 20549

Attn.: Document Control

RE: American Depositary Shares evidenced
by American Depositary Receipts, each
representing two Ordinary Shares of
AMVESCAP PLC
(Form F6 File No. 3339558)

Ladies and Gentlemen:

Pursuant to Rule 424(b)(3) under the Securities
Act of 1933, as amended, on behalf of The Bank
of New York, as Depositary for securities
against which American Depositary Receipts are
to be issued, we attach a copy of the new
prospectus (Prospectus) reflecting the change in nominal
value of AMVESCAP PLC ordinary shares from
25 Pence to 10 U.S. cents. Each American
Depositary Share represents two ordinary shares.

As required by Rule 424(e), the upper right hand
corner of the Prospectus cover page has a
reference to Rule 424(b)(3) and to the file
number of the registration statement to which
the Prospectus relates.

Pursuant to Section III. B. of the General
Instructions to the Form F6 Registration
Statement, the Prospectus consists of the ADR
certificate with revised nominal value of
AMVESCAP PLC ordinary shares.

The Prospectus has been revised to reflect the
new nominal value from 25 Pence to 10 U.S.
cents by addition of the following notation:

EFFECTIVE DECEMBER 8, 2005, THE
NOMINAL VALUE OF THE
COMPANYS ORDINARY SHARES
HAS CHANGED FROM 25 PENCE TO

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10 U.S. CENTS

Please contact me with any questions or
comments at 212 8154244.

Sandra Friedrich
Assistant Vice President
The Bank of New York ADR Division

Encl.

CC: Paul Dudek, Esq. (Office of International
Corporate Finance)

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