

INVESCO PLC/LONDON/  
Form 3/A  
September 19, 2007

**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                                                                                                                                                 |  |
| Â ADAMS REX D                             |         | (Month/Day/Year)                     | INVESCO PLC/LONDON/ [IVZ]                                                                                                                                                                   |  |
| (Last)                                    | (First) | (Middle)                             | 07/18/2007                                                                                                                                                                                  |  |
| 1360 PEACHTREE STREET                     |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                                                                                                                                            |  |
| (Street)                                  |         |                                      | (Check all applicable)                                                                                                                                                                      |  |
| ATLANTA, Â GA Â 30309                     |         |                                      | <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below) |  |
| (City)                                    | (State) | (Zip)                                | 5. If Amendment, Date Original Filed(Month/Day/Year)                                                                                                                                        |  |
|                                           |         |                                      | 07/30/2007                                                                                                                                                                                  |  |
|                                           |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)                                                                                                                                  |  |
|                                           |         |                                      | <input checked="" type="checkbox"/> Form filed by One Reporting Person                                                                                                                      |  |
|                                           |         |                                      | <input type="checkbox"/> Form filed by More than One Reporting Person                                                                                                                       |  |

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

| 1. Title of Security<br>(Instr. 4)          | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------------|----------------------------------------------------------|
| Ordinary Shares, par value \$0.10 per share | 10,906 <sup>(1)</sup>                                    | D                                                                 | Â                                                        |

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<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|-----------------------------------------------|-------------------------------------------------------------|--------------------------------------------------------------------------------|--------------------------------------------------------|------------------------------------------------------------------------|----------------------------------------------------------|
|                                               | Date Exercisable    Expiration Date                         | Title    Amount or Number of                                                   |                                                        |                                                                        |                                                          |

|                               |       |       |                                                         |                      |                             |   |   |
|-------------------------------|-------|-------|---------------------------------------------------------|----------------------|-----------------------------|---|---|
| American Depositary<br>Shares | Â (2) | Â (2) | Ordinary<br>Shares,<br>par value<br>\$0.10 per<br>share | Shares<br>36,586 (1) | (I)<br>(Instr. 5)<br>\$ (2) | D | Â |
|-------------------------------|-------|-------|---------------------------------------------------------|----------------------|-----------------------------|---|---|

## Reporting Owners

| Reporting Owner Name / Address                            | Relationships |           |         |       |
|-----------------------------------------------------------|---------------|-----------|---------|-------|
|                                                           | Director      | 10% Owner | Officer | Other |
| ADAMS REX D<br>1360 PEACHTREE STREET<br>ATLANTA, GA 30309 | X             | Â         | Â       | Â     |

## Signatures

/s/ Jonathan J. Doyle, as Attorney  
in Fact

09/19/2007

\*\*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).
- The Form 3, filed on July 30, 2007, incorrectly reported beneficial ownership of American Depositary Shares ("ADS") as Ordinary Shares, as if such ADSs had been converted to Ordinary Shares at the applicable ratio of two (2) Ordinary Shares per ADS. While the total holding in equity interests of INVESCO PLC was thus correctly reported, this amendment clarifies that Mr. Adams held 10,906 Ordinary Shares and 18,293 ADSs (representing the right to receive an aggregate of 36,586 Ordinary Shares) as of the above filing date.
- (1)
- (2) Not applicable.

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.