

Lo Andrew Tak Shing  
Form 4  
March 02, 2018

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
*See Instruction*  
1(b).

**STATEMENT OF CHANGES IN 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Lo Andrew Tak Shing

(Last) (First) (Middle)

1555 PEACHTREE  
STREET, SUITE 1800

(Street)

ATLANTA, GA 30309

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Invesco Ltd. [IVZ]

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/28/2018

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
\_X\_ Officer (give title \_\_\_\_\_ Other (specify  
below) below)

Senior Managing Director

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Shares	02/28/2018		M		14,578	A	\$ 0	338,605	D
Common Shares	02/28/2018		A		4,592	A	\$ 0	343,197	D
Common Shares	02/28/2018		M		10,448	A	\$ 0	353,645	D
Common Shares	02/28/2018		A		6,829	A	\$ 0	360,474	D
Common Shares	02/28/2018		M		15,526	A	\$ 0	376,000	D

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Common Shares	02/28/2018	A	20,295	A	\$ 0	396,295	D
Common Shares	02/28/2018	M	11,897	A	\$ 0	408,192	D

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

**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.**

SEC 1474  
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units <sup>(1)</sup>	\$ 0	02/28/2018		M			14,578	<u>(2)</u>	<u>(2)</u>	Common Shares	14,578
Restricted Stock Units <sup>(1)</sup>	\$ 0	02/28/2018		M			10,448	<u>(2)</u>	<u>(2)</u>	Common Shares	10,448
Restricted Stock Units <sup>(1)</sup>	\$ 0	02/28/2018		M			15,526	<u>(2)</u>	<u>(2)</u>	Common Shares	15,526
Restricted Stock Units <sup>(1)</sup>	\$ 0	02/28/2018		M			11,897	<u>(2)</u>	<u>(2)</u>	Common Shares	11,897
Restricted Stock Units <sup>(1)</sup>	\$ 0	02/28/2018		A			40,394	<u>(2)</u>	<u>(2)</u>	Common Shares	40,394

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Lo Andrew Tak Shing 1555 PEACHTREE STREET SUITE 1800	Senior Managing Director

ATLANTA, GA 30309

## Signatures

/s/ Robert H. Rigsby, as Attorney  
in Fact

03/02/2018

\_\_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).

(1) Each Restricted Stock Unit represents a contingent right to receive one Common Share of Invesco Ltd.

(2) The Restricted Stock Units vest in four equal annual installments and expire upon the employee's termination of employment.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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