

Invesco Ltd.  
Form DEFA14A  
May 03, 2017

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

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the Securities**  
**Exchange Act of 1934**

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary proxy statement

**Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to § 240.14a-12

**Invesco Ltd.**

**(Name of Registrant as Specified in Its Charter)**

**(Name of Person(s) Filing Proxy Statement, if Other Than Registrant)**

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies:

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11. (Set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

**Reminder to Vote:**

**Invesco Ltd.**

**Annual Shareholder Meeting**

Dear Colleagues:

The voting deadline for Invesco's 2017 Annual General Meeting of Shareholders is rapidly approaching. **Our records indicate that you have not voted your unvested stock awards. It is very important that you vote the unvested stock awarded to you by Invesco as well as any shares you otherwise may own. The process is easy and takes only a few minutes.**

This year our shareholders are considering five important proposals. The matters to be voted on, as well as our Board of Directors' recommendations for each proposal, are as follows:

| <b>Proposal</b>                                                                                                      | <b>Recommendation</b> |
|----------------------------------------------------------------------------------------------------------------------|-----------------------|
| Election of nine directors to the Board of Directors                                                                 | For                   |
| Advisory vote regarding the Company's named executive officer compensation                                           | For                   |
| Advisory vote regarding the frequency of future advisory votes on the Company's named executive officer compensation | One Year              |
| Amendment of Second Amended and Restated Bye-Laws to implement proxy access and other matters                        | For                   |
| Appointment of PricewaterhouseCoopers LLP as auditors                                                                | For                   |

***Instructions for voting your unvested stock awards:***

If you have misplaced your voting information, especially your unique voter identification number known as your Control Number, please contact our transfer agent, Computershare, at either of the following numbers or email:

Christopher Coleman

Computershare

(201) 680-4431

or

(201) 978-4392

or

[christopher.coleman2@computershare.com](mailto:christopher.coleman2@computershare.com)

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You may vote your unvested stock awards online or by telephone at:

[www.envisionreports.com/IVZ](http://www.envisionreports.com/IVZ)

or by calling

1-866-641-4276

(outside of the U.S. and Canada call 201-680-6688).

*Instructions for voting your Invesco common shares:*

If you own shares in other forms, we urge you to ensure that you have voted them as well. **Please contact the broker-dealer where your Invesco shares are held for instructions on how to vote those shares.**

Please refer to the Proxy Statement for the 2017 Annual General Meeting of Shareholders for more detailed information on each proposal. The Proxy Statement can be accessed on the Investor Relations page of Invesco's web site at [www.invesco.com](http://www.invesco.com).

Thank you.