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June 6, 2011

Technical Director
Financial Accounting Standards Board
401 Merritt 7
P.O. Box 5116
Norwalk, CT 06856-5116

**Proposed Accounting Standards Update, "Intangibles – Goodwill and Other (Topic 350)
(File Reference No. 2011-180)**

Dear Technical Director:

This letter sets forth the comments of Invesco Ltd. ("Invesco," or the "Company") on the Proposed Accounting Standards Update, "Intangibles – Goodwill and Other (Topic 350)," (the "Proposed ASU").

Invesco is a publicly traded independent global investment manager delivering investment management capabilities through a comprehensive array of investment products and solutions for retail, institutional and high-net-worth clients. Operating in more than 20 countries, Invesco had approximately \$668.6 billion in assets under management as of April 30, 2011. The Company provides investment management services to, and has transactions with, various mutual funds, private equity funds, real estate funds, fund-of-funds, collateralized loan obligations, separate institutional accounts, and other investment products sponsored by the Company for the investment of client assets in the normal course of business. As of March 31, 2011, the Company had \$7.0 billion of goodwill and \$1.3 billion of intangible assets which arose from various past acquisitions.

Our feedback regarding the Proposed ASU is included below.

Question 2

For preparers, do you believe that the proposed amendments will reduce overall costs and complexity compared with existing guidance? If not, please explain why.

We believe that the proposed amendments will reduce overall costs and complexity because the amendments provide companies with the choice to first perform a qualitative assessment to determine whether it is more likely than not that the fair value of the reporting unit is less than its carrying amount without also incurring external and internal costs associated with determining the fair value of the reporting unit(s) as part of step 1 of the goodwill impairment test. The Proposed ASU requires companies to incur costs associated with performing step 1 of the goodwill impairment test only when the qualitative assessment indicates that it is more likely than not that the fair value of the reporting unit is less than its carrying amount.

We understand the Board decided that the scope of the project should be limited to how an entity would test goodwill for impairment and, therefore, the amendments included in the Proposed ASU do not affect how an entity tests indefinite-lived intangible assets for impairment under Topic 350. Based on additional information

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provided by paragraph BC17 of the Proposed ASU, we understand that the Board reached this decision because it had not received similar concerns from preparers of financial statements about the cost and complexity of testing indefinite-lived intangible assets for impairment.

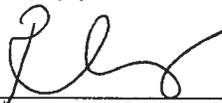
As indicated in the introductory paragraph above, at March 31, 2011, the Company had \$1.3 billion of intangible assets which arose from past acquisitions, primarily from acquisitions that were completed in 2010. The majority of this balance relates to indefinite-lived investment management contracts. Where evidence exists that the management contracts have a high likelihood of continued renewal at little or no cost to the company (which is common in the retail investment management industry), intangible assets are assigned an indefinite life. The current guidance prescribed by Topic 350 for testing indefinite-lived intangible assets for impairment requires companies to calculate the fair value of the intangible asset and compare the fair value to its carrying value. If the fair value of the intangible asset is less than its carrying value, an impairment loss should be recognized in an amount equal to the difference.

The Company expects to incur similar costs when determining the fair value of its indefinite-lived intangible assets as compared to the costs incurred to determine the fair value of its reporting unit for purposes of testing goodwill for impairment, because the company must identify the portion of the cash flows that is attributable to the investment management contracts, which is not the same set of cash flows that are used in step 1 of the goodwill impairment test. The process of identifying the portion of the cash flows related solely to the indefinite-lived intangible assets is complex, time consuming, and involves significant judgment. We believe that providing for the option to perform a qualitative assessment to determine whether it is more likely than not that the fair value of the intangible asset is less than its carrying value will be less costly and complex than determining the fair value of the intangible asset. **We therefore urge the Board to consider expanding the scope of the amendments included in the Proposed ASU to how an entity tests indefinite-lived intangible assets for impairment under Topic 350.** The option to perform a qualitative assessment with respect to the impairment test of indefinite-lived intangible assets will not only reduce cost and complexity, but will also be consistent with the concept of qualitatively assessing goodwill and finite-lived intangible assets for impairment.

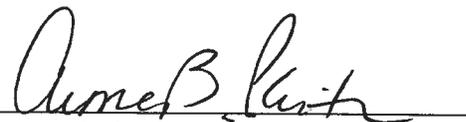
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We would be pleased to discuss our comments with the Board or its staff.

Very truly yours,



Roderick G.H. Ellis
Group Controller and Chief Accounting Officer



Aimee B. Partin
Head of Regulatory Reporting