Invesco Mortgage Capital Inc.
Form 3
July 06, 2009

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 *
Â Invesco Ltd.

(Last) (First) (Middle)

1555 PEACHTREE STREET NE,Â SUITE 1800

(Street)

ATLANTA,Â GAÂ 30309

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
07/01/2009

3. Issuer Name **and** Ticker or Trading Symbol
Invesco Mortgage Capital Inc. [IVR]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director
__X__ 10% Owner
_____ Officer
_____ Other
(give title below) (specify below)

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

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

Table I - Non-Derivative Securities Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value $0.01 per share	75,100	I	Through subsidiary (1)

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

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Units of Limited Partnership Interest (2)	Â (3)	Â (3)	Common Stock	1,425,000	$ 0	I	By subsidiary (2) (3)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Invesco Ltd. 1555 PEACHTREE STREET NE SUITE 1800 ATLANTA,Â GAÂ 30309	Â	Â X	Â	Â
Invesco Investments (Bermuda) Ltd. CANON'S COURT 22 VICTORIA STREET HAMILTON,Â D0Â HM 12	Â	Â X	Â	Â

Signatures

By: /s/ Robert H. Rigsby	07/06/2009
**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).

(1) Invesco Ltd. beneficially owns common stock in the issuer through its indirect, wholly-owned subsidiary Invesco Insititutional (N.A.), Inc.

(2) Units of Limited Partnership Interest ("OP units") are issued by IAS Operating Partnership LP, a limited partnership. OP units are exchangeable, on a one-for-one basis, by Invesco Investments (Bermuda) Ltd. for either, at the issuer's option: (i) cash equal to the market value of an equivalent number of shares of the issuer's common stock, or (ii) shares of the issuer's common stock.

(3) OP units are exchangeable for common stock of the issuer commencing upon their issuance and for so long as they are outstanding.

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Remarks:

ThisÂ FormÂ 3Â isÂ filedÂ jointlyÂ byÂ InvescoÂ Ltd.Â andÂ itsÂ whollyÂ ownedÂ subsidiaryÂ InvescoÂ InvestmentsÂ

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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