

**UNITED STATES OF AMERICA**  
**Before the**  
**SECURITIES AND EXCHANGE COMMISSION**

**Securities Exchange Act of 1934**  
**Release No. 60292A / November 20, 2009**

**Administrative Proceedings**  
**File No. 3-11701**

**In the Matter of**

**Invesco Funds Group, Inc.,**

**Respondent.**

**AMENDED ORDER DIRECTING  
DISBURSEMENT OF FAIR FUND**

On July 6, 2007, the Commission published a notice of the Plan of Distribution (“Plan”) proposed by the Division of Enforcement in connection with this proceeding (Exchange Act Release No. 56025A). The Commission received comments and, on May 23, 2008, the Commission approved the proposed Plan as modified (Exchange Act Release No. 57860).

The Plan of Distribution provides that a Fair Fund (“IFG Fair Fund”) consisting of \$325,000,000 in disgorgement and civil penalties, plus any accumulated interest and possibly other distribution plan payments associated with other established fair funds, be transferred to Deutsche Bank to be distributed by the Fund Administrator to injured investors according to the methodology set forth in the Plan. The current total of the IFG Fair Fund, with accumulated interest, is \$363,572,500.16.

In accordance with the Plan, the distribution amounts of \$45,830,186.05 in disgorgement, civil penalties and accrued interest from the Banc of America Capital Management, LLC, BACAP Distributors, LLC, and Banc of America Securities, LLC Fair Fund (“Banc of America Fair Fund”) and \$8,724,946.13 in disgorgement, civil penalties and accrued interest from the Bear, Stearns & Co., Inc. and Bear, Stearns Securities Corp. Fair Fund (“Bear Stearns Fair Fund”) are to be transferred to Deutsche Bank to be distributed by the Fund Administrator as part of the IFG Fair Fund to injured investors according to the methodology set forth in the Plan.

The Plan provides that the Commission will arrange for distribution of the IFG Fair Fund when a Payment File listing the payees with the identification information required to make the distribution has been received and accepted. The Payment File has been received and accepted.

Accordingly, it is ORDERED that the Commission staff shall transfer \$363,572,500.16 of the IFG Fair Fund, \$45,830,186.05 of the Banc of America Fair Fund and \$8,724,946.13 of the Bear Stearns Fair Fund to Deutsche Bank and the Fund Administrator shall then distribute all such monies totaling \$418,127,632.34 to investors, as provided for in the Plan.

For the Commission, by its Secretary, pursuant to delegated authority.

Elizabeth M. Murphy  
Secretary