

AMVESCAP PLC/LONDON/

Form FWP

April 12, 2007

**Filed Pursuant to Rule 433**  
**Registration No. 333-141995**  
**April 11, 2007**

**AMVESCAP PLC**  
**\$300,000,000**  
**5.625% Senior Notes Due 2012**  
**TERM SHEET**  
Dated April 11, 2007

|                                                          |                                                                                                                                  |
|----------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------|
| Issuer:                                                  | AMVESCAP PLC                                                                                                                     |
| Ratings:*                                                | A3 by Moody's Investors Service, Inc.<br>BBB+ by Standard & Poor's Ratings Services                                              |
| Title of the Series:                                     | 5.625% Senior Notes Due 2012                                                                                                     |
| Total Aggregate Principal Amount Initially Being Issued: | \$300,000,000                                                                                                                    |
| Trade Date:                                              | April 11, 2007                                                                                                                   |
| Settlement Date:                                         | April 17, 2007 (T+4)                                                                                                             |
| Maturity Date:                                           | April 17, 2012                                                                                                                   |
| Note Type:                                               | Senior Unsecured Notes                                                                                                           |
| Minimum Denominations:                                   | \$1,000, and integral multiples of \$1,000 in excess thereof                                                                     |
| Treasury Benchmark:                                      | 4.500% due March 31, 2012                                                                                                        |
| Reoffer Spread:                                          | +98 basis points                                                                                                                 |
| Reoffer Yield:                                           | 5.631%                                                                                                                           |
| Coupon:                                                  | 5.625%                                                                                                                           |
| Issue Price to Public:                                   | 99.974%                                                                                                                          |
| Interest Payment Dates:                                  | Semi-annually on April 17 and October 17, commencing on October 17, 2007, and at maturity                                        |
| Guarantors:                                              | A I M Management Group Inc., A I M Advisors, Inc., INVESCO Institutional (N.A.), Inc., and INVESCO North American Holdings, Inc. |
| Listing:                                                 | Application will be made to list the notes on the Luxembourg Stock Exchange                                                      |
| Optional Redemption:                                     |                                                                                                                                  |

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At any time at a price equal to the greater of the following amounts (plus accrued and unpaid interest to the redemption date):

100% of principal, or

the sum of the present value of the principal amount and interest on the notes being redeemed, discounted to the redemption date on a semi-annual basis using the applicable treasury rate plus 15 basis points.

Joint Book-Running  
Managers:

Citigroup Global Markets Inc.

Merrill Lynch, Pierce, Fenner & Smith Incorporated  
UBS Securities LLC

Co-Managers:

Banc of America Securities LLC  
HSBC Securities (USA) Inc.  
J.P. Morgan Securities Inc.  
Wachovia Capital Markets, LLC

CUSIP No. 03235EAQ3

\* Note: A securities rating is not a recommendation to buy, sell or hold securities and may be subject to revision or withdrawal at any time.

The issuer has filed a registration statement (including a prospectus) with the SEC for the offering to which this communication relates. Before you invest, you should read the prospectus in that registration statement and other documents the issuer has filed with the SEC for more complete information about the issuer and this offering. You may obtain these documents for free by visiting EDGAR on the SEC website at [www.sec.gov](http://www.sec.gov). Alternatively, the issuer, any underwriter or any dealer participating in the offering will arrange to send you the Prospectus if you request it by contacting Citigroup Global Markets Inc. toll free at 1-877-858-5407, Merrill Lynch toll free at 1-866-500-5408, or UBS Securities LLC toll free at 1-888-722-9555, ext. 1088.