

Invesco Ltd.
Form 10-Q/A
May 01, 2014
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UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Form 10-Q/A
(Amendment No. 1)
(Mark One)

QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 2014
OR

TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES
EXCHANGE ACT OF 1934

For the transition period from _____ to _____
Commission file number 1-13908

Invesco Ltd.
(Exact Name of Registrant as Specified in Its Charter)
Bermuda
(State or Other Jurisdiction of Incorporation or
Organization)

98-0557567
(I.R.S. Employer Identification No.)

1555 Peachtree Street, N.E., Suite 1800, Atlanta, GA 30309
(Address of Principal Executive Offices) (Zip Code)

(404) 892-0896
(Registrant's telephone number, including area code)

N/A
(Former name, former address and former fiscal year, if changed since last report)

Indicate by check mark whether the registrant: (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See the definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer Accelerated filer Non-accelerated filer (Do not check if Smaller reporting
 a smaller reporting company) company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act.) Yes No

As of March 31, 2014, the most recent practicable date, the number of Common Shares outstanding was 432,678,422.

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Explanatory Note

This amendment (the “Amendment”) to the Quarterly Report on Form 10-Q for the interim period March 31, 2014, of Invesco Ltd. (the “Original Form 10-Q”) is being filed for the purpose of removing the header from the Original Form 10-Q filed on May 1, 2014. All other Items of the Original Form 10-Q are unaffected by this Amendment.

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We include cross references to captions elsewhere in this Quarterly Report on Form 10-Q, which we refer to as this “Report,” where you can find related additional information. The following table of contents tells you where to find these captions.

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PART I. FINANCIAL INFORMATION

Item 1. Financial Statements

Invesco Ltd.

Condensed Consolidated Balance Sheets
(Unaudited)

| \$ in millions, except per share data | As of March 31, 2014 | December 31, 2013 |
|--|-------------------------|----------------------|
| ASSETS | | |
| Cash and cash equivalents | 978.7 | 1,331.2 |
| Unsettled fund receivables | 1,510.6 | 932.4 |
| Accounts receivable | 530.7 | 500.8 |
| Investments | 868.7 | 839.7 |
| Assets of consolidated sponsored investment products (CSIP) | 275.8 | 108.5 |
| Assets of consolidated investment products (CIP): | | |
| Cash and cash equivalents of CIP | 780.0 | 583.6 |
| Accounts receivable and other assets of CIP | 183.7 | 58.3 |
| Investments of CIP | 5,173.7 | 4,734.7 |
| Assets held for policyholders | 1,342.0 | 1,416.0 |
| Prepaid assets | 101.5 | 101.4 |
| Other assets | 187.4 | 182.1 |
| Property and equipment, net | 342.4 | 350.8 |
| Intangible assets, net | 1,260.6 | 1,263.7 |
| Goodwill | 6,810.5 | 6,867.3 |
| Total assets | 20,346.3 | 19,270.5 |
| LIABILITIES | | |
| Accrued compensation and benefits | 391.3 | 676.4 |
| Accounts payable and accrued expenses | 734.0 | 763.1 |
| Liabilities of CIP: | | |
| Debt of CIP | 4,762.7 | 4,181.7 |
| Other liabilities of CIP | 621.8 | 461.8 |
| Policyholder payables | 1,342.0 | 1,416.0 |
| Unsettled fund payables | 1,508.4 | 882.0 |
| Long-term debt | 1,588.7 | 1,588.6 |
| Deferred tax liabilities, net | 390.0 | 323.6 |
| Total liabilities | 11,338.9 | 10,293.2 |
| Commitments and contingencies (See Note 11) | | |
| TEMPORARY EQUITY | | |
| Redeemable noncontrolling interests in CSIP | 101.9 | — |
| PERMANENT EQUITY | | |
| Equity attributable to common shareholders: | | |
| Common shares (\$0.20 par value; 1,050.0 million authorized; 490.4 million shares issued as of March 31, 2014 and December 31, 2013) | 98.1 | 98.1 |
| Additional paid-in-capital | 6,044.3 | 6,100.8 |
| Treasury shares | (1,768.3 |) (1,700.4 |
| Retained earnings | 3,451.7 | 3,361.9 |
| Retained earnings appropriated for investors in CIP | 74.0 | 104.3 |
| Accumulated other comprehensive income, net of tax | 379.9 | 427.9 |

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| | | |
|--|----------|----------|
| Total equity attributable to common shareholders | 8,279.7 | 8,392.6 |
| Equity attributable to nonredeemable noncontrolling interests in consolidated entities | 625.8 | 584.7 |
| Total permanent equity | 8,905.5 | 8,977.3 |
| Total liabilities, temporary and permanent equity | 20,346.3 | 19,270.5 |
| See accompanying notes. | | |

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Invesco Ltd.
Condensed Consolidated Statements of Income
(Unaudited)

| | Three months ended March | | |
|---|--------------------------|---------|---|
| | 31, 2014 | 2013 | |
| \$ in millions, except per share data | | | |
| Operating revenues: | | | |
| Investment management fees | 965.4 | 844.6 | |
| Service and distribution fees | 238.6 | 206.3 | |
| Performance fees | 31.1 | 36.1 | |
| Other | 34.4 | 25.2 | |
| Total operating revenues | 1,269.5 | 1,112.2 | |
| Operating expenses: | | | |
| Employee compensation | 362.1 | 341.5 | |
| Third-party distribution, service and advisory | 405.4 | 346.1 | |
| Marketing | 23.4 | 22.2 | |
| Property, office and technology | 112.7 | 66.5 | |
| General and administrative | 121.6 | 67.5 | |
| Transaction and integration | — | 1.4 | |
| Total operating expenses | 1,025.2 | 845.2 | |
| Operating income | 244.3 | 267.0 | |
| Other income/(expense): | | | |
| Equity in earnings of unconsolidated affiliates | 10.0 | 8.1 | |
| Interest and dividend income | 2.9 | 2.2 | |
| Interest expense | (18.7 |) (9.7 |) |
| Other gains and losses, net | 6.6 | 17.7 | |
| Other income/(loss) of CSIP, net | 8.2 | — | |
| CIP: | | | |
| Interest and dividend income of CIP | 48.3 | 50.3 | |
| Interest expense of CIP | | | |