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Invesco Value Municipal Income Trust  
Form N-8A/A  
October 11, 2012

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM N-8A

ADOPTION OF AND AMENDMENT TO NOTIFICATION OF REGISTRATION FILED PURSUANT TO  
SECTION 8(a) OF THE INVESTMENT COMPANY ACT OF 1940

The undersigned investment company, a Delaware statutory trust (the "Registrant"), hereby notifies the U.S. Securities and Exchange Commission that it is adopting as its own the registration of Invesco Value Municipal Income Trust, a Massachusetts business trust (the "Predecessor Registrant"), under and pursuant to the provisions of Section 8(a) of the Investment Company Act of 1940, as amended, effective immediately prior to the closing of a reorganization transaction between the Predecessor Registrant and the Registrant. In connection with such amended notification of registration, the Registrant submits the following information:

Name: Invesco Value Municipal Income Trust

Address of Principal Business Office (No. & Street, City, State, Zip Code):

1555 Peachtree Street, N.E.  
Atlanta, GA 30309

Telephone Number (including area code): (713) 626-1919

Name and address of agent for service of process:

John M. Zerr, Esquire  
Invesco Advisers, Inc.  
11 Greenway Plaza, Suite 1000  
Houston, Texas 77046-1173

With copies of Notices and Communications to:

E. Carolan Berkley, Esquire  
Stradley Ronon Stevens & Young, LLP  
2005 Market Street, Suite 2600  
Philadelphia, PA 19103

Registrant is filing a Registration Statement pursuant to Section 8(b) of the Investment Company Act of 1940 concurrently with the filing of Form N-8A:

YES [ ] NO [X]

Item 1. Exact name of registrant.

Invesco Value Municipal Income Trust

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Item 2. Name of state under the laws of which registrant was organized or created and the date of such organization or creation.

The Registrant is a Delaware statutory trust. The Registrant filed a certificate of trust with the Secretary of State of the State of Delaware on April 2, 2012.

Item 3. Form of organization of registrant.

Delaware statutory trust.

Item 4. Classification of registrant.

Management company.

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Item 5.

(a) The Registrant is a closed-end management company.

(b) The Registrant is registered as a “diversified” investment company for purposes of the Investment Company Act of 1940, as amended.

Item 6. Name and address of each investment adviser of registrant.

Invesco Advisers, Inc.  
1555 Peachtree Street, N.E.  
Atlanta, GA 30309

Invesco Asset Management Deutschland GmbH  
An der Welle 5, 1st Floor  
Frankfurt, Germany 60322

Invesco Asset Management Limited  
30 Finsbury Square  
London, United Kingdom  
EC2A 1AG  
ENGLAND

Invesco Asset Management (Japan) Limited  
25th Floor, Shiroyama Trust Tower  
3-1, Toranoman 4-chome, Minato-Ku  
Tokyo, Japan 105-6025

Invesco Australia Limited  
333 Collins Street, Level 26  
Melbourne Victoria 3000, Australia

Invesco Hong Kong Limited  
32nd Floor  
Three Pacific Place  
1 Queen’s Road East  
Hong Kong

Invesco Senior Secured Management, Inc.  
1166 Avenue of the Americas, 27th Floor  
New York, NY 10036

Invesco Canada Ltd.  
5140 Yonge Street  
Suite 900  
Toronto, ON, M2N 6X7

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Item 7. Name and address of each officer and trustee of the registrant.

| Name and Address  | Principal Occupation(s) During Past 5 Years |
|---|---|
| Martin L. Flanagan<br>1555 Peachtree Street,<br>N.E.<br>Atlanta, GA 30309 | Trustee                                     |

|   |  |
|---|--|
| Philip A. Taylor<br>1555 Peachtree Street,<br>N.E.<br>Atlanta, GA 30309 | Trustee, President and Principal Executive Officer |
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Wayne W. Whalen Trustee  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Bruce L. Crockett Trustee and Chair  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

David C. Arch Trustee  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Frank S. Bayley Trustee  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

James T. Bunch Trustee  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Rodney F. Dammeyer Trustee  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Albert R. Dowden Trustee  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Jack M. Fields Trustee  
1555 Peachtree Street,  
N.E.  
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Carl Frischling Trustee  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Prema Mathai-Davis Trustee

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1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Larry Soll                      Trustee  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Hugo F. Sonnenschein Trustee  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Raymond Stickel, Jr. Trustee  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Russell C. Burk                      Senior Vice President and Senior Officer  
1555 Peachtree Street, N.E.  
Atlanta, GA 30309

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John M. Zerr                      Senior Vice President, Chief Legal Officer and Secretary  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Sheri Morris                      Vice President, Treasurer and Principal Financial Officer  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Karen Dunn Kelley              Vice President  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Yinka Akinsola                  Anti-Money Laundering Compliance Officer  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Todd L. Spillane                  Chief Compliance Officer  
1555 Peachtree Street,  
N.E.  
Atlanta, GA 30309

Item 8. Not applicable.

Item 9.

(a) No. Registrant is not currently issuing and offering its securities directly to the public.

(b) Not applicable.

(c) No. Registrant does not intend to make a public offering at an undetermined time in the future.

(d) No. Registrant does not currently have any outstanding and issued securities.

(e) As of October 9, 2012, the number of beneficial owners of Registrant's outstanding securities is 0.

Item 10. The current value of Registrant's total assets is \$0.

Item 11. The Registrant has not applied and does not intend to apply for a license to operate as a small business investment company.

Item 12. Please find attached as an exhibit to this amended Form N-8A, Predecessor Registrant's annual report for the period ended February 29, 2012.

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SIGNATURES

Pursuant to the requirements of the Investment Company Act of 1940, the Registrant has caused this notification of registration to be duly signed on behalf of the Registrant in the city of Houston and the state of Texas on the 10th day of October, 2012.

Invesco Value Municipal Income Trust

By:

/s/John M. Zerr

John M. Zerr, Senior Vice President, Chief  
Legal Officer and Secretary

Attest: /s/Peter Davidson

Peter Davidson