

Invesco Value Municipal Trust
Form N-8A/A
May 07, 2012

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
FORM N-8A

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

The undersigned investment company hereby notifies the Securities and Exchange Commission that it registers under and pursuant to the provisions of Section 8(a) of the Investment Company Act of 1940 and in connection with such notification of registration submits the following information:

Name: Invesco Value Municipal 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 2500

Houston, Texas 77046-1173

With copies of Notices and Communications to:

Matthew R. DiClemente, 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

Item 1. Exact name of registrant.

Invesco Value Municipal Trust

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 Massachusetts business trust. The Registrant filed a declaration of trust with the Secretary of the Commonwealth of Massachusetts, which was declared effective on October 2, 1991.

Item 3. Form of organization of registrant.

Massachusetts business trust.

Item 4. Classification of registrant.

Management company.

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

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

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Philip A. Taylor
1555 Peachtree Street, N.E.
Atlanta, GA 30309

Trustee, President and Principal Executive Officer

Wayne W. Whalen
1555 Peachtree Street, N.E.
Atlanta, GA 30309

Trustee

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| Name and Address | Principal Occupation(s) During Past 5 Years |
|--|--|
| Bruce L. Crockett 1555 Peachtree Street, N.E. Atlanta, GA 30309 | Trustee and Chair |
| David C. Arch 1555 Peachtree Street, N.E. Atlanta, GA 30309 | Trustee |
| Frank S. Bayley 1555 Peachtree Street, N.E. Atlanta, GA 30309 | Trustee |
| James T. Bunch 1555 Peachtree Street, N.E. Atlanta, GA 30309 | Trustee |
| Rodney F. Dammeyer 1555 Peachtree Street, N.E. Atlanta, GA 30309 | Trustee |
| Albert R. Dowden 1555 Peachtree Street, N.E. Atlanta, GA 30309 | Trustee |
| Jack M. Fields 1555 Peachtree Street, N.E. Atlanta, GA 30309 | Trustee |
| Carl Frischling 1555 Peachtree Street, N.E. Atlanta, GA 30309 | Trustee |
| Prema Mathai-Davis 1555 Peachtree Street, N.E. Atlanta, GA 30309 | Trustee |
| Larry Soll 1555 Peachtree Street, N.E. Atlanta, GA 30309 | Trustee |
| Hugo F. Sonnenschein 1555 Peachtree Street, N.E. Atlanta, GA 30309 | Trustee |
| Raymond Stickel, Jr. 1555 Peachtree Street, N.E. Atlanta, GA 30309 | Trustee |

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Russell C. Burk
1555 Peachtree Street, N.E.
Atlanta, GA 30309

Senior Vice President and Senior Officer

John M. Zerr
1555 Peachtree Street, N.E.
Atlanta, GA 30309

Senior Vice President, Chief Legal Officer and Secretary

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

Vice President, Treasurer and Principal Financial Officer

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

Vice President

| Name and Address | Principal Occupation(s) During Past 5 Years |
|--|--|
| Yinka Akinsola 1555 Peachtree Street, N.E. Atlanta, GA 30309 | Anti-Money Laundering Compliance Officer |

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

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) Yes. Registrant currently has outstanding and issued securities.

(e) The number of beneficial owners of Registrant's outstanding securities is 107. The following entities own 10 percent or more of the Registrant's outstanding voting securities:

Common stock:

First Trust Portfolios L.P., First Trust Advisors L.P. and The Charger Corporation (jointly)

Auction Rate Preferred Shares:

Brigade Leveraged Capital Structures Fund Ltd., Brigade Capital Management, LLC and Donald E. Morgan, III (jointly)

Bank of America Corporation, Bank of America, N.A. and Blue Ridge Investments, L.L.C. (jointly)

Item 10. The total assets of the Registrant were \$394,285,087.

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, Registrant's annual report for the period ended February 29, 2012.

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 7th day of May, 2012.

Invesco Value Municipal Trust

By: /s/ John M. Zerr
John M. Zerr, Senior Vice President,
Chief
Legal Officer and Secretary

Attest: /s/ Peter Davidson

Peter Davidson