Invesco Growth and Income Fund

Quarterly Schedule of Portfolio Holdings
November 30, 2014

Schedule of Investments[a]

November 30, 2014
(Unaudited)

	Shares	Value
Common Stocks & Other Equity Interests–94.56%		
Aerospace & Defense–1.04%		
General Dynamics Corp.	681,639	$ 99,083,045
Agricultural Products–1.14%		
Archer-Daniels-Midland Co.	2,067,564	108,919,272
Apparel Retail–0.46%		
Abercrombie & Fitch Co. -Class A	1,528,669	44,102,101
Application Software–1.86%		
Adobe Systems Inc. [b]	1,386,613	102,165,646
Citrix Systems, Inc. [b]	1,127,886	74,790,120
		176,955,766
Asset Management & Custody Banks–2.48%		
Northern Trust Corp.	1,465,800	99,278,634
State Street Corp.	1,780,285	136,601,268
		235,879,902
Automobile Manufacturers–1.07%		
General Motors Co.	3,052,391	102,041,431
Biotechnology–1.42%		
Amgen Inc.	816,521	134,979,087
Cable & Satellite–2.70%		
Comcast Corp. -Class A	2,679,832	152,857,617
Time Warner Cable Inc.	701,873	104,775,602
		257,633,219
Communications Equipment–1.24%		
Cisco Systems, Inc.	4,272,941	118,104,089
Construction Machinery & Heavy Trucks–1.23%		
Caterpillar Inc.	1,165,685	117,267,911
Consumer Finance–0.49%		
Synchrony Financial [b]	1,616,666	46,899,481
Diversified Banks–12.09%		
Bank of America Corp.	11,490,828	195,803,709
Citigroup Inc.	7,590,435	409,655,777
Comerica Inc.	2,058,004	95,923,566
JPMorgan Chase & Co.	6,808,919	409,624,567
Wells Fargo & Co.	739,391	40,282,022
		1,151,289,641
Diversified Chemicals–0.58%		
Dow Chemical Co. (The)	1,132,326	55,110,306
Diversified Metals & Mining–0.66%		
Freeport-McMoRan Inc.	2,358,804	63,333,887
Electric Utilities–0.59%		
FirstEnergy Corp.	1,528,140	$ 56,357,803
Electronic Components–1.12%		
Corning Inc.	5,062,838	106,420,855
General Merchandise Stores–1.57%		
Target Corp.	2,022,322	149,651,828
Health Care Equipment–0.90%		
Medtronic, Inc.	1,156,991	85,466,925
Health Care Services–0.28%		
Express Scripts Holding Co. [b]	315,992	26,274,735
Hotels, Resorts & Cruise Lines–1.64%		
Carnival Corp.	3,535,174	156,113,284
Household Products–1.22%		
Procter & Gamble Co. (The)	1,284,181	116,128,488
Industrial Conglomerates–2.92%		
General Electric Co.	10,493,314	277,967,888
Industrial Machinery–1.18%		
Ingersoll-Rand PLC	1,776,677	112,037,252
Insurance Brokers–3.21%		
Aon PLC	1,054,946	97,571,955
Marsh & McLennan Cos., Inc.	2,353,451	133,181,792
Willis Group Holdings PLC	1,767,149	75,474,934
		306,228,681
Integrated Oil & Gas–5.46%		
Exxon Mobil Corp.	1,011,307	91,563,736
Occidental Petroleum Corp.	1,116,613	89,072,219
Royal Dutch Shell PLC -Class A (United Kingdom)	6,394,450	212,633,093
Total S.A. (France)	2,282,661	126,785,193
		520,054,241
Integrated Telecommunication Services–1.77%		
Koninklijke KPN N.V. (Netherlands)	6,349,906	21,039,953
Orange S.A. (France)	1,419,471	24,967,577
Telecom Italia S.p.A. (Italy)[b]	13,261,221	14,939,036
Telefonica S.A. (Spain)	982,762	15,738,926
Telefonica S.A. -Rts. (Spain)[b]	972,082	444,797
Verizon Communications Inc.	1,803,285	91,228,188
		168,358,477
Internet Software & Services–1.51%		
eBay Inc. [b]	2,613,078	143,405,721

See accompanying notes which are an integral part of this schedule.

	Shares	Value
Investment Banking & Brokerage–4.67%		
Charles Schwab Corp. (The)	4,122,874	$ 116,759,792
Goldman Sachs Group, Inc. (The)	530,087	99,873,691
Morgan Stanley	6,484,206	228,114,367
		444,747,850
IT Consulting & Other Services–1.24%		
Amdocs Ltd.	2,424,996	118,206,430
Managed Health Care–2.24%		
UnitedHealth Group Inc.	1,160,070	114,417,704
WellPoint, Inc.	771,454	98,676,681
		213,094,385
Movies & Entertainment–2.29%		
Time Warner Inc.	820,880	69,873,305
Viacom Inc. -Class B	1,961,036	148,313,153
		218,186,458
Multi-Utilities–0.74%		
PG&E Corp.	1,390,801	70,235,451
Oil & Gas Drilling–0.53%		
Ensco PLC -Class A	1,494,555	50,515,959
Oil & Gas Equipment & Services–1.16%		
Baker Hughes Inc.	1,943,224	110,763,768
Oil & Gas Exploration & Production–2.60%		
Anadarko Petroleum Corp.	964,299	76,324,266
Apache Corp.	986,592	63,230,681
Canadian Natural Resources Ltd. (Canada)	3,228,920	107,734,185
		247,289,132
Other Diversified Financial Services–1.21%		
Voya Financial, Inc.	2,751,258	115,222,685
Packaged Foods & Meats–2.01%		
Mondelez International Inc. -Class A	3,032,797	118,885,643
Unilever N.V. -New York Shares (United Kingdom)	1,792,002	72,826,961
		191,712,604
Personal Products–0.50%		
Avon Products, Inc.	4,895,523	47,878,215
Pharmaceuticals–7.93%		
Eli Lilly and Co.	1,852,311	126,179,425
Hospira, Inc. [(b)]	738,391	44,037,639
Merck & Co., Inc.	2,446,394	147,762,198
Novartis AG (Switzerland)	1,443,189	139,644,181
Novartis AG -ADR (Switzerland)	117,137	11,321,291
Pfizer Inc.	2,272,795	70,797,564
Sanofi (France)	921,169	89,026,999

	Shares	Value
Pharmaceuticals–(continued)		
Teva Pharmaceutical Industries Ltd. -ADR (Israel)	2,214,733	$ 126,195,486
		754,964,783
Publishing–0.83%		
Thomson Reuters Corp.	1,996,491	78,990,310
Railroads–0.76%		
CSX Corp.	1,984,651	72,419,915
Regional Banks–3.89%		
BB&T Corp.	2,056,598	77,307,519
Citizens Financial Group Inc.	2,473,696	60,927,132
Fifth Third Bancorp	3,699,790	74,439,775
PNC Financial Services Group, Inc. (The)	1,802,479	157,662,838
		370,337,264
Security & Alarm Services–0.99%		
Tyco International PLC	2,191,599	94,019,597
Semiconductor Equipment–1.63%		
Applied Materials, Inc.	6,460,290	155,369,974
Semiconductors–2.18%		
Broadcom Corp. -Class A	2,127,684	91,767,011
Intel Corp.	3,108,861	115,805,072
		207,572,083
Specialized Finance–0.75%		
CME Group Inc. -Class A	847,105	71,698,967
Systems Software–2.75%		
Microsoft Corp.	2,610,914	124,827,799
Symantec Corp.	5,275,670	137,642,230
		262,470,029
Technology Hardware, Storage & Peripherals–0.85%		
NetApp, Inc.	1,911,440	81,331,772
Wireless Telecommunication Services–0.98%		
Vodafone Group PLC -ADR (United Kingdom)	2,544,744	93,010,393
Total Common Stocks & Other Equity Interests (Cost $6,447,577,048)		9,006,103,340

	Number of Contracts	Exercise Price	Expiration Date	
Put Options Purchased–0.00%				
Personal Products–0.00%				
Avon Products, Inc. (Cost $494,161)[(b)]	20,798	$9.00	Jan-15	467,955

See accompanying notes which are an integral part of this schedule.

	Shares	Value
Money Market Funds–5.31%		
Liquid Assets Portfolio –Institutional Class [c]	252,879,406	$ 252,879,406
Premier Portfolio –Institutional Class [c]	252,879,406	252,879,406
Total Money Market Funds (Cost $505,758,812)		505,758,812
TOTAL INVESTMENTS–99.87% (Cost $6,953,830,021)		9,512,330,107
OTHER ASSETS LESS LIABILITIES–0.13%		12,155,545
NET ASSETS–100.00%		$ 9,524,485,652

Investment Abbreviations:

ADR —American Depositary Receipt
Rts. —Rights

Notes to Schedule of Investments:

[a] Industry and/or sector classifications used in this report are generally according to the Global Industry Classification Standard, which was developed by and is the exclusive property and a service mark of MSCI Inc. and Standard & Poor's.

[b] Non-income producing security.

[c] The money market fund and the Fund are affiliated by having the same investment adviser.

See accompanying notes which are an integral part of this schedule.

Notes to Quarterly Schedule of Portfolio Holdings

November 30, 2014
(Unaudited)

NOTE 1 -- Significant Accounting Policies

A. Security Valuations – Securities, including restricted securities, are valued according to the following policy.

A security listed or traded on an exchange (except convertible securities) is valued at its last sales price or official closing price as of the close of the customary trading session on the exchange where the security is principally traded, or lacking any sales or official closing price on a particular day, the security may be valued at the closing bid price on that day. Securities traded in the over-the-counter market are valued based on prices furnished by independent pricing services or market makers. When such securities are valued by an independent pricing service they may be considered fair valued. Futures contracts are valued at the final settlement price set by an exchange on which they are principally traded. Listed options are valued at the mean between the last bid and ask prices from the exchange on which they are principally traded. Options not listed on an exchange are valued by an independent source at the mean between the last bid and ask prices. For purposes of determining net asset value per share, futures and option contracts generally are valued 15 minutes after the close of the customary trading session of the New York Stock Exchange ("NYSE").

Investments in open-end and closed-end registered investment companies that do not trade on an exchange are valued at the end of day net asset value per share. Investments in open-end and closed-end registered investment companies that trade on an exchange are valued at the last sales price or official closing price as of the close of the customary trading session on the exchange where the security is principally traded.

Debt obligations (including convertible securities) and unlisted equities are fair valued using an evaluated quote provided by an independent pricing service. Evaluated quotes provided by the pricing service may be determined without exclusive reliance on quoted prices, and may reflect appropriate factors such as institution-size trading in similar groups of securities, developments related to specific securities, dividend rate (for unlisted equities), yield (for debt obligations), quality, type of issue, coupon rate (for debt obligations), maturity (for debt obligations), individual trading characteristics and other market data. Debt obligations are subject to interest rate and credit risks. In addition, all debt obligations involve some risk of default with respect to interest and/or principal payments.

Foreign securities' (including foreign exchange contracts) prices are converted into U.S. dollar amounts using the applicable exchange rates as of the close of the NYSE. If market quotations are available and reliable for foreign exchange-traded equity securities, the securities will be valued at the market quotations. Because trading hours for certain foreign securities end before the close of the NYSE, closing market quotations may become unreliable. If between the time trading ends on a particular security and the close of the customary trading session on the NYSE, events occur that the Adviser determines are significant and make the closing price unreliable, the Fund may fair value the security. If the event is likely to have affected the closing price of the security, the security will be valued at fair value in good faith using procedures approved by the Board of Trustees. Adjustments to closing prices to reflect fair value may also be based on a screening process of an independent pricing service to indicate the degree of certainty, based on historical data, that the closing price in the principal market where a foreign security trades is not the current value as of the close of the NYSE. Foreign securities' prices meeting the approved degree of certainty that the price is not reflective of current value will be priced at the indication of fair value from the independent pricing service. Multiple factors may be considered by the independent pricing service in determining adjustments to reflect fair value and may include information relating to sector indices, American Depositary Receipts and domestic and foreign index futures. Foreign securities may have additional risks including exchange rate changes, potential for sharply devalued currencies and high inflation, political and economic upheaval, the relative lack of issuer information, relatively low market liquidity and the potential lack of strict financial and accounting controls and standards.

Securities for which market prices are not provided by any of the above methods may be valued based upon quotes furnished by independent sources. The last bid price may be used to value equity securities. The mean between the last bid and ask prices is used to value debt obligations, including corporate loans.

Securities for which market quotations are not readily available or became unreliable are valued at fair value as determined in good faith by or under the supervision of the Trust's officers following procedures approved by the Board of Trustees. Issuer specific events, market trends, bid/ask quotes of brokers and information providers and other market data may be reviewed in the course of making a good faith determination of a security's fair value.

The Fund may invest in securities that are subject to interest rate risk, meaning the risk that the prices will generally fall as interest rates rise and, conversely, the prices will generally rise as interest rates fall. Specific securities differ in their sensitivity to

A. Security Valuations – (continued)

changes in interest rates depending on their individual characteristics. Changes in interest rates may result in increased market volatility, which may affect the value and/or liquidity of certain of the Fund's investments.

Valuations change in response to many factors including the historical and prospective earnings of the issuer, the value of the issuer's assets, general economic conditions, interest rates, investor perceptions and market liquidity. Because of the inherent uncertainties of valuation, the values reflected in the financial statements may materially differ from the value received upon actual sale of those investments.

B. Securities Transactions and Investment Income – Securities transactions are accounted for on a trade date basis. Realized gains or losses on sales are computed on the basis of specific identification of the securities sold. Interest income (net of withholding tax, if any) is recorded on the accrual basis from settlement date. Dividend income (net of withholding tax, if any) is recorded on the ex-dividend date.

The Fund may periodically participate in litigation related to Fund investments. As such, the Fund may receive proceeds from litigation settlements. Any proceeds received are included in the Statement of Operations as realized gain (loss) for investments no longer held and as unrealized gain (loss) for investments still held.

Brokerage commissions and mark ups are considered transaction costs and are recorded as an increase to the cost basis of securities purchased and/or a reduction of proceeds on a sale of securities. Such transaction costs are included in the determination of net realized and unrealized gain (loss) from investment securities reported in the Statement of Operations and the Statement of Changes in Net Assets and the net realized and unrealized gains (losses) on securities per share in the Financial Highlights. Transaction costs are included in the calculation of the Fund's net asset value and, accordingly, they reduce the Fund's total returns. These transaction costs are not considered operating expenses and are not reflected in net investment income reported in the Statement of Operations and Statement of Changes in Net Assets, or the net investment income per share and ratios of expenses and net investment income reported in the Financial Highlights, nor are they limited by any expense limitation arrangements between the Fund and the investment adviser.

The Fund allocates income and realized and unrealized capital gains and losses to a class based on the relative net assets of each class.

C. Country Determination – For the purposes of making investment selection decisions and presentation in the Schedule of Investments, the investment adviser may determine the country in which an issuer is located and/or credit risk exposure based on various factors. These factors include the laws of the country under which the issuer is organized, where the issuer maintains a principal office, the country in which the issuer derives 50% or more of its total revenues and the country that has the primary market for the issuer's securities, as well as other criteria. Among the other criteria that may be evaluated for making this determination are the country in which the issuer maintains 50% or more of its assets, the type of security, financial guarantees and enhancements, the nature of the collateral and the sponsor organization. Country of issuer and/or credit risk exposure has been determined to be the United States of America, unless otherwise noted.

D. Foreign Currency Translations – Foreign currency is valued at the close of the NYSE based on quotations posted by banks and major currency dealers. Portfolio securities and other assets and liabilities denominated in foreign currencies are translated into U.S. dollar amounts at date of valuation. Purchases and sales of portfolio securities (net of foreign taxes withheld on disposition) and income items denominated in foreign currencies are translated into U.S. dollar amounts on the respective dates of such transactions. The Fund does not separately account for the portion of the results of operations resulting from changes in foreign exchange rates on investments and the fluctuations arising from changes in market prices of securities held. The combined results of changes in foreign exchange rates and the fluctuation of market prices on investments (net of estimated foreign tax withholding) are included with the net realized and unrealized gain or loss from investments in the Statement of Operations. Reported net realized foreign currency gains or losses arise from (1) sales of foreign currencies, (2) currency gains or losses realized between the trade and settlement dates on securities transactions, and (3) the difference between the amounts of dividends, interest, and foreign withholding taxes recorded on the Fund's books and the U.S. dollar equivalent of the amounts actually received or paid. Net unrealized foreign currency gains and losses arise from changes in the fair values of assets and liabilities, other than investments in securities at fiscal period end, resulting from changes in exchange rates.

The Fund may invest in foreign securities, which may be subject to foreign taxes on income, gains on investments or currency repatriation, a portion of which may be recoverable. Foreign taxes, if any, are recorded based on the tax regulations and rates that exist in the foreign markets in which the Fund invests and are shown in the Statement of Operations.

E. Forward Foreign Currency Contracts – The Fund may engage in foreign currency transactions either on a spot (i.e. for prompt delivery and settlement) basis or through forward foreign currency contracts to manage or minimize currency or exchange rate risk.

The Fund may also enter into forward foreign currency contracts for the purchase or sale of a security denominated in a foreign currency in order to "lock in" the U.S. dollar price of that security, or the Fund may also enter into forward foreign

E. Forward Foreign Currency Contracts – (continued)

currency contracts that do not provide for physical settlement of the two currencies, but instead are settled by a single cash payment calculated as the difference between the agreed upon exchange rate and the spot rate at settlement based upon an agreed upon notional amount (non-deliverable forwards). The Fund will set aside liquid assets in an amount equal to daily mark-to-market obligation for forward foreign currency contracts.

A forward foreign currency contract is an obligation to purchase or sell a specific currency for an agreed-upon price at a future date. The use of forward foreign currency contracts does not eliminate fluctuations in the price of the underlying securities the Fund owns or intends to acquire but establishes a rate of exchange in advance. Fluctuations in the value of these contracts are measured by the difference in the contract date and reporting date exchange rates and are recorded as unrealized appreciation (depreciation) until the contracts are closed. When the contracts are closed, realized gains (losses) are recorded. Realized and unrealized gains (losses) on the contracts are included in the Statement of Operations. The primary risks associated with forward foreign currency contracts include failure of the Counterparty to meet the terms of the contract and the value of the foreign currency changing unfavorably. These risks may be in excess of the amounts reflected in the Statement of Assets and Liabilities.

F. Put Options Purchased – The Fund may purchase put options including options on securities indexes and/or futures contracts. By purchasing a put option, the Fund obtains the right (but not the obligation) to sell the option's underlying instrument at a fixed strike price. In return for this right, the Fund pays an option premium. The option's underlying instrument may be a security, securities index, or a futures contract. Put options may be used by the Fund to hedge securities it owns by locking in a minimum price at which the Fund can sell. If security prices fall, the put option could be exercised to offset all or a portion of the Fund's resulting losses. At the same time, because the maximum the Fund has at risk is the cost of the option, purchasing put options does not eliminate the potential for the Fund to profit from an increase in the value of the securities hedged. Realized and unrealized gains and losses on these contracts are included in the Statement of Operations. A risk in buying an option is that the Fund pays a premium whether or not the option is exercised. In addition, there can be no assurance that a liquid secondary market will exist for any option purchased.

NOTE 2 -- Additional Valuation Information

Generally Accepted Accounting Principles ("GAAP") defines fair value as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date, under current market conditions. GAAP establishes a hierarchy that prioritizes the inputs to valuation methods, giving the highest priority to readily available unadjusted quoted prices in an active market for identical assets (Level 1) and the lowest priority to significant unobservable inputs (Level 3), generally when market prices are not readily available or are unreliable. Based on the valuation inputs, the securities or other investments are tiered into one of three levels. Changes in valuation methods may result in transfers in or out of an investment's assigned level:

Level 1 – Prices are determined using quoted prices in an active market for identical assets.

Level 2 – Prices are determined using other significant observable inputs. Observable inputs are inputs that other market participants may use in pricing a security. These may include quoted prices for similar securities, interest rates, prepayment speeds, credit risk, yield curves, loss severities, default rates, discount rates, volatilities and others.

Level 3 – Prices are determined using significant unobservable inputs. In situations where quoted prices or observable inputs are unavailable (for example, when there is little or no market activity for an investment at the end of the period), unobservable inputs may be used. Unobservable inputs reflect the Fund's own assumptions about the factors market participants would use in determining fair value of the securities or instruments and would be based on the best available information.

The following is a summary of the tiered valuation input levels, as of November 30, 2014. The level assigned to the securities valuations may not be an indication of the risk or liquidity associated with investing in those securities. Because of the inherent uncertainties of valuation, the values reflected in the financial statements may materially differ from the value received upon actual sale of those investments.

During the three months ended November 30, 2014, there were transfers from Level 1 to Level 2 of $322,700,044 and from Level 2 to Level 1 of $154,583,216, due to foreign fair value adjustments.

	Level 1	Level 2	Level 3	Total
Equity Securities	$ 9,037,409,337	$ 474,452,815	$--	$ 9,511,862,152
Options Purchased	467,955	--	--	467,955
	9,037,877,292	474,452,815	--	9,512,330,107
Forward Foreign Currency Contracts*	--	22,767,328	--	22,767,329
Total Investments	$ 9,037,877,292	$ 497,220,144	--	$ 9,535,097,436

* Unrealized appreciation.

NOTE 3 -- Derivative Investments

Open Forward Foreign Currency Contracts at Period-End

Settlement Date	Counterparty	Contract to Deliver		Contract to Receive		Notional Value	Unrealized Appreciation (Depreciation)
12/4/2014	Bank of New York Mellon (The)	CAD	76,507,982	USD	68,649,656	$ 66,885,967	$ 1,763,689
12/4/2014	State Street Bank & Trust Co.	CAD	76,559,478	USD	68,695,863	66,930,987	1,764,876
12/4/2014	Bank of New York Mellon (The)	CHF	69,852,546	USD	73,876,995	72,295,138	1,581,857
12/4/2014	State Street Bank & Trust Co.	CHF	30,059,974	USD	31,790,993	31,111,106	679,887
12/4/2014	Bank of New York Mellon (The)	EUR	103,369,304	USD	131,737,459	128,532,514	3,204,945
12/4/2014	State Street Bank & Trust Co.	EUR	103,345,968	USD	131,677,955	128,503,498	3,174,457
12/4/2014	Bank of New York Mellon (The)	GBP	70,366,443	USD	113,453,575	109,908,120	3,545,455
12/4/2014	State Street Bank & Trust Co.	GBP	70,522,989	USD	113,699,279	110,152,635	3,546,644
12/4/2014	Bank of New York Mellon (The)	ILS	166,208,567	USD	44,444,953	42,682,150	1,762,803
12/4/2014	State Street Bank & Trust Co.	ILS	166,832,672	USD	44,585,135	42,842,419	1,742,716
Total open forward foreign currency contracts - Currency Risk							$ 22,767,329

Currency Abbreviations:

CAD -- Canadian Dollar
ILS -- Israeli Shekel
EUR -- Euro
USD -- U.S. Dollar
GBP -- British Pound Sterling

NOTE 4 -- Investment Securities

The aggregate amount of investment securities (other than short-term securities, U.S. Treasury obligations and money market funds, if any) purchased and sold by the Fund during the three months ended November 30, 2014 was $572,119,370 and $937,881,840, respectively. Cost of investments on a tax basis includes the adjustments for financial reporting purposes as of the most recently completed federal income tax reporting period-end.

Unrealized Appreciation (Depreciation) of Investment Securities on a Tax Basis

Aggregate unrealized appreciation of investment securities	$ 2,710,079,527
Aggregate unrealized (depreciation) of investment securities	(157,795,956)
Net unrealized appreciation of investment securities	$ 2,552,283,571

Cost of investments for tax purposes is $6,960,046,536.