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PO Box 4333  
Houston, TX 77210-4333  
11 Greenway Plaza, Suite 100  
Houston, TX 77046-1173  
713 626 1919

A I M Advisors, Inc.

July 19, 2004

**VIA CERTIFIED MAIL/RRR**

Securities and Exchange Commission  
450 Fifth Street  
Washington, D.C. 20549

RECEIVED BY THE BRANCH OF DOCUMENT  
**C O N T R O L**  
SEP 7 2004  
FROM LH  
BY [Signature]

Re: Filing Pursuant to Section 33 of the Investment Company Act of 1940 by INVESCO Funds Group, Inc. and A I M Advisors, Inc.

Ladies and Gentlemen:

Pursuant to Section 33 of the Investment Company Act of 1940, we hereby file on behalf of INVESCO, Funds Group Inc. and A I M Advisors, Inc. (investment advisers), a copy of **Plaintiff's Initial Disclosures and Automatic Disclosure Statement of Independent Directors** in *Stanley Lieber, et al., v. INVESCO Funds Group, Inc. and A I M Advisors, Inc.*

Sincerely,

*Stephen R. Rimes /v.v.*

Stephen R. Rimes  
Assistant General Counsel

Enclosures

cc: Mr. Robert B. Pike, SEC – Fort Worth  
Mr. James Perry, SEC – Fort Worth



**PROCESSED**

SEP 10 2004

THOMSON  
FINANCIAL

*MF*

United States Courts  
Southern District of Texas  
FILED

MH

JUL 16 2004

Michael H. Milby, Clerk

IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

STANLEY LIEBER, On Behalf of INVESCO §  
 Balanced Fund/Inv, INVESCO Core Equity §  
 Fund/Inv, INVESCO Dynamics Fund/Inv, §  
 INVESCO Energy Fund/Inv, INVESCO European §  
 Fund/Inv, INVESCO Financial Services Fund/Inv., §  
 INVESCO Gold & Precious Metals Fund/Inv, §  
 INVESCO Growth & Income Fund/Inv, INVESCO §  
 Growth Fund/Inv, INVESCO Health Science §  
 Fund/Inv, INVESCO High Yield Fund/Inv, §  
 INVESCO International Blue Chip Value Fund/Inv, §  
 INVESCO Leisure Fund/Inv, INVESCO Real §  
 Estate Opportunity Fund/Inv, INVESCO S&P 500 §  
 Index Fund/Inv, INVESCO Select Income §  
 Fund/Inv, INVESCO Tax Free Bond Fund/Inv, §  
 INVESCO Technology Fund/Inv, INVESCO Total §  
 Return Fund/Inv, INVESCO US Government §  
 Securities Fund/Inv, INVESCO Utilities Fund/Inv, §  
 INVESCO Value Equity Fund/Inv, §  
 §  
 Plaintiff, §  
 §  
 vs. §  
 §  
 INVESCO FUNDS GROUP INC. and §  
 AIM ADVISORS, INC., §  
 §  
 Defendants. §

CIVIL ACTION NO. H-03-5744

**PLAINTIFF'S INITIAL DISCLOSURES**

Pursuant to Rule 26(a) of the Federal Rules of Civil Procedure, Plaintiff Stanley Lieber makes the following initial disclosures:

1. Fed. R. Civ. P. 26(a)(1)(A) - Persons With Pertinent Information:  
 Stanley Lieber  
 1771 East 21<sup>st</sup> Street  
 Brooklyn, New York 11229  
 (718) 258-2263

The named Defendants, and Defendants' employees and agents with pertinent information.

2. Fed. R. Civ. P. 26(a)(1)(B) - Pertinent Documents in Plaintiff's Possession:

Monthly account statements and some publicly available documents sent to Plaintiff by the Defendants.

3. Fed. R. Civ. P. 26(a)(1)(c) - Computation of Damages:

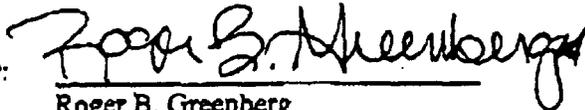
Damages cannot be computed with any reasonable accuracy prior to discovery and consultation with an expert who will perform a damages analysis.

4. Fed. R. Civ. P. 26(a)(1)(D) - The Contents of Any Insurance Agreement:

None.

DATED: July 16, 2004.

Respectfully submitted,

By: 

Roger B. Greenberg  
Attorney-In-Charge  
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COUNSEL FOR PLAINTIFF

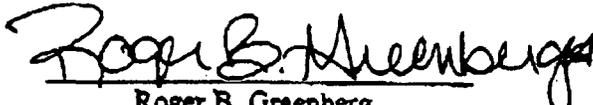
**CERTIFICATE OF SERVICE**

I hereby certify that a true and correct copy of the foregoing *Plaintiff's Initial Disclosures* was served on the following counsel of record, in accordance with the Federal Rules of Civil Procedure, on this 16<sup>th</sup> day of July, 2004.

Daniel A. Pollack (*via CM/RRR*)  
Edward T. McDermott  
Anthony Zaccaria  
Pollack & Kaminsky  
114 West 47<sup>th</sup> Street  
Suite 1900  
New York, NY 10036

Glen M. Boudreaux (*via hand-delivery*)  
Boudreaux, Leonard & Hammond, P.C.  
Two Houston Center  
909 Fannin St., Suite 2350  
Houston, Texas 77010

Jacks C. Nickens (*via CM/RRR*)  
Richard P. Keeton  
Paul D. Flack  
Nickens Keeton Lawless Farrell & Flack  
600 Travis, Suite 7500  
Houston, Texas 77002

  
Roger B. Greenberg

IN THE UNITED STATES DISTRICT COURT  
FOR THE SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION

Stanley Lieber, on behalf of INVESCO :  
Balanced Fund/Inv, INVESCO Core Equity :  
Fund/Inv, INVESCO Dynamics Fund/Inv, :  
INVESCO Energy Fund/Inv, INVESCO :  
European Fund/Inv, INVESCO Financial :  
Services Fund/Inv, INVESCO Gold & :  
Precious Metals Fund/Inv, INVESCO Growth :  
Fund/Inv, INVESCO Health Science Fund/Inv, :  
INVESCO High Yield Fund/Inv, INVESCO :  
International Blue Chip Value Fund/Inv, :  
INVESCO Leisure Fund/Inv, INVESCO Real :  
Estate Opportunity Fund/Inv, INVESCO S&P :  
Tax Free Bond Fund/Inv, INVESCO :  
Technology Fund/Inv, INVESCO :  
Telecommunications Fund/Inv, INVESCO :  
Total Return Fund/Inv, INVESCO US :  
Government Securities Fund/Inv, INVESCO :  
Utilities Fund/Inv, INVESCO Value Equity :  
Fund/Inv, :

Plaintiffs, :

v. :

Civ. Action No. H 03-5744

INVESCO Funds Group, Inc., AIM Advisors, :  
Inc., Bob R. Baker, James T. Bunch, Gerald :  
J. Lewis, Larry Soll, Frank S. Bayley, :  
Bruce L. Crockett, Albert R. Dowden, Edward :  
K. Dunn, Jr., Jack M. Fields, Carl Frischling, :  
Prema Mathai-Davis, Lewis F. Pennock, Ruth :  
M. Quigley, Louis S. Sklar, Robert H. Graham :  
and Mark Williamson, :

Defendants :

and :

AIM Sector Funds, AIM Combination Stock & :  
Bond Funds and AIM Stock Funds, :

Nominal Defendants :

**AUTOMATIC DISCLOSURE STATEMENT  
OF INDEPENDENT DIRECTORS**

Defendants Bob Baker, Frank Bayley, James Bunch, Bruce Crockett, Prema Mathai-Davis, Albert Dowden, Edward Dunn, Jr., Jack Fields, Carl Frischling, Gerald Lewis, Lewis Pennock, Ruth Quigley, Louis Sklar and Lawrence Soll (collectively, the "Independent Directors"), by their undersigned attorneys, Nickens Keeton Lawless Farrell & Flack, for their Automatic Disclosure pursuant to Rule 26(a)(1) of the Federal Rules of Civil Procedure, state as follows:

1. This initial disclosure is made upon a good faith review of information reasonably available at this time. The Independent Directors reserve the right to make subsequent disclosures in the course of discovery.

2. The Independent Directors, in making their initial disclosures, expressly reserve any and all objections, including, but not limited to, relevance, materiality, competence, privilege, overbreadth, undue burden or other grounds.

**INITIAL DISCLOSURES**

Subject to the foregoing reservations and exceptions, and without waiver thereof, the Independent Directors respond to the initial disclosures items under Fed. R. Civ. P. Rule 26(a)(1) as follows:

**I. Persons Potentially With Information**

The following persons are likely to have discoverable information that the Independent Directors may use to support their defense in this action:

1. The Independent Directors.
2. The other named defendants and their agents.

3. The witnesses identified by the other named defendants in this action.

Each of these persons is expected to possess information concerning the reasonableness of the challenged fees. By making the foregoing disclosures, the Independent Directors do not concede that all of these individuals should necessarily be deposed. The Independent Directors expressly reserve the right to object to the deposition of any of these persons as discovery proceeds.

## **II. Document Categories/Locations**

The following categories of documents may be used by the Independent Directors to support their defense in this action:

1. Distribution Agreements.
2. Rule 12b-1 Distribution Plans for the Funds.
3. Rule 12b-1 reports (quarterly and annual) presented to the Board of Trustees.
4. Minutes of trustees' meetings and board book material about the closing of the Funds to certain investors and/or the approvals of the 12b-1 Plans and Distribution Agreements.

These documents are believed to be in the custody of AIM Advisors, Inc. in Houston, Texas. Some of the documents contained in each of these categories of documents may be subject to privileges, as set forth in Fed. R. Civ. P. 26 and other applicable provisions, or may be discoverable only upon execution of an appropriate stipulation and order of confidentiality.

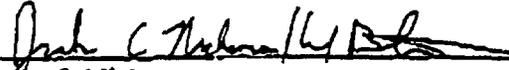
## **III. Insurance Agreements**

The Independent Directors deny that they are liable for any damages claimed in the First Amended Complaint. However, assuming that any such damages were to be assessed against the

Independent Directors, all or part of such damages may be covered under insurance policies, copies of which will be provided under separate cover.

Dated: July 16, 2004

NICKENS KEETON LAWLESS FARRELL  
& FLACK, LLP

  
Jack C. Nickens  
State Bar No. 15013800  
Federal I.D. No. 4419

Attorney-in-Charge for Defendants  
Bob R. Baker, James T. Bunch,  
Gerald J. Lewis, Frank S. Bayley,  
Bruce L. Crockett, Albert R. Dowden,  
Edward K. Dunn, Jr., Jack M. Fields,  
Carl Frischling, Prema Mathai-Davis,  
Lewis P. Pennock, Ruth Quigley, Louis S.  
Sklar and Lawrence Soll

OF COUNSEL:

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