

BITSTREAM INC
Form DEF 14A
April 21, 2008
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a)
of the Securities Exchange Act of 1934
(Amendment No. __)

Filed by the Registrant

Filed by a party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Material

Soliciting Material Pursuant to §240.14a-12

BITSTREAM INC.

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(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

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- No fee required.
- Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

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(4) Date Filed:

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BITSTREAM INC.

245 FIRST STREET, 17TH FLOOR

CAMBRIDGE, MASSACHUSETTS 02142

NOTICE OF ANNUAL MEETING OF STOCKHOLDERS

To Be Held May 20, 2008, 10:00 a.m.

NOTICE IS HEREBY GIVEN to the stockholders of BITSTREAM INC., a Delaware corporation (the Company), that the Annual Meeting of Stockholders (the Meeting) will be held at the Company's principal offices located at 245 First Street, 17th Floor, Cambridge, Massachusetts 02142 at 10:00 a.m., Eastern Daylight Time, on May 20, 2008 for the following purposes:

1. To elect a board of five (5) directors to serve until the next Annual Meeting of Stockholders or until their respective successors are elected and qualified; and
2. To transact such other and further business as may properly come before the Meeting or any postponement or adjournment thereof.

Only stockholders of record at the close of business on April 8, 2008 are entitled to notice of and to vote at the Meeting or any adjournment thereof. The stock transfer books of the Company will not be closed.

A copy of the Company's Annual Report for the year ended December 31, 2007 accompanies this notice.

By Order of the Board of Directors,

CHARLES YING

Chairman of the Board

Boston, Massachusetts

April 18, 2008

RETURN OF PROXIES

A proxy and self-addressed envelope are enclosed for your use. Whether or not you plan to attend the Meeting, our Board of Directors requests that you execute and return your proxy in the enclosed envelope in order to secure a quorum, to avoid the expense of additional proxy solicitation and to ensure that your shares will be represented at the Meeting. Your cooperation is greatly appreciated.

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Bitstream Inc.

245 First Street, 17th Floor

Cambridge, Massachusetts 02142

PROXY STATEMENT

The enclosed proxy (Proxy) is solicited by the Board of Directors (the Board) of Bitstream Inc., a Delaware corporation (the Company), for use at our Annual Meeting of Stockholders (the Meeting) to be held at the our principal offices located at 245 First Street, 17th Floor, Cambridge, Massachusetts 02142 on May 20, 2008, at 10:00 a.m., Eastern Daylight Time and at any adjournment or adjournments thereof. Any stockholder giving a Proxy has the power to revoke it at any time before it is voted by executing another Proxy bearing a later date or by giving written notice of revocation to the Company addressed to the Secretary prior to the Meeting or by oral or written notice at the Meeting or by voting in person by ballot at the Meeting. A stockholder s attendance at the Meeting will not by itself revoke a Proxy.

The mailing address of our principal executive office is 245 First Street, 17th Floor, Cambridge, Massachusetts 02142, Telephone No. (617) 497-6222. The approximate date on which this proxy statement (the Proxy Statement) and form of Proxy are first being sent or given to stockholders is on or about April 18, 2008.

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SOLICITATION OF PROXIES

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The persons named as proxies are Charles Ying, our Chairman of the Board, and Anna M. Chagnon, our President and Chief Executive Officer. The stock represented at the Meeting by the enclosed Proxy will be voted in the manner specified by the stockholder executing the same. In the absence of specification, the shares of stock will be voted FOR the election of each of the five persons nominated by the Board to serve as directors and in the discretion of the proxies on other business which may properly come before the Meeting. The cost of preparing, assembling and mailing the Proxy, this Proxy Statement and the other material enclosed will be borne by the Company. In addition to these mailed proxy materials, our directors, officers and employees (who will receive no compensation in addition to their regular salaries) may solicit proxies in person, by telephone or by other means of communication. We will request brokerage houses, banking institutions, and other custodians, nominees and fiduciaries, with respect to shares held of record in their names

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or in the names of their nominees, to forward the proxy material to the beneficial owners of such shares of stock and will reimburse them for their reasonable expenses in forwarding the proxy material.

SHARES OUTSTANDING AND VOTING RIGHTS

Only holders of record of shares of Class A Common Stock, \$0.01 par value (Class A Shares or Class A Common Stock), at the close of business on April 8, 2008 (the Record Date) are entitled to vote at the Meeting, or any adjournment thereof. On the Record Date, there were 9,678,087 Class A Shares issued and outstanding, including 50,000 unvested restricted shares with voting rights. Each Class A Share is entitled to one vote on all matters to be voted upon. The presence in person or by properly executed Proxy of the holders of a majority of the issued and outstanding shares of Class A Common Stock entitled to vote at the Meeting is necessary to constitute a quorum. Directors are elected by a majority of the votes present in person or by proxy at the Meeting and voting on such proposal. The affirmative vote of a majority of the votes present in person or by proxy at the Meeting is required for the approval of any other business which may properly be brought before the Meeting or any adjournment thereof.

Stockholders of record vote at the Meeting by casting ballots (in person or by proxy), which are tabulated by a person who is appointed by the Board before the Meeting to serve as the inspector of election at the Meeting and who has executed and verified an oath of office. For purposes of determining the number of votes cast with respect to a particular matter, only those cast For or Against are included. Abstentions and broker non-votes (i.e. shares held by a broker or nominee which are represented at the Meeting, but with respect to which the broker or nominee is not empowered to vote on a particular proposal) are counted only for purposes of determining whether a quorum is present at the Meeting.

Our stock transfer books will not be closed. Stockholders who do not expect to attend the Meeting, but wish to have their shares of stock voted at the Meeting, are urged to complete, sign, date and return the enclosed Proxy as promptly as possible.

PROPOSAL NO. 1 ELECTION OF DIRECTORS

Five directors are to be elected to serve until the next annual meeting of our stockholders or until the election and qualification of their respective successors. Each of the nominees named below currently serves as a director of the Company. The persons named in the accompanying Proxy intend to vote (unless authority to vote for directors is withheld in such Proxy or later revoked) all duly executed Proxies for the election to the Board of all of the nominees named below, each of whom consented to be named herein and to serve as a director if elected at the Meeting. The Board knows of no reason why any of the nominees will be unavailable or unable to serve as a director, but in the event that any nominee should become unavailable prior to the Meeting, the Proxy will be voted for a substitute nominee designated by the Board if a substitute nominee is designated. Listed below is certain information with respect to each current nominee for election as a director. For information concerning the number of shares of Class A Common Stock beneficially owned by each nominee, see Principal and Management Stockholders included elsewhere herein.

Table of Contents**THE BOARD UNANIMOUSLY RECOMMENDS A VOTE FOR ALL OF THE NOMINEES****Nominees for Directors**

The Company's directors and their ages as of April 12, 2008 are as follows:

<u>NAME</u>	<u>AGE</u>	<u>POSITION WITH THE COMPANY</u>
George B. Beitzel (1)(2)(3)	79	Director
Anna M. Chagnon	41	Director, President and Chief Executive Officer
Amos Kaminski (1)(2)(3)	78	Director
David G. Lubrano (1)(2)(3)	77	Director
Charles Ying	61	Director and Chairman of the Board

- (1) Member of the Nominating and Corporate Governance Committee.
 (2) Member of the Audit Committee.
 (3) Member of the Compensation Committee.

George B. Beitzel has been a director of the Company since April 1989. Mr. Beitzel retired in 1987 from International Business Machines Corporation (IBM), where he held numerous positions including serving as a member of the IBM Board of Directors and Corporate Office. Mr. Beitzel currently serves on the Board of Directors of Deutsche Bank Trust Company Americas, Computer Task Group, Inc., Actuate Corporation and Gevity HR, Inc.

Anna M. Chagnon has been a director of the Company since May 2003. Ms. Chagnon has served as our Chief Executive Officer since October 2003. She has also served as our President since June 2000 and as General Counsel since July 1997. She previously served as Chief Operating Officer from August 1998 to October 2003, and Chief Financial Officer from August 1998 to March 2003. From July 1997 to August 1998, she served in various positions at the Company including Vice President, Finance and Administration, Chief Financial Officer and General Counsel, and Vice President and General Counsel. She holds a Bachelor of Science degree, summa cum laude, from Northeastern University, a Juris Doctor degree from Boalt Hall School of Law of the University of California at Berkeley, and a Master of Business Administration, summa cum laude, from Babson College.

Amos Kaminski has been a director of the Company since 1985 and was Chairman of the Board from 1991 through 1996. Mr. Kaminski founded Interfid Ltd., a venture capital firm, in 1984 and has served as its President and on its Board of Directors since its formation. Mr. Kaminski is also the founder, President and Chairman of the Board of Directors of AFA Asset Services, Inc., a private real estate asset management company, and Chairman of the Board of Directors of Interfid Capital, Inc.

David G. Lubrano has been a director of the Company since 1987. Mr. Lubrano retired in 1985 from Apollo Computer Inc., a corporation engaged in manufacturing workstations, which he co-founded and where he had been a Senior Vice President of Finance and Administration, Chief Financial Officer and a director.

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Charles Ying has been Chairman of the Board since April 1997. He has also served as Chief Executive Officer of the Company from May 1997 through October 2003. From January 1992 to January 1996, Mr. Ying served as Chief Executive Officer of Information International Inc., a corporation engaged in the business of designing, manufacturing and marketing computer-based systems that automate document production and publishing. Mr. Ying holds a B.S. and M.S. in Electrical Engineering from the Massachusetts Institute of Technology.

The Company's By-laws provide that the Board will be elected at the annual meeting of the stockholders, or at a special meeting of the stockholders in lieu thereof, and that all directors shall hold office until the next annual meeting of stockholders, or next special meeting of the stockholders in lieu thereof, or until their successors are chosen and qualified.

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CORPORATE GOVERNANCE

Code of Business Conduct and Ethics

We have a code of ethics that applies to our principal executive officer and principal financial officer, or persons performing similar functions. This code of ethics is incorporated in our Code of Business Conduct and Ethics that applies to all of our officers, directors, and employees. A copy of our Code of Business Conduct and Ethics is available on our website at www.bitstream.com. We intend to satisfy the SEC's disclosure requirements regarding amendments to, or waivers of, the Code of Business Conduct and Ethics by posting such information on our website.

Board Committees and Meetings of the Board

The Board has a standing Audit Committee, a Compensation Committee and a Nominating and Corporate Governance Committee. During the year ended December 31, 2007, the Nominating and Corporate Governance Committee met four times, the full Board met five times, the Compensation Committee met four times, and the Audit Committee met five times. All incumbent directors attended at least 75% of the aggregate number of the meetings of the Board and of each of the committees of the Board. Each committee's charter is available through the Corporate Governance link on the Company's website at www.bitstream.com, or by sending your request in writing to the Corporate Secretary, Bitstream Inc., 245 First Street, 17th Floor, Cambridge, MA 02142-1200. Each committee conducts an annual assessment to determine whether it has sufficient information, resources and time to fulfill its obligations and whether it is performing its obligations. Under the Board's Corporate Governance Guidelines, each committee may retain experts to assist it in carrying out its responsibilities. The Board of Directors has determined that each of the members of the Audit Committee, Compensation Committee, and the Nominating and Corporate Governance Committee are independent as required by applicable laws and regulations, and the National Association of Securities Dealers listing standards.

The Board and executive management believe that good corporate governance is important to ensure that we are managed for the long-term benefit of our stockholders. The Board and executive management team have been reviewing and will continue to review our corporate governance policies and practices for compliance with applicable regulations and will continue to compare those policies and practices to those suggested by various authorities in corporate governance and the practices of other public companies.

The Audit Committee reviews our accounting practices, internal accounting controls and financial results and oversees the engagement of our independent registered public accountants. This committee also oversees management's performance of its responsibility for the integrity of our accounting and financial reporting and our systems of internal controls, the performance and qualifications of the independent accountants (including the independent accountant's independence), and our compliance with legal and regulatory requirements. This committee establishes procedures, as required under applicable law, for the receipt, retention and treatment of complaints received by us regarding accounting, internal accounting controls and the confidential and anonymous submission by employees and others regarding questionable or possibly fraudulent actions or activities. The Board of Directors, based on the recommendation of the Audit Committee, has designated David Lubrano as the audit committee financial expert. During 2007, the members of this committee were David Lubrano, serving as Chairperson, George Beitzel and Amos Kaminski.

The Compensation Committee establishes salaries, incentives and other forms of compensation for our directors, officers and other employees. The Compensation Committee also administers our benefit plans and administers the issuance of stock options and other awards under our Stock Plans to all our employees and directors, including the members of such committee. The committee also reviews, and recommends to the full Board, the compensation and benefits for non-employee Directors. During 2007, the members of this committee were George Beitzel, serving as Chairperson, Amos Kaminski, and David Lubrano.

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The Nominating and Corporate Governance Committee provides oversight and guidance to the Board of Directors to ensure that the membership, structure, policies, and practices of the Board and its committees facilitate the effective exercise of the Board's role in the governance of the Company. The committee reviews and evaluates the policies and practices with respect to the size, composition, independence and functioning of the Board and its committees and reflects those policies and practices in corporate governance guidelines, and evaluates the qualifications of, and recommends to the full Board, candidates for election as Directors. During 2007, the members of this committee were Amos Kaminski, serving as Chairperson, George Beitzel, and David Lubrano.

Independence of Directors

Our Board has determined that the majority of the Board is comprised of independent directors within the meaning of applicable NASDAQ listing standards applicable to Board composition and Section 301 of the Sarbanes-Oxley Act of 2002. Our independent directors are: Mr. Beitzel, Mr. Kaminski, and Mr. Lubrano. There are no family relationships among any of the executive officers or directors of the Company.

Shareholder Communications with Directors

A shareholder who wishes to communicate directly with the Board, a committee of the Board or with an individual Director, should send the communication to:

Bitstream Inc.

Attn: Board of Directors [or committee name or Director's name, as appropriate]

245 First Street, 17th Floor

Cambridge, MA 02142-1200

Bitstream will forward all shareholder correspondence concerning the Company to the Board, committee or individual Director, as appropriate. This process has been approved by the independent Directors of Bitstream.

Nomination of Candidates for Director

When evaluating potential candidates for directors, the Nominating and Corporate Governance Committee (the Nominating Committee) considers individuals recommended by members of the Nominating Committee, other Directors, members of management, and shareholders or self-nominated individuals. This Nominating Committee is advised of all nominations that are submitted to us and determines whether it will further consider the candidates using the criteria described below.

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In order to be considered, each proposed candidate must:

Be ethical;

Have proven judgment and competence;

Have professional skills and experience that are complementary to the background and experience represented on the Board and that meet our needs;

Have demonstrated the ability to act independently and be willing to represent the interests of all shareholders and not just those of a particular philosophy or constituency; and

Be willing and able to devote sufficient time to fulfill his/her responsibilities to Bitstream and its shareholders.

After the Nominating Committee has completed its evaluation, it presents its recommendation to the full Board for its consideration and approval. In presenting its recommendation, the Nominating Committee also reports on other candidates who were considered but not selected.

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We will report any material change to this procedure in a quarterly or annual filing with the Securities and Exchange Commission and any new procedure will be available through the Corporate Governance link on our website at www.bitstream.com.

Our Bylaws require that a shareholder who wishes to nominate an individual for election as a Director at our Annual Meeting of Shareholders must give us advance written notice no later than 120 days prior to the anniversary date of the Proxy mailing date, or December 22, 2008, in connection with next year's Annual Meeting and provide specified information. Shareholders may request a copy of the Bylaw requirements from the Corporate Secretary, Bitstream Inc., 245 First Street, 17th Floor, Cambridge, Massachusetts 02142.

Director Compensation

For the year ended December 31, 2007, each director who was not our employee received \$25,000 in cash compensation for service as a director. In addition, our non-employee Chairman of the Board received an additional \$15,000 in cash compensation for his service as Chairman. On May 24, 2007, each non-employee director was also granted a restricted stock award for 5,000 shares of the Company's Class A Common Stock, vesting in one-fifth increments on each of the first, second, third, fourth and fifth anniversaries of the date of the grant. From January 1, 2008 to April 8, 2008, the Board did not make any stock option grants or restricted stock awards to purchase Class A Common Stock to any Board member.

The following table provides information on the compensation of our directors for the fiscal year ended December 31, 2007. Ms. Chagnon does not currently receive separate compensation for her services as a director. For her compensation as our Chief Executive Officer, see Ms. Chagnon's compensation discussed in this Proxy Statement under the Compensation Discussion and Analysis and the data related to her compensation in the Summary Compensation Table and related tables.

DIRECTOR COMPENSATION TABLE

Name	Fees Earned or Paid in Cash (\$)	Stock Awards (\$) (1)	Option Awards (\$) (1)	All Other Compensation (\$)	Total (\$)
George B. Beitzel	25,000	4,595	12,894		42,489
Amos Kaminski	25,000	4,595	12,894		42,489
David G. Lubrano	25,000	4,595	12,894		42,489
Charles Ying	40,000	4,595	11,442		56,037

- (1) Compensation amounts for the restricted stock awards and stock option awards represent the amount recognized for financial statement reporting purposes pursuant to the Statement of Financial Accounting Standards No. 123 (revised 2004) (FAS 123R). These amounts disregard any estimates based on forfeitures relating to service-based vesting conditions. These numbers are not necessarily indicative of the intended cash equivalent value of each grant, which amount is represented in the Grants of Plan Based Awards table. For the assumptions used in these valuations, see the Notes to Consolidated Financial Statements in our 2007 audited financial statements included within our Annual Report on Form 10-K.

Section 16(a) Beneficial Ownership Reporting Compliance

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Section 16(a) of the Exchange Act requires directors, executive officers and stockholders who own more than ten percent of the outstanding Class A Common Stock of the Company to file with the Securities and Exchange Commission and NASDAQ reports of ownership and changes in ownership of voting securities of the Company and to furnish copies of such reports to us.

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Based solely on a review of the copies of such forms received by the Company, and on written representations from certain reporting persons, we believe that with respect to the year ended December 31, 2007, our directors, officers and ten-percent stockholders timely filed all such required forms, except for Form 4s required to be filed in connection with the grant of stock options and restricted stock awards on May 24, 2007 which were filed late.

Table of Contents**INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM**

Our Audit Committee has retained PricewaterhouseCoopers LLP (PwC) as the Company's independent registered public accounting firm for the audit of our financial statements for the year ended December 31, 2007 and intends to retain PwC for the year ending December 31, 2008. Representatives of PwC are expected to be present at the meeting to answer appropriate questions and they will have the opportunity to make a statement if they desire to do so.

Principal Accountant Fees and Services

We retained our independent registered public accounting firm, PwC, to provide services in the following categories and amounts:

	Years Ended December 31,	
	2007	2006
Audit fees	\$ 205,000	\$ 239,860
Tax fees	31,000	31,000
All other fees	58,000	9,000
Total all fees	\$ 294,000	\$ 279,860

Audit fees for 2006 include \$47,860 for auditing services performed in connection with our adoption of FAS 123R as of January 1, 2006. Tax fees consist of fees for professional services for tax compliance, tax advice, and tax planning. This category includes fees related to the preparation and review of federal, state, and international tax returns. All other fees for 2007 represent services performed in connection with a Section 382 study and for 2006 represent services performed for tax compliance and planning services in connection with our establishment of a subsidiary in India, Bitstream India Pvt. Ltd.

Our Audit Committee (the Audit Committee) annually considers whether the provisions of non-audit services by our principal auditors is compatible with maintaining auditor independence and concluded that all such services provided during 2007 were compatible with maintaining auditor independence.

The policy of the Audit Committee is to pre-approve all audit and permissible non-audit services to be performed by the independent auditors during the year. The Audit Committee pre-approves services by authorizing specific projects within the categories outlined above. The Audit Committee's charter authorizes its Chairperson to address any requests for pre-approval of services between Audit Committee meetings, and the Chairperson must report any pre-approval decisions to the Audit Committee at its next scheduled meeting. All services related to Audit-Related Fees and Tax Fees during 2007 were pre-approved by the Audit Committee.

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REPORT OF THE AUDIT COMMITTEE

The Audit Committee, at the direction of the Board, has prepared the following report for inclusion in this Proxy Statement. The Audit Committee is comprised of Messrs. Beitzel, Kaminski and Lubrano, three non-employee directors who meet the independence criteria prescribed by applicable law and the rules of the U.S. Securities and Exchange Commission (SEC) for audit committee membership and each is an independent director within the meaning of applicable NASDAQ listing standards. Each Audit Committee member meets the NASDAQ financial literacy requirements. The Board has named Mr. Lubrano, who meets the NASDAQ professional experience requirements, as its audit committee financial expert as such term is defined in Item 401(h) of Regulation S-K promulgated by the SEC. The Audit Committee acts pursuant to a written charter, which complies with the applicable provisions of the Sarbanes-Oxley Act of 2002 and related rules of the SEC and NASDAQ, a copy of which can be found on our website at <http://www.bitstream.com/corporate/pdfs/bitstream-audit+committee+charter.pdf>.

The Audit Committee has the responsibility for reviewing Bitstream's accounting practices, internal accounting controls and financial results and oversees the engagement of our independent registered public accounting firm, including conducting a review of its independence, reviewing and approving the planned scope of our annual audit, overseeing the independent auditors' audit work, reviewing and pre-approving any audit and audit related services that may be performed by them, reviewing with management and our independent auditors the adequacy of our internal controls, and reviewing our critical accounting policies and the application of accounting principles. The Audit Committee holds meetings with management and our independent registered public accounting firm to review our annual audited financial statements and quarterly financial statements. The Audit Committee establishes procedures, as required under applicable law, for the receipt, retention and treatment of complaints received by us regarding accounting, internal accounting controls or auditing matters and the confidential and anonymous submission by employees of concerns regarding questionable accounting or auditing matters.

We have reviewed and discussed the audited financial statements for the year ended December 31, 2007 and management's assessment of the effectiveness of Bitstream's internal controls over financial reporting as of December 31, 2007 with management and the independent registered public accounting firm.

We have discussed with the independent registered public accounting firm the matters required to be discussed by Statement on Auditing Standards No. 61, as amended, Communication with Audit Committees.

We have received the written disclosures and the letter from our independent registered public accounting firm required by Independence Standards Board Standard No. 1 (Independence Discussions with Audit Committees) and have discussed with our independent registered public accounting firm its independence.

Based on the reviews and discussions referred to above, in reliance on management and the independent registered public accounting firm, and subject to the limitations of our role, we recommended to the Board of Directors, and the Board has approved, the inclusion of the financial statements referred to above in the Company's Annual Report on Form 10-K for the year ended December 31, 2007 for filing with the SEC.

Respectfully submitted,

AUDIT COMMITTEE

George B. Beitzel

Amos Kaminski

David G. Lubrano, Chairperson

The Audit Committee Report above does not constitute soliciting material and will not be deemed filed or incorporated by reference into any of our filings under the Securities Act of 1933 or the Securities Exchange Act of 1934 that might incorporate our SEC filings by reference, in whole or in part, notwithstanding anything to the contrary set forth in those filings.

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REPORT OF THE COMPENSATION COMMITTEE

The Compensation Committee (the "Compensation Committee") of the Company at the direction of the Board has prepared the following report for inclusion in this Proxy Statement. The Compensation Committee is comprised of Messrs. Beitzel, Kaminski and Lubrano, three non-employee directors who are disinterested persons within the meaning of Rule 16b-3 of the Securities Exchange Act of 1934, as amended and who are independent as required by applicable laws and regulations, and the NASDAQ listing standards. The Compensation Committee has the responsibility for all compensation matters concerning the Company's executive officers. The Compensation Committee is also responsible for oversight of our compensation plans and benefit programs and equity based awards to our non-executive employees and consultants. The Compensation Committee acts pursuant to a written charter, which may be found on our web site at <http://www.bitstream.com/corporate/pdfs/bitstream-compensation+committee+charter.pdf>.

The Compensation Committee has reviewed and discussed the Compensation Discussion and Analysis with management. Based on such review and discussions, the Committee recommended to the Board of Directors, and the Board has approved, the inclusion of the Compensation Discussion and Analysis in the Proxy Statement and the Company's Annual Report on Form 10-K.

Respectfully submitted,

COMPENSATION COMMITTEE

George B. Beitzel, Chairperson

Amos Kaminski

David G. Lubrano

The Compensation Committee Report above does not constitute soliciting material and will not be deemed filed or incorporated by reference into any of our filings under the Securities Act of 1933 or the Securities Exchange Act of 1934 that might incorporate our SEC filings by reference, in whole or in part, notwithstanding anything to the contrary set forth in those filings.

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COMPENSATION DISCUSSION AND ANALYSIS

Compensation Philosophy

Bitstream's executive compensation program is intended to attract and retain highly-qualified senior managers by providing compensation opportunities that reflect our business results and the individual executive's performance. During the year ended December 31, 2007, we used salary, bonus, stock options and restricted stock awards, to meet these goals. We believe that these compensation opportunities will motivate management's efforts by ensuring that the rewards received by our executives are consistent with the achievement of our business objectives and with the value added by management to the stockholders' interests. Our compensation program provides for base salaries that reflect such factors as level of responsibility, internal fairness and external competitiveness.

We also believe that a substantial portion of each of our executive's compensation should be in the form of an incentive bonus. Receipt of this bonus is contingent upon our achievement of target levels of sales and earnings, strategic acquisitions and other initiatives, introduction of innovative products and services, and the achievement of and progress toward other significant annual financial and operational objectives as determined by the Compensation Committee. In general, the cash compensation of our executive officers approximates the average of compensation paid to executives of appropriate comparable companies who occupy positions of similar responsibilities. Our compensation program also provides long-term incentive opportunities in the form of stock options, restricted stock and other forms of equity compensation that strengthen the mutuality of economic interest between management and our stockholders and encourage management continuity. During the year ended December 31, 2007, we made restricted stock awards that vest over a five-year period and we awarded stock options to purchase shares under our 2006 Incentive Compensation Plan to our executive officers that vest over a four-year period.

The following is a discussion of each element of our executive compensation program, including a description of the decisions and actions taken by the Compensation Committee with respect to the 2007 compensation for the Chief Executive Officer (the CEO) and all executive officers as a group.

Management Compensation Program

Overview

Compensation of our executive officers in the year ended December 31, 2007 (as reflected in the tables that follow with respect to the Named Executive Officers) consisted of the following elements: base salary, the opportunity for an annual incentive bonus, and stock option grants and restricted stock awards under our 2006 Incentive Compensation Plan. Total annual cash compensation for each executive officer varies each year based on our achievement of our annual objectives and the individual's performance.

Base Salary

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With respect to determining the base salary of each of the executive officers, the Compensation Committee takes into consideration a variety of factors, including the executive's level of responsibility and individual performance, the salaries of similar positions in comparable companies and our financial and operational performance in relation to our objectives and our competitive standing. We review the results of various industry salary surveys to ensure our understanding of competitive compensation levels and practices in the marketplace. From time to time, we utilize the services of GK Partners, a recognized, independent external consulting firm to determine marketplace compensation values and practices, and to assess the reasonableness of our overall compensation program.

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Annual Incentive Compensation

Our compensation philosophy includes granting annual cash bonuses reflecting the Company's performance and individual executive performance. We maintain discretion to vary overall cash compensation for a given year by varying the size of the cash bonus based on corporate performance and individual performance. These cash bonuses reflect a material part of the overall compensation, with target payments ranging from 50%-100% of salary, depending upon executive position and overall company performance, and subject to the Compensation Committee's discretion to award bonuses greater or lower than the target if they deem it appropriate. Because we believe that senior executives can have the greatest impact on the Company's overall success, we typically set bonus targets as a higher percentage of base salaries for our most highly paid executives.

Our annual incentive bonus to our executive officers (including the Named Executive Officers) is based on the achievement of objective, financial and operational performance targets and the discretion of the Compensation Committee. These targets may include sales volume, net operating income, accomplishment of certain strategic business initiatives and other performance objectives as may be determined annually. In determining individual incentive bonus awards, the accountability of executive officers and their individual contributions towards the attainment of these objectives are considered. In determining awards for the most recent performance year, we placed considerable emphasis on sales growth, achievement of earnings objectives, new product development, and management of corporate expenses and cash and cash equivalents on hand. The calculation of our financial and operational performance with respect to the determination of these incentive bonus awards, if any, is made as soon as is practicable after the completion of our fiscal year.

Long-Term Incentive Awards

In addition to cash compensation, the Compensation Committee and the Board believe that providing executive officers with stock ownership opportunities aligns the interests of the executives with other stockholders and encourages the executives' long-term retention. The long-term incentive element of our management compensation program has historically been in the form of stock option grants. In 2007, restricted stock awards were made for the first time. The 2006 Incentive Compensation Plan, which was adopted on April 14, 2006 and approved by the stockholders on June 1, 2006, authorizes a committee of two or more directors designated by the Board, currently the Compensation Committee, to grant Options, Restricted Stock, Stock granted as a bonus or in lieu of another award, Other Stock-Based Awards, Performance Awards or Annual Incentive Awards for up to 2,000,000 shares of Class A Common Stock. Awards are typically granted annually, although supplemental awards are granted occasionally. All options granted in fiscal 2007 were subject to a four-year vesting provision and all restricted stock awards in fiscal 2007 were subject to a five-year vesting provision. We make stock awards based upon each executive's relative position, responsibilities and performance over the previous year and the executive officer's anticipated future performance, potential and responsibilities. We also review prior stock awards to each executive, including the number of shares that continue to be subject to vesting under their respective outstanding awards, in setting the size of new awards to be granted to the executive officers. In addition, we use data compiled by our independent compensation consultant on stock options granted by comparable companies based on industry and revenue. On May 24, 2007, the Board awarded Incentive Stock Options (ISOs) to purchase 20,000 Class A Common Stock to each of Anna Chagnon, John Collins, James Dore, Sampo Kaasila, and Costas Kitsos. Such options have an exercise price equal to the fair market value of the Class A Common Stock of the Company on the date of grant as reported on NASDAQ, are exercisable for ten years and vest in one-fourth increments on each of the first, second, third and fourth anniversaries of the date of the grant. In addition, on May 24, 2007, the Board made restricted stock awards of 5,000 shares of Class A Common Stock of the Company to each of John Collins, James Dore, Sampo Kaasila, and Costas Kitsos and 10,000 shares to Anna Chagnon. Such stock awards vest in one-fifth increments on each of the first, second, third, fourth, and fifth anniversary of the date of the grant.

The Incentive Compensation Plan is intended to create opportunities for executive officers and other key employees of the Company to acquire a proprietary interest in the Company and to align their interests with those

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of the Company's stockholders. In addition, the vesting provisions of such awards (which limit the exercisability of such options for certain periods of time) encourage the continued service and stability of the management team.

Individual Performance

Anna M. Chagnon has served as our Chief Executive Officer since October 2003. Effective May 24, 2007 Ms. Chagnon's salary was increased from \$250,000 to \$275,000. For 2007, Ms. Chagnon target bonus was 50% of salary. The Compensation Committee, without Ms. Chagnon's participation, evaluates Ms. Chagnon's performance (and determines her bonus) by reviewing the Company's overall revenue growth and operating profit, the performance of Ms. Chagnon's management team, and the Company's success in achieving the goals contained in the Company's budget for the year. This year, the Compensation Committee determined that Ms. Chagnon met those goals by, among other things, guiding the Company to better-than-budgeted financial results, and helping to consummate several key new business relationships. Accordingly, the Committee awarded Ms. Chagnon a bonus of \$200,000 (approximately 145% of her target). Ms. Chagnon is eligible to participate in the same executive compensation programs in which our other executive-level employees participate. Her total annual compensation for 2007 (including compensation derived from salary and annual incentive bonus) was determined by the Compensation Committee in consideration of the same performance criteria used to establish pay levels for all other executive-level employees. The Compensation Committee has determined that Ms. Chagnon's salary is below the median salary of Chief Executive Officers in a selected group of comparable companies. On May 24, 2007, Ms. Chagnon was granted a stock option under our 2006 Incentive Compensation Plan for 20,000 shares of our common stock at a price per share of \$8.81 and awarded restricted stock of 10,000 shares of our common stock as part of the annual grant process described above. The stock options vest over four years at a rate of 25% on the first, second, third and fourth anniversary of the grant and the restricted stock vests over five years at a rate of 20% on the first, second, third, fourth, and fifth anniversary of the grant.

Ms. Chagnon manages our named executive officers (NEOs), other than herself. Ms. Chagnon reviews the NEO's performance against operating and strategic goals set for that executive during the previous year; she then further assesses each NEO's individual performance by measuring the NEO's contribution to the Company's consolidated results and the Company's success in achieving the goals contained in the Company's budget for the year. Based on this assessment, Ms. Chagnon then recommends to the Compensation Committee what percentage of the target relative pool available to the NEOs each of the NEOs should receive. The Compensation Committee either accepts Ms. Chagnon's recommended bonus for each NEO, or suggests other factors or outcomes. After these deliberations, the Compensation Committee approves a bonus for each such executive. For 2007, Ms. Chagnon set the target bonus for the other NEOs at approximately 50% of their respective annual salary or \$82,500 each. Based upon the Company's better-than-budgeted financial results and her evaluation that each of the NEOs had met their goals and exceeded expectations in contributing to a very strong year for the Company, Ms. Chagnon recommended and the Compensation committee awarded bonuses of \$100,000 (approximately 121% of their targets).

Table of Contents**Summary Compensation Table**

The following table sets forth certain summary information concerning compensation during the year ended December 31, 2007 by the Company to its Chief Executive Officer (the CEO), and the four most highly compensated executive officers other than the CEO who were serving as executive officers on December 31, 2007, whose aggregate salary and bonus exceeded \$100,000 for the year ended December 31, 2007 (together, the Named Executive Officers).

SUMMARY COMPENSATION TABLE

Name and Principal Position	Year	Salary	Bonus	Stock Awards	Options/ Warrants	Non-equity Incentive Plan Compensation	All Other Compensation	Total
		(\$)	\$(1)	\$(1)	\$(2)	\$(3)	\$(4)	(\$)
Anna M. Chagnon	2007	265,000		9,190	106,244	200,000	6,750	587,184
President & CEO	2006	250,000			94,695	200,000	3,300	547,995
James P. Dore	2007	158,500		4,595	65,253	100,000	6,750	335,098
Vice President & CFO	2006	150,000			32,533	100,000	3,294	285,827
Costas Kitsos	2007	162,750		4,595	45,870	100,000	6,750	319,965
Vice President of Engineering	2006	160,000			16,345	100,000	3,300	279,645
Sampo Kaasila	2007	158,500		4,595	45,870	100,000	6,750	315,715
Vice President of Research and Development	2006	150,000			16,345	100,000	3,294	269,639
John S. Collins	2007	127,000		4,595	45,870	100,000	6,750	284,215
Vice President and Chief Technology Officer	2006	120,000			16,345	100,000	2,845	239,190

- (1) Payments reported as a bonus prior to 2006 are now disclosed in the Non-Equity Incentive Plan Compensation column and in the Grants of Plan-Based Awards Table below to the extent they do not represent mandatory payments.
- (2) Compensation amounts for 2007 and 2006 for restricted stock, stock option and warrant awards represent the amount recognized for financial statement reporting purposes pursuant to the Statement of Financial Accounting Standards No. 123 (revised 2004) (FAS 123R). These amounts disregard any estimates based on forfeitures relating to service-based vesting conditions. These numbers are not necessarily indicative of the intended cash equivalent value of each grant, which amount is represented in the Grants of Plan Based Awards table. For the assumptions used in these valuations, see the Notes to Consolidated Financial Statements in our 2007 audited financial statements included within our Annual Report on Form 10-K.
- (3) Amounts represent the actual annual incentive compensation payments to each officer pursuant to our annual incentive plan. The bonus amounts for 2007 were paid in March 2008 and the bonus amounts for 2006 were paid in February 2007.
- (4) Represents matching contributions by the Company for the account of the Named Executive Officer under the Company's 401(k) Plan unless otherwise noted.

All of the Company's Named Executive Officers are employed on an at-will basis and none of the Named Executive Officers is a party to any employment agreement with the Company. Each of the executive officers may also receive discretionary bonuses as may be determined by the Compensation Committee.

Table of Contents**Plan Based Awards**

The following table provides information as to the grants of plan-based awards to each Named Executive Officer during 2007. The table identifies the threshold (or minimum amount payable other than zero), target payable if specified performance goals are achieved, and maximum values of the 2007 incentive plan awards for each of the named executive officers.

GRANTS OF PLAN-BASED AWARDS TABLE

Name	Grant Date	Estimated possible payouts under Non-Equity Incentive Plan Awards (1)	Maturity Date	Principal Amount (000)	Value
California-(continued)					
Los Angeles (City of) Department of Water & Power;					
Series 2012 B, Waterworks RB	5.00%	07/01/2037	\$ 1,000	\$ 1,085,700	
Series 2012 B, Waterworks RB ^(e)	5.00%	07/01/2043	6,500	7,038,460	
Mt. San Antonio (City of) Community College District (Election 2008);					
Series 2013 A, Unlimited Tax Conv. CAB GO Bonds ^(k)	6.25%	08/01/2043	2,550	2,087,507	
Palomar Pomerado Health; Series 2009, COP ^{(c)(d)}	6.75%	11/01/2019	1,450	1,515,149	
Sacramento (County of); Series 2010, Sr. Airport System RB	5.00%	07/01/2040	2,750	2,865,197	
San Buenaventura (City of) (Community Memorial Health System); Series 2011, RB	7.50%	12/01/2041	2,800	3,053,596	
San Diego (City of) Community College District (Election of 2006); Series 2011, Unlimited Tax GO Bonds ^{(c)(d)(e)}	5.00%	08/01/2021	8,460	9,170,894	
San Diego (County of) Regional Airport Authority; Series 2010 A, Sub. RB	5.00%	07/01/2034	525	548,326	
San Francisco (City & County of) Airport Commission (San Francisco International Airport);					
Series 2010 F, Second Series RB	5.00%	05/01/2040	1,000	1,034,940	
Series 2011 F, Ref. Second Series RB ^(g)	5.00%	05/01/2025	1,210	1,287,452	
Series 2011 F, Ref. Second Series RB ^(g)	5.00%	05/01/2026	2,420	2,572,557	
San Francisco (City & County of) Public Utilities Commission; Series 2012, Water RB ^{(c)(d)}	5.00%	05/01/2022	3,800	4,202,838	
	5.00%	11/01/2036	5,250	5,670,368	

San Francisco (City & County of) Public
Utilities Commission (Water System
Improvement Program); Subseries 2011
A, Water RB ^(e)

Santa Margarita Water District (Community Facilities District No. 2013-1); Series 2013, Special Tax RB	5.50%	09/01/2032	870	930,682
Silicon Valley Tobacco Securitization Authority (Santa Clara); Series 2007 A, Tobacco Settlement CAB Turbo RB ^(h)	0.00%	06/01/2041	4,410	1,109,644
Southern California Public Power Authority (Milford Wind Corridor Phase II); Series 2011-1, RB ^(e)	5.25%	07/01/2029	1,950	2,107,385
Vernon (City of); Series 2009 A, Electric System RB ^{(c)(d)}	5.13%	08/01/2019	560	572,712
Series 2009 A, Electric System RB	5.12%	08/01/2021	1,220	1,242,350
West Contra Costa Unified School District; Series 2005, Unlimited Tax CAB GO Bonds (INS-NATL) ^{(b)(h)}	0.00%	08/01/2025	1,485	1,240,524
Series 2005, Unlimited Tax CAB GO Bonds (INS-NATL) ^{(b)(h)}	0.00%	08/01/2026	1,350	1,086,953
West Sacramento (City of) Financing Authority; Series 2006A, Special Tax RB (INS- SGI) ^(b)	5.00%	09/01/2026	2,480	2,789,281
William S. Hart Union High School District (Election of 2008); Series 2009 A, Unlimited Tax CAB GO Bonds ^(h)	0.00%	08/01/2032	4,650	2,765,866
				134,855,339

Colorado-4.03%

Colorado (State of) Board of Governors;; Series 2012 A, University Enterprise System RB ^{(c)(d)(e)}	5.00%	03/01/2022	3,500	3,825,570
Colorado (State of) Educational & Cultural Facilities Authority (Academy of Charter Schools); Series 2004, Charter School RB (INS- SGI) ^(b)	5.50%	05/01/2036	5,000	5,009,750
Colorado (State of) Health Facilities Authority (Adventist Health System/Sunbelt Obligated Group); Series 2018 A, Hospital RB	5.00%	11/15/2048	1,480	1,640,920
Colorado (State of) Health Facilities Authority (Catholic Health Initiatives); Series 2009 A, RB	5.00%	07/01/2039	1,500	1,514,910
Colorado (State of) Health Facilities Authority (SCL Health System); Series 2013 A, RB ^(e)	5.50%	01/01/2035	3,000	3,358,530
	5.00%	06/01/2047	745	786,653

Colorado (State of) Health Facilities Authority (The Evangelical Lutheran Good Samaritan Society); Series 2017, Ref. Hospital RB				
Colorado (State of) Health Facilities Authority (Volunteers of America Care); Series 2007 A, Health & Residential Care Facilities RB	5.25%	07/01/2027	420	419,996
Series 2007 A, Health & Residential Care Facilities RB	5.30%	07/01/2037	650	637,182
Colorado (State of) High Performance Transportation Enterprise (C-470 Express Lanes); Series 2017, RB	5.00%	12/31/2047	1,170	1,235,742
Colorado (State of) Regional Transportation District (Denver Transit Partners Eagle P3); Series 2010, Private Activity RB	6.50%	01/15/2030	1,850	1,934,490
Series 2010, Private Activity RB	6.00%	01/15/2034	1,500	1,549,455
Series 2010, Private Activity RB	6.00%	01/15/2041	700	722,302

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

Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
Colorado-(continued)				
Denver (City & County of); Series 2012 B, Airport System RB	5.00%	11/15/2037	\$ 2,500	\$ 2,719,325
Series 2013 A, Sub. Airport System RB ^(g)	5.25%	11/15/2043	3,000	3,295,440
Series 2018 A, Ref. Sub. Airport System RB ^{(e)(g)}	5.25%	12/01/2048	2,230	2,498,581
Series 2018 A-2, Dedicated Tax CAB RB ^(h)	0.00%	08/01/2033	2,235	1,265,189
Neu Towne Metropolitan District; Series 2018 A, Ref. & Improvement Limited Tax GO Bonds	5.38%	12/01/2046	895	882,882
Prairie Center Metropolitan District No. 3; Series 2017 A, Ref. Limited Property Tax Supported RB ^(f)	5.00%	12/15/2041	1,220	1,223,184
				34,520,101
Connecticut-0.57%				
Connecticut (State of) (Bradley International Airport); Series 2000 A, Special Obligation Parking RB (INS-ACA) ^(g)	6.60%	07/01/2024	3,800	3,809,424
Connecticut (State of) Development Authority (Aquarion Water Co.); Series 2011, Water Facilities RB (INS-ACA) ^(g)	5.50%	04/01/2021	1,000	1,065,910
				4,875,334
District of Columbia-2.42%				
District of Columbia; Series 2006B-1, Ballpark RB (INS-NATL) ^(b)	5.00%	02/01/2031	2,940	2,944,880
District of Columbia (Provident Group - Howard Properties LLC); Series 2013, Student Dormitory RB	5.00%	10/01/2045	2,660	2,560,968
District of Columbia (Sibley Memorial Hospital); Series 2009, Hospital RB ^{(c)(d)}	6.38%	10/01/2019	3,115	3,227,950
Series 2009, Hospital RB ^{(c)(d)}	6.50%	10/01/2019	1,990	2,064,008
Metropolitan Washington Airports Authority (Dulles Metrorail and Capital Improvement); Series 2010 A, Second Sr. Lien Dulles Toll Road CAB RB ^(h)	0.00%	10/01/2037	2,500	1,029,300
Series 2014 A, Ref. Sr. Lien Dulles Toll Road RB	5.00%	10/01/2053	8,635	8,900,872
				20,727,978
Florida-9.84%				
Alachua (County of) Health Facilities Authority (Terraces at Bonita Springs); Series 2011 A, RB	8.13%	11/15/2041	1,000	1,092,910
Broward (County of); Series 2012 A, Water & Sewer Utility RB	5.00%	10/01/2037	4,125	4,493,115
Series 2013 C, Airport System RB	5.25%	10/01/2038	3,000	3,304,050
Series 2015 A, Airport System RB ^(g)	5.00%	10/01/2045	2,780	2,999,537
Cape Coral (City of); Series 2011, Ref. Water & Sewer RB ^{(c)(d)}	5.00%	10/01/2021	870	940,818
Capital Trust Agency Inc. (H-Bay Ministries, Inc.- Superior Residences); Series 2018 A-1, Sr. Living RB	5.00%	07/01/2048	555	578,416
Collier (County of) Industrial Development Authority (The Arlington of Naples); Series 2014 A, Continuing Care	7.75%	05/15/2035	1,650	1,599,906

Community RB ^(f)

County of Broward FL Airport System Revenue; Series 2017, Airport System RB ^{(e)(g)}	5.00%	10/01/2047	3,285	3,580,617
Davie (Town of) (Nova Southeastern University); Series 2013 A, Educational Facilities RB	6.00%	04/01/2042	1,800	2,006,460
Escambia (County of) Health Facilities Authority (Florida Health Care Facility Loan Veterans Health Administration Program); Series 2000, RB ^(c)	5.95%	07/01/2020	60	63,636
Florida (State of) North Broward Hospital District; Series 2017 B, Ref. RB	5.00%	01/01/2048	3,820	4,015,278
Florida (State of) Ports Financing Commission (State Transportation Trust Fund); Series 2011 B, Ref. RB ^(g)	5.13%	06/01/2027	1,080	1,153,462
Hillsborough (County of) Aviation Authority (Tampa International Airport); Series 2018 E, RB ^(g)	5.00%	10/01/2048	2,640	2,909,570
JEA; Series 2012 Three B, Electric System RB ^(e)	5.00%	10/01/2039	4,000	4,266,720
Martin (County of) Health Facilities Authority (Martin Memorial Medical Center); Series 2012, RB	5.00%	11/15/2027	1,895	1,996,989
Miami Beach (City of) Health Facilities Authority (Mount Sinai Medical Center); Series 2014, Ref. RB	5.00%	11/15/2044	1,180	1,230,398

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

Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
Florida-(continued)				
Miami-Dade (County of); Series 2010, Water & Sewer System RB ^{(c)(d)}	5.00%	10/01/2020	\$ 1,000	\$ 1,054,950
Series 2012 A, Ref. Aviation RB ^(g)	5.00%	10/01/2028	1,500	1,617,945
Series 2012 A, Ref. Aviation RB ^(g)	5.00%	10/01/2030	1,080	1,161,259
Series 2012 A, Ref. Sub. Special Obligation RB	5.00%	10/01/2028	1,000	1,086,200
Series 2012 B, Ref. Sub. Special Obligation RB	5.00%	10/01/2032	1,450	1,571,133
Series 2012 B, Ref. Sub. Special Obligation RB	5.00%	10/01/2035	2,295	2,478,921
Series 2012 B, Ref. Sub. Special Obligation RB (INS-AGM) ^(b)	5.00%	10/01/2035	2,450	2,649,111
Series 2016A, Ref. Aviation RB	5.00%	10/01/2041	3,535	3,892,565
Miami-Dade (County of) (Miami International Airport-Hub of the Americas); Series 2009 B, Aviation RB ^{(c)(d)}	5.00%	10/01/2019	650	666,562
Miami-Dade (County of) Educational Facilities Authority (University of Miami); Series 2018 A, RB ^(e)	5.00%	04/01/2053	4,905	5,343,507
Miami-Dade (County of) Expressway Authority; Series 2010 A, Ref. Toll System RB (INS-AGM) ^(b)	5.00%	07/01/2035	720	749,930
Series 2010 A, Ref. Toll System RB	5.00%	07/01/2040	5,000	5,194,450
Miami-Dade (County of) Health Facilities Authority (Miami Children s Hospital); Series 2010, Ref. Hospital RB ^{(c)(d)}	6.00%	08/01/2020	265	281,658
Series 2010, Ref. Hospital RB ^{(c)(d)}	6.13%	08/01/2020	605	644,258
Series 2010, Ref. Hospital RB	6.00%	08/01/2030	95	100,468
Series 2010, Ref. Hospital RB	6.13%	08/01/2042	220	232,591
Miami-Dade (County of) Industrial Development Authority (Waste Management, Inc.); Series 2018 B, Solid Waste Disposal Floating Rate RB (SIFMA Municipal Swap Index + 0.80%) ^(g)	2.49%	11/01/2021	745	745,171
Orlando (City of) Greater Orlando Aviation Authority; Series 2017 A, Priority Sub. Airport Facilities RB ^(g)	5.00%	10/01/2047	3,290	3,583,501
Overoaks Community Development District; Series 2010 A-2, Capital Improvement RB	6.12%	05/01/2035	145	145,157
Palm Beach (County of) Solid Waste Authority; Series 2009, Improvement RB ^{(c)(d)}	5.50%	10/01/2019	135	139,046
Series 2009, Improvement RB ^{(c)(d)}	5.50%	10/01/2019	465	478,936
Series 2009, Improvement RB ^{(c)(d)(e)}	5.50%	10/01/2019	4,150	4,274,376
Series 2016, RB ^(e)	5.00%	10/01/2031	4,650	4,992,984
Putnam (County of) Development Authority (Seminole Electric Cooperative); Series 2018 B, Ref. PCR	5.00%	03/15/2042	1,065	1,163,598
Reunion East Community Development District; Series 2005, Special Assessment RB ^(l)	5.80%	05/01/2036	197	2
Series 2015-2, Special Assessment RB	6.60%	05/01/2036	240	241,596
Sterling Hill Community Development District; Series 2003 A, Capital Improvement Special Assessment RB ^(m)	6.20%	05/01/2035	965	617,377
	5.13%	07/01/2034	1,000	1,072,420

Sumter (County of) Industrial Development Authority
(Central Florida Health Alliance); Series 2014 A,
Hospital RB

Tallahassee (City of) (Tallahassee Memorial Health Care,
Inc.); Series 2016, Health Facility RB

5.00%	12/01/2055	1,715	1,799,275
			84,210,829

Georgia-4.05%

Atlanta (City of);

Series 1999 A, Water & Wastewater RB (INS-NATL) ^(b)	5.50%	11/01/2022	3,000	3,287,910
Series 2009 A, Water & Wastewater RB ^{(c)(d)}	6.00%	11/01/2019	1,600	1,659,792
Series 2009 A, Water & Wastewater RB ^{(c)(d)}	6.00%	11/01/2019	1,750	1,815,397
Series 2009 A, Water & Wastewater RB ^{(c)(d)}	6.00%	11/01/2019	1,600	1,659,792
Series 2010 A, General Airport RB (INS-AGM) ^(b)	5.00%	01/01/2035	2,000	2,057,980
Series 2015, Ref. Water & Wastewater RB ^(e)	5.00%	11/01/2040	10,040	11,109,963

Atlanta (City of) (Beltline);

Series 2009 B, Tax Allocation RB ^{(c)(d)}	6.75%	01/01/2019	260	260,978
Series 2009 B, Tax Allocation RB ^{(c)(d)}	6.75%	01/01/2019	145	145,545
Series 2009 B, Tax Allocation RB ^{(c)(d)}	7.38%	01/01/2019	265	266,116

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

Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
Georgia-(continued)				
Fulton (County of) Development Authority (Georgia Tech Athletic Association); Series 2012, Ref. RB	5.00%	10/01/2042	\$ 1,340	\$ 1,440,125
Fulton (County of) Development Authority (Wellstar Health System, Inc.); Series 2017, Anticipation Ctfs. Hospital RB	5.00%	04/01/2042	1,255	1,348,610
Georgia (State of) Municipal Electric Authority; Series 1997 A, Power RB (INS -NATL) ^(b)	6.50%	01/01/2020	2,100	2,152,353
Glynn-Brunswick Memorial Hospital Authority (Southeast Georgia Health System); Series 2017, RAC	5.00%	08/01/2047	3,250	3,451,760
Private Colleges & Universities Authority (Emory University); Series 2009 B, RB ^(e)	5.00%	09/01/2029	3,200	3,273,472
Private Colleges & Universities Authority (Mercer University); Series 2012 A, RB	5.25%	10/01/2027	455	483,146
Series 2012 A, RB	5.00%	10/01/2032	250	259,038
				34,671,977
Hawaii-2.68%				
Hawaii (State of); Series 2010 A, Airport System RB	5.00%	07/01/2039	3,525	3,671,534
Series 2014 EO, Unlimited Tax GO Bonds	5.00%	08/01/2034	5,000	5,568,950
Series 2015 A, Airport System RB ^(g)	5.00%	07/01/2041	1,075	1,181,242
Series 2015 A, Airport System RB ^(g)	5.00%	07/01/2045	2,150	2,357,174
Hawaii (State of) Department of Budget & Finance (Hawaii Pacific Health Obligated Group); Series 2010 B, Special Purpose RB ^{(c)(d)}	5.63%	07/01/2020	1,000	1,056,390
Series 2010 B, Special Purpose RB ^{(c)(d)}	5.75%	07/01/2020	370	391,579
Series 2013 A, Ref. Special Purpose RB	5.50%	07/01/2043	3,000	3,294,150
Honolulu (City & County of); Series 2012 A, Unlimited Tax GO Bonds	5.00%	11/01/2036	1,000	1,090,110
Series 2015 A, Ref. Jr. Wastewater System RB ^(e)	5.00%	07/01/2030	3,775	4,296,177
				22,907,306
Idaho-0.33%				
Idaho (State of) Health Facilities Authority (Valley Vista Care Corp.); Series 2017 A, Ref. RB	5.25%	11/15/2047	1,100	1,103,080
Regents of the University of Idaho; Series 2011, Ref. General RB ^(d)	5.25%	04/01/2021	1,590	1,690,091
				2,793,171
Illinois-18.72%				
Bartlett (Village of) (Quarry Redevelopment); Series 2007, Ref. Sr. Lien Tax Increment Allocation RB	5.60%	01/01/2023	1,505	1,505,843
Chicago (City of); Series 2002 B, Unlimited Tax GO Bonds	5.50%	01/01/2037	1,325	1,391,820
Series 2005 D, Ref. Unlimited Tax GO Bonds	5.50%	01/01/2040	535	559,669
	5.00%	01/01/2037	2,545	2,562,382

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Series 2007 A, Ref. Project Unlimited Tax GO Bonds (INS-AGM) ^(b)				
Series 2007 E, Ref. Unlimited Tax GO Bonds	5.50%	01/01/2042	425	444,142
Series 2011 A, Sales Tax RB ^{(c)(d)}	5.25%	01/01/2022	2,400	2,622,456
Series 2011, Tax Increment Allocation Revenue COP	7.13%	05/01/2021	425	426,090
Series 2011, Tax Increment Allocation Revenue COP	7.13%	05/01/2021	833	835,422
Series 2012 A, Unlimited Tax GO Bonds (INS-BAM) ^(b)	5.00%	01/01/2033	2,485	2,583,133
Series 2012, Second Lien Wastewater Transmission RB	5.00%	01/01/2042	4,085	4,256,407
Series 2014, Ref. Motor Fuel Tax RB (INS-AGM) ^(b)	5.00%	01/01/2031	1,400	1,487,458
Series 2014, Second Lien Waterworks RB	5.00%	11/01/2044	1,105	1,175,731
Series 2015 A, Unlimited Tax GO Bonds	5.50%	01/01/2033	4,310	4,560,195
Chicago (City of) (Midway Airport);				
Series 2013 A, Ref. Second Lien RB ^(g)	5.50%	01/01/2031	4,000	4,378,680
Series 2014 A, Ref. Second Lien RB ^(g)	5.00%	01/01/2041	1,575	1,681,832

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

Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
Illinois-(continued)				
Chicago (City of) (O Hare International Airport); Series 2012 B, Ref. Passenger Facility Charge RB ^(g)	5.00%	01/01/2030	\$ 4,320	\$ 4,586,674
Series 2013, Sr. Lien Customer Facility Charge RB	5.75%	01/01/2038	3,150	3,510,171
Series 2015 C, RB ^(g)	5.00%	01/01/2046	1,075	1,137,027
Series 2015 D, RB	5.00%	01/01/2046	755	811,225
Series 2017 D, Sr. Lien General Airport RB	5.25%	01/01/2042	1,720	1,903,885
Chicago (City of) Board of Education;				
Series 2017 H, Dedicated Unlimited Tax GO Bonds	5.00%	12/01/2046	1,610	1,583,773
Series 2018 A, Ref. Unlimited Tax GO Bonds	5.00%	12/01/2034	885	899,620
Series 2018 A, Unlimited Tax GO Bonds (INS-AGM) ^(b)	5.00%	12/01/2032	880	963,283
Series C, Ref. Unlimited Tax GO Bonds	5.00%	12/01/2022	1,275	1,320,364
Chicago (City of) Metropolitan Water Reclamation District (Green Bonds); Series 2016E, Unlimited Tax GO Bonds	5.00%	12/01/2045	2,215	2,390,871
Chicago (City of) Transit Authority;				
Series 2011, Sales Tax Receipts RB ^{(e)(n)}	5.25%	12/01/2036	6,900	7,277,982
Series 2014, Sales Tax Receipts RB	5.00%	12/01/2044	4,735	5,151,254
Illinois (State of);				
Series 2012 A, Unlimited Tax GO Bonds	5.00%	01/01/2031	1,560	1,593,337
Series 2012, Ref. Unlimited Tax GO Bonds	5.00%	08/01/2021	1,330	1,379,476
Series 2013, Unlimited Tax GO Bonds (INS -BAM) ^(b)	5.50%	07/01/2038	3,025	3,244,252
Series 2014, Unlimited Tax GO Bonds	5.25%	02/01/2034	1,650	1,708,608
Series 2014, Unlimited Tax GO Bonds	5.00%	05/01/2035	1,880	1,920,082
Series 2014, Unlimited Tax GO Bonds	5.00%	05/01/2036	1,540	1,569,137
Series 2017 D, Unlimited Tax GO Bonds	5.00%	11/01/2023	1,500	1,579,860
Series 2017 D, Unlimited Tax GO Bonds	5.00%	11/01/2024	2,005	2,121,390
Series 2018 A, Ref. Unlimited Tax GO Bonds	5.00%	10/01/2021	2,630	2,732,964
Series 2018 A, Ref. Unlimited Tax GO Bonds	5.00%	10/01/2022	745	779,479
Illinois (State of) Finance Authority; Series 2009, RB ^{(c)(d)}	6.13%	05/15/2019	20	20,361
Illinois (State of) Finance Authority (Art Institute of Chicago);				
Series 2012, RB ^{(c)(d)}	5.00%	03/01/2022	5	5,449
Series 2012, RB	5.00%	03/01/2034	995	1,064,332
Illinois (State of) Finance Authority (Centegra Health System); Series 2014 A, RB	5.00%	09/01/2042	1,810	1,965,081
Illinois (State of) Finance Authority (Christian Homes, Inc.); Series 2007, Ref. RB	5.75%	05/15/2026	1,005	1,006,105
Illinois (State of) Finance Authority (Loyola University of Chicago); Series 2012 B, RB	5.00%	07/01/2042	1,000	1,058,950
Illinois (State of) Finance Authority (Northwestern Memorial Hospital);				
Series 2009 A, RB ^(e)	5.38%	08/15/2019	3,070	3,143,680
Series 2009 A, RB ^(e)	5.75%	08/15/2019	1,900	1,950,502
Illinois (State of) Finance Authority (OSF Healthcare System); Series 2015 A, Ref. RB	5.00%	11/15/2045	3,015	3,234,733
	5.63%	05/15/2020	1,278	1,268,511

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Illinois (State of) Finance Authority (Park Place of Elmhurst); Series 2016B, RB				
Series 2016, RB	2.00%	05/15/2055	299	14,812
Illinois (State of) Finance Authority (Resurrection Health Care Corp.);				
Series 2009, Ref. RB ^{(c)(d)}	6.13%	05/15/2019	25	25,468
Series 2009, Ref. RB ^{(c)(d)}	6.13%	05/15/2019	730	743,826
Illinois (State of) Finance Authority (Riverside Health System);				
Series 2009, RB ^{(c)(d)}	6.25%	11/15/2019	995	1,034,661
Series 2009, RB	6.25%	11/15/2035	655	678,934
Illinois (State of) Finance Authority (Roosevelt University);				
Series 2007, RB	5.50%	04/01/2037	1,000	989,110
Illinois (State of) Finance Authority (Rush University Medical Center); Series 2015 A, Ref. RB				
	5.00%	11/15/2038	2,610	2,832,816
Illinois (State of) Finance Authority (Swedish Covenant Hospital);				
Series 2010 A, Ref. RB ^{(c)(d)}	5.75%	02/15/2020	1,105	1,153,344
Series 2010 A, Ref. RB ^{(c)(d)}	6.00%	02/15/2020	2,750	2,878,397

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

Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
Illinois-(continued)				
Illinois (State of) Finance Authority (The University of Chicago Medical Center); Series 2011 C, RB ^{(c)(d)(e)}	5.50%	02/15/2021	\$ 1,530	\$ 1,640,741
Illinois (State of) Finance Authority (University of Chicago); Series 2013 A, RB ^(e)	5.25%	10/01/2052	4,080	4,454,503
Illinois (State of) Metropolitan Pier & Exposition Authority; Series 2002, Dedicated State Tax CAB RB (INS-AGM) ^{(b)(h)}	0.00%	12/15/2029	3,500	2,215,220
Illinois (State of) Metropolitan Pier & Exposition Authority (McCormick Place Expansion); Series 2010, Dedicated State Tax RB ^{(c)(d)}	5.50%	06/15/2020	670	705,068
Series 2010, Dedicated State Tax RB	5.50%	06/15/2050	2,080	2,097,534
Series 2012 A, RB	5.00%	06/15/2042	1,500	1,525,680
Series 2015 A, RB	5.50%	06/15/2053	1,500	1,586,745
Illinois (State of) Sports Facilities Authority; Series 2014, Ref. RB (INS-AGM) ^(b)	5.25%	06/15/2031	1,530	1,669,352
Series 2014, Ref. RB (INS-AGM) ^(b)	5.25%	06/15/2032	1,395	1,518,388
Illinois (State of) Toll Highway Authority; Series 2013 A, RB ^(e)	5.00%	01/01/2038	4,625	4,969,285
Series 2014 C, RB ^(e)	5.00%	01/01/2039	6,240	6,818,448
Series 2015 A, RB ^(e)	5.00%	01/01/2040	1,500	1,649,175
Series 2015 A, RB ^(e)	5.00%	01/01/2040	1,500	1,649,175
Peoria (County of); Series 2011, Unlimited Tax GO Bonds ^(e)	5.00%	12/15/2041	3,900	4,074,252
Railsplitter Tobacco Settlement Authority; Series 2010, RB ^{(c)(d)}	5.50%	06/01/2021	6,030	6,519,033
Regional Transportation Authority; Series 2002 A, RB (INS-NATL) ^(b)	6.00%	07/01/2029	1,460	1,819,204
Series 2018 B, RB	5.00%	06/01/2030	615	707,803
Series 2018 B, RB	5.00%	06/01/2040	2,935	3,257,058
Sales Tax Securitization Corp.; Series 2018 A, Ref. RB ^(e)	5.00%	01/01/2048	5,315	5,678,440
				160,260,150
Indiana-3.17%				
Indiana (State of) Finance Authority (CWA Authority); Series 2011 B, Second Lien Wastewater Utility RB	5.25%	10/01/2031	3,625	3,900,500
Indiana (State of) Finance Authority (Deaconess Hospital Obligated Group); Series 2009 A, Hospital RB ^{(c)(d)}	6.75%	03/01/2019	1,360	1,375,694
Indiana (State of) Finance Authority (Ohio River Bridges East End Crossing); Series 2013 A, Private Activity RB ^(g)	5.00%	07/01/2048	730	762,083
Series 2013, Private Activity RB ^(g)	5.00%	07/01/2040	6,405	6,722,047
Indiana (State of) Finance Authority (Ohio Valley Electric Corp.);	5.00%	06/01/2032	1,535	1,520,157

Series 2012 A, Midwestern Disaster Relief RB				
Series 2012 A, Midwestern Disaster Relief RB	5.00%	06/01/2039	4,265	4,095,893
Indiana (State of) Finance Authority (Sisters of St. Francis Health Services, Inc. Obligated Group); Series 2008 I, Ref. VRD Health System RB (LOC - Barclays Bank PLC) ^{(i)(j)}	1.73%	11/01/2037	3,700	3,700,000
Indiana (State of) Municipal Power Agency; Series 2013 A, Power Supply System RB	5.25%	01/01/2038	2,000	2,213,520
Series 2016A, Ref. Power Supply System RB	5.00%	01/01/2042	1,565	1,730,327
Valparaiso (City of) (Pratt Paper, LLC); Series 2013, Exempt Facilities RB ^(g)	5.88%	01/01/2024	1,015	1,107,842
				27,128,063

Iowa-1.53%

Iowa (State of) (IJOBS Program); Series 2009 A, Special Obligation RB ^{(c)(d)(e)(n)}	5.00%	06/01/2019	975	990,152
Series 2009 A, Special Obligation RB ^{(c)(d)(e)(n)}	5.00%	06/01/2019	730	797,007
Iowa (State of) Finance Authority (Iowa Fertilizer Co.); Series 2013, Midwestern Disaster Area RB ^(f)	5.88%	12/01/2027	1,380	1,459,074
Series 2013, Ref. Midwestern Disaster Area RB ^(d)	5.25%	12/01/2037	1,600	1,699,360
Iowa (State of) Finance Authority (Iowa Health System); Series 2008 A, Health Facilities RB ^{(c)(d)}	5.25%	08/15/2019	1,500	1,534,695

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

Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
Iowa-(continued)				
Iowa (State of) Finance Authority (Lifespace Communities Inc.); Series 2018 A, RB	5.00%	05/15/2043	\$ 1,060	\$ 1,090,867
Iowa (State of) Tobacco Settlement Authority; Series 2005 C, Asset-Backed RB	5.50%	06/01/2042	2,170	2,164,314
Series 2005 C, Asset-Backed RB	5.63%	06/01/2046	1,740	1,731,544
Series 2005 E, Asset-Backed CAB RB ^(h)	0.00%	06/01/2046	16,030	1,625,763
				13,092,776
Kansas-1.43%				
Kansas (State of) Development Finance Authority (Adventist Health System); Series 2009, Hospital RB ^{(c)(d)}	5.50%	11/15/2019	30	30,957
Series 2009, Hospital RB ^{(c)(d)}	5.50%	11/15/2019	5	5,160
Series 2009, Hospital RB	5.50%	11/15/2023	1,220	1,258,747
Series 2009, Hospital RB	5.50%	11/15/2029	330	340,101
Kansas (State of) Development Finance Authority (Adventist Health System/Sunbelt Obligated Group); Series 2009 C, Hospital RB ^(e)	5.75%	11/15/2038	3,400	3,522,264
Kansas (State of) Municipal Energy Agency (Jameson Energy Center); Series 2013, Power Project RB	5.75%	07/01/2038	2,000	2,247,080
Wichita (City of) (Presbyterian Manors, Inc.); Series 2013 IV-A, Health Care Facilities RB	6.38%	05/15/2043	1,500	1,589,865
Series 2018 I, Ref. Health Care Facilities RB	5.00%	05/15/2047	1,000	1,008,210
Wyandotte (County of) & Kansas City (City of) Unified Government; Series 2014 A, Ref. & Improvement Utility System RB	5.00%	09/01/2044	2,080	2,263,934
				12,266,318
Kentucky-2.89%				
Kentucky (State of) Economic Development Finance Authority (Catholic Health Initiatives); Series 2011 B, Floating Rate RB (SIFMA Municipal Swap Index + 1.40%) ^{(d)(o)}	3.06%	02/01/2025	900	912,303
Kentucky (State of) Economic Development Finance Authority (Louisville Arena Authority, Inc.); Series 2017 A, Ref. RB (INS-AGM) ^(b)	5.00%	12/01/2047	1,410	1,504,005
Kentucky (State of) Economic Development Finance Authority (Next Generation Kentucky Information Highway); Series 2015 A, Sr. RB	5.00%	07/01/2040	1,695	1,771,529
Series 2015 A, Sr. RB	5.00%	01/01/2045	1,800	1,856,142
Kentucky (State of) Economic Development Finance Authority (Owensboro Health Inc.); Series 2017 A, Ref. Hospital RB	5.25%	06/01/2041	1,600	1,683,824
Series 2017 A, Ref. Hospital RB	5.00%	06/01/2045	1,285	1,331,825

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Kentucky (State of) Economic Development Finance Authority (Owensboro Medical Health System, Inc.); Series 2010 A, Hospital RB (c)(d)				
	6.38%	06/01/2020	1,950	2,074,469
Series 2010 A, Hospital RB (c)(d)				
	6.50%	06/01/2020	4,550	4,848,025
Series 2010 B, Ref. Hospital RB (c)(d)				
	6.37%	06/01/2020	1,985	2,111,703
Kentucky (State of) Property & Building Commission (No. 93);				
Series 2009, Ref. RB (c)(d)				
	5.25%	02/01/2019	2,100	2,111,340
Series 2009, Ref. RB (c)(d)				
	5.25%	02/01/2019	270	271,501
Series 2009, Ref. RB (c)(d)				
	5.25%	02/01/2019	1,870	1,880,098
Series 2009, Ref. RB (c)(d)				
	5.25%	02/01/2019	240	241,334
Kentucky (State of) Public Transportation Infrastructure Authority (Downtown Crossing); Series 2013 A, First Tier Toll RB				
	5.75%	07/01/2049	1,000	1,071,610
Louisville (City of) & Jefferson (County of) Metropolitan Government (Norton Healthcare, Inc.); Series 2013 A, Health System RB				
	5.50%	10/01/2033	1,000	1,108,450
				24,778,158
Louisiana-1.91%				
Lafayette (City of) Public Trust Financing Authority (Ragin Cajun Facilities, Inc. - Housing & Parking);				
Series 2010, RB (c)(d)				
	5.25%	10/01/2020	550	582,164
Series 2010, RB (c)(d)				
	5.50%	10/01/2020	960	1,020,422

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Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
Louisiana-(continued)				
Louisiana (State of) Public Facilities Authority (Ochsner Clinic Foundation); Series 2002 B, RB ^{(c)(d)}	5.50%	05/15/2026	\$ 2,000	\$ 2,411,400
Louisiana (State of) Public Facilities Authority (Provident Group-Flagship Properties LLC- Louisiana State University Nicholson Gateway); Series 2016, Lease RB	5.00%	07/01/2051	1,440	1,533,082
New Orleans (City of); Series 2014, Ref. Sewerage Service RB	5.00%	06/01/2044	940	1,001,946
Series 2014, Ref. Water System RB	5.00%	12/01/2044	1,000	1,068,870
New Orleans (City of) Aviation Board (Parking Facilities Corp. Consolidated Garage System); Series 2018 A, RB (INS-AGM) ^(b)	5.00%	10/01/2043	565	624,839
St. Charles (Parish of) (Valero Energy Corp.); Series 2010, Gulf Opportunity Zone RB ^(d)	4.00%	06/01/2022	1,750	1,822,345
Tobacco Settlement Financing Corp.; Series 2013 A, Ref. Asset-Backed RB	5.50%	05/15/2030	1,085	1,123,431
Series 2013 A, Ref. Asset-Backed RB	5.25%	05/15/2031	1,085	1,141,116
Series 2013 A, Ref. Asset-Backed RB	5.25%	05/15/2032	2,065	2,198,626
Series 2013 A, Ref. Asset-Backed RB	5.25%	05/15/2033	1,735	1,835,075
				16,363,316
Maryland-0.94%				
Maryland (State of) Health & Higher Educational Facilities Authority (LifeBridge Health); Series 2016, Ref. RB	5.00%	07/01/2047	980	1,057,538
Maryland (State of) Health & Higher Educational Facilities Authority (Peninsula Regional Medical Center); Series 2015, Ref. RB	5.00%	07/01/2045	2,015	2,161,490
Maryland Economic Development Corp. (Terminal); Series 2010 B, RB ^{(c)(d)}	5.75%	06/01/2020	1,815	1,917,021
Maryland Economic Development Corp. (Transportation Facilities); Series 2010 A, RB ^{(c)(d)}	5.38%	06/01/2020	930	977,170
Prince Georges (County of), Maryland (Collington Episcopal Life Care Community, Inc.); Series 2017, Ref. RB	5.00%	04/01/2029	1,145	1,193,193
Series 2017, Ref. RB	5.00%	04/01/2032	680	700,488
				8,006,900
Massachusetts-2.70%				
Massachusetts (State of) Department of Transportation (Contract Assistance); Series 2010 B, Metropolitan Highway Systems RB	5.00%	01/01/2035	2,010	2,070,079
Massachusetts (State of) Development Finance Agency (Berklee College of Music); Series 2007, RB	5.00%	10/01/2032	195	195,486
Massachusetts (State of) Development Finance Agency (Caregroup); Series 2018 J-2, RB	5.00%	07/01/2053	3,145	3,345,871
	5.00%	01/01/2047	7,415	7,838,248

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Massachusetts (State of) Development Finance Agency (Emerson College); Series 2016A, RB				
Massachusetts (State of) Development Finance Agency (Partners Healthcare); Series 2012, RB ^{(c)(d)}	5.00%	07/01/2021	630	674,900
Series 2012, RB	5.00%	07/01/2031	600	638,916
Massachusetts (State of) Development Finance Agency (Tufts Medical Center); Series 2011 I, RB ^{(c)(d)}	6.75%	01/01/2021	165	180,424
Series 2011 I, RB ^{(c)(d)}	7.25%	01/01/2021	630	694,714
Series 2011 I, RB	7.25%	01/01/2032	420	462,042
Series 2011 I, RB	6.75%	01/01/2036	110	119,825
Massachusetts (State of) School Building Authority;; Series 2011 B, Sr. Dedicated Sales Tax RB ^(e)	5.00%	10/15/2035	6,450	6,892,793
				23,113,298

Michigan-4.63%

Detroit (City of) Downtown Development Authority (Catalyst Development); Series 2018 A, Ref. Tax Increment RB	5.00%	07/01/2043	2,100	2,186,604
Lansing (City of) Board of Water & Light; Series 2011 A, Utility System RB	5.00%	07/01/2037	750	795,750
Michigan (State of) Building Authority (Facilities Program); Series 2016I, Ref. RB ^(e)	5.00%	04/15/2041	3,650	4,029,345
Michigan (State of) Finance Authority (Beaumont Health Credit Group); Series 2016, RB	5.00%	11/01/2044	2,360	2,537,944
Michigan (State of) Finance Authority (Charter County of Wayne Criminal Justice Center); Series 2018, RB	5.00%	11/01/2043	1,045	1,163,691

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Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
Michigan-(continued)				
Michigan (State of) Finance Authority (Detroit Water & Sewerage Department); Series 2014 C-1, Ref. Sr. Lien Local Government Loan Program RB	5.00%	07/01/2044	\$ 1,585	\$ 1,683,635
Series 2014 C-3, Ref. Local Government Loan Program RB (INS-AGM) ^(b)	5.00%	07/01/2033	2,000	2,197,520
Series 2014 C-6, Ref. Sr. Lien Local Government Loan Program RB	5.00%	07/01/2033	790	858,311
Series 2014 D-2, Ref. Local Government Loan Program RB (INS-AGM) ^(b)	5.00%	07/01/2028	2,000	2,224,760
Series 2014 D-4, Ref. Local Government Loan Program RB	5.00%	07/01/2029	790	867,388
Series 2015, Ref. Second Lien Local Government Loan Program RB	5.00%	07/01/2035	1,610	1,746,641
Michigan (State of) Finance Authority (MidMichigan Health Credit Group); Series 2014, Ref. Hospital RB	5.00%	06/01/2039	2,885	3,127,254
Michigan (State of) Finance Authority (Trinity Health Credit); Series 2017 MI, Ref. Hospital RB ^(e)	5.00%	12/01/2046	4,935	5,389,810
Michigan (State of) Strategic Fund (I-85 Improvement Project); Series 2018, Limited Obligation RB ^(g)	5.00%	06/30/2033	1,000	1,097,950
Michigan (State of) Tobacco Settlement Finance Authority; Series 2007 A, Sr. Asset-Backed RB	6.00%	06/01/2048	4,160	4,082,000
Monroe County Economic Development Corp. (Detroit Edison Co.); Series 1992 AA, Ref. RB (INS-NATL) ^(b)	6.95%	09/01/2022	1,000	1,160,260
Oakland University; Series 2012, General RB	5.00%	03/01/2042	3,000	3,176,490
Wayne (County of) Airport Authority (Detroit Metropolitan Airport); Series 2017 B, RB ^(g)	5.00%	12/01/2047	1,200	1,292,580
				39,617,933
Minnesota-0.10%				
Bethel (City of) (Spectrum High School); Series 2017 A, Ref. Charter School Lease RB	4.25%	07/01/2047	385	361,253
Series 2017 A, Ref. Charter School Lease RB	4.38%	07/01/2052	500	469,470
				830,723
Mississippi-0.73%				
Mississippi Business Finance Corp. (Chevron U.S.A. Inc.); Series 2010 I, VRD Gulf Opportunity Zone IDR ⁽ⁱ⁾	1.72%	12/01/2030	1,100	1,100,000
Mississippi Business Finance Corp. (Chevron USA Inc.); Series 2007 A, VRD Gulf Opportunity Zone RB ⁽ⁱ⁾	1.74%	12/01/2030	3,300	3,300,000
West Rankin Utility Authority; Series 2018, RB (INS-AGM) ^(b)	5.00%	01/01/2048	1,715	1,871,665
				6,271,665
Missouri-1.27%				
Cape Girardeau (County of) Industrial Development Authority (St. Francis Medical Center); Series 2009 A, Health Facilities RB ^{(c)(d)}	5.50%	06/01/2019	500	508,865

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Kansas City (City of) Industrial Development Authority (Downtown Redevelopment District);				
Series 2011 A, Ref. RB	5.50%	09/01/2024	1,175	1,271,021
Series 2011 A, Ref. RB	5.50%	09/01/2025	305	329,925
Series 2011 A, Ref. RB	5.50%	09/01/2027	1,375	1,487,365
Series 2011 A, Ref. RB	5.50%	09/01/2028	2,380	2,574,493
Kirkwood (City of) Industrial Development Authority (Aberdeen Heights); Series 2017 A, Ref. Retirement Community RB				
	5.25%	05/15/2050	645	664,943
Missouri (State of) Health & Educational Facilities Authority (Lutheran Senior Services); Series 2010, Senior Living Facilities RB				
	5.50%	02/01/2042	1,325	1,347,048
St. Louis (County of) Industrial Development Authority (Friendship Village West County); Series 2018 A, Senior Living Facilities RB				
	5.00%	09/01/2038	2,655	2,658,850
				10,842,510
Nebraska-2.02%				
Central Plains Energy Project (No. 3);				
Series 2012, Gas RB ^(P)	5.00%	09/01/2032	5,500	5,918,660
Series 2012, Gas RB ^(P)	5.00%	09/01/2042	2,000	2,152,240
Douglas (County of) Hospital Authority No. 2 (Madonna Rehabilitation Hospital); Series 2014, RB				
	5.00%	05/15/2044	1,000	1,044,840

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

Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
Nebraska-(continued)				
Nebraska (State of) Municipal Energy Agency; Series 2009 A, Ref. Power Supply System RB ^{(c)(d)}	5.13%	04/01/2019	\$ 1,000	\$ 1,010,890
Series 2009 A, Ref. Power Supply System RB ^{(c)(d)}	5.38%	04/01/2019	1,000	1,011,690
Omaha (City of) Public Power District;; Series 2011 B, RB ^{(c)(d)(e)}	5.00%	02/01/2021	5,775	6,144,080
				17,282,400
Nevada-0.56%				
Clark (County of) (Las Vegas-McCarran International Airport); Series 2010 A, Passenger Facility Charge RB	5.13%	07/01/2034	500	514,290
Series 2010 A, Passenger Facility Charge RB (INS-AGM) ^(b)	5.25%	07/01/2039	1,000	1,031,410
Las Vegas Valley Water District; Series 2012 B, Limited Tax GO Bonds	5.00%	06/01/2042	3,000	3,229,050
				4,774,750
New Hampshire-0.12%				
Manchester (City of); Series 2009 A, Ref. General Airport RB (INS-AGM) ^(b)	5.13%	01/01/2030	1,000	1,002,520
New Jersey-6.71%				
New Jersey (State of) Economic Development Authority; Series 1992, RB (INS -NATL) ^(b)	5.90%	03/15/2021	14,600	14,903,096
Series 2005 N-1, Ref. School Facilities Construction RB (INS-NATL) ^{(b)(e)(n)}	5.50%	09/01/2022	4,790	5,244,284
Series 2017 DDD, RB	5.00%	06/15/2032	1,270	1,354,518
New Jersey (State of) Economic Development Authority (Port Newark Container Terminal LLC); Series 2017, Ref. Special Facility RB ^(g)	5.00%	10/01/2037	1,215	1,288,751
New Jersey (State of) Economic Development Authority (Provident Group-Montclair Properties LLC-Montclair State University Student Housing); Series 2010 A, RB ^{(c)(d)}	5.75%	06/01/2020	440	464,732
Series 2010 A, RB ^{(c)(d)}	5.88%	06/01/2020	2,100	2,221,863
New Jersey (State of) Economic Development Authority (School Facilities Construction); Series 2013, Ref. Floating Rate RB (SIFMA Municipal Swap Index + 1.60%) ^(o)	3.26%	03/01/2028	500	493,520
New Jersey (State of) Economic Development Authority (The Goethals Bridge Replacement); Series 2013, Private Activity RB ^(g)	5.50%	01/01/2027	1,200	1,327,716
Series 2013, Private Activity RB ^(g)	5.00%	01/01/2028	1,000	1,078,330
Series 2013, Private Activity RB ^(g)	5.38%	01/01/2043	1,000	1,069,190
New Jersey (State of) Higher Education Student Assistance Authority; Series 2018 B, Ref. Sr. Student	5.00%	12/01/2024	1,410	1,567,060

Loan RB ^(g)

New Jersey (State of) Transportation Trust Fund Authority;				
Series 2009 C, Transportation System RB	5.25%	06/15/2032	1,875	2,025,656
Series 2011 A, Transportation System RB	5.50%	06/15/2041	3,000	3,146,160
Series 2018 A, Ref. Federal Highway Reimbursement RN ^{(e)(n)}	5.00%	06/15/2029	2,015	2,230,142
Series 2018 A, Ref. Federal Highway Reimbursement RN ^{(e)(n)}	5.00%	06/15/2030	940	1,035,166
Series 2018 A, Ref. Federal Highway Reimbursement RN ^{(e)(n)}	5.00%	06/15/2031	955	1,047,387
Series 2018 A, Ref. RB	5.00%	12/15/2024	500	552,170
Series 2018 A, Ref. RB	5.00%	12/15/2032	1,570	1,696,291
Subseries 2016A-1, Federal Highway Reimbursement RN	5.00%	06/15/2028	1,285	1,430,115
New Jersey (State of) Turnpike Authority; Series 2013 A, RB ^{(c)(d)}	5.00%	07/01/2022	4,300	4,738,170
Salem (County of) Pollution Control Financing Authority (Chambers); Series 2014 A, Ref. PCR ^(g)	5.00%	12/01/2023	1,500	1,572,795
Tobacco Settlement Financing Corp.;				
Series 2018 A, Ref. RB	5.00%	06/01/2031	1,735	1,917,071
Series 2018 A, Ref. RB	5.25%	06/01/2046	4,765	5,057,476
				57,461,659

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

Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
New Mexico-0.52%				
Farmington (City of) (Public Service Co. of New Mexico San Juan);				
Series 2010 A, Ref. PCR ^(d)	5.20%	06/01/2020	\$ 1,000	\$ 1,037,650
Series 2010 C, Ref. PCR	5.90%	06/01/2040	3,250	3,406,390
				4,444,040
New York-17.29%				
Brooklyn Arena Local Development Corp. (Barclays Center);				
Series 2009, PILOT RB ^{(c)(d)}	6.25%	01/15/2020	2,150	2,255,715
Series 2009, PILOT RB ^{(c)(d)}	6.38%	01/15/2020	1,900	1,996,045
Erie Tobacco Asset Securitization Corp.; Series 2005 A, Tobacco Settlement Asset-Backed RB				
	5.00%	06/01/2045	3,450	3,299,097
Long Island Power Authority;				
Series 2011 A, Electric System General RB ^{(c)(d)}	5.00%	05/01/2021	1,045	1,119,864
Series 2014 A, Ref. RB	5.00%	09/01/2044	4,130	4,453,957
Metropolitan Transportation Authority;				
Series 2013 A, Transportation RB	5.00%	11/15/2038	2,325	2,478,287
Series 2016B, Ref. RB	5.00%	11/15/2037	2,695	2,959,568
Nassau (County of) Industrial Development Agency (Amsterdam at Harborside);				
Series 2014 A, Continuing Care Retirement Community RB	6.50%	01/01/2032	1,500	1,564,530
Series 2014 A, Continuing Care Retirement Community RB	6.70%	01/01/2049	1,500	1,565,820
Series 2014 C, Continuing Care Retirement Community RB ⁽¹⁾	2.00%	01/01/2049	1,081	183,838
New York & New Jersey (States of) Port Authority; Two Hundred Seventh Series 2018, Ref. Consolidated RB ^{(e)(g)}				
	5.00%	09/15/2028	4,175	4,868,927
New York & New Jersey (States of) Port Authority (JFK International Air Terminal LLC);				
Series 1997 6, Special Obligation RB (INS -NATL) ^{(b)(g)}	5.75%	12/01/2025	3,000	3,111,870
Series 2010 8, Special Obligation RB	6.00%	12/01/2036	2,700	2,884,653
New York (City of); Series 2012 F, Ref. Unlimited Tax GO Bonds				
	5.00%	08/01/2031	1,200	1,288,248
New York (City of) Industrial Development Agency (Brooklyn Navy Yard Cogen Partners); Series 1997, Industrial Development RB ^(g)				
	5.75%	10/01/2036	3,500	3,533,005
New York (City of) Municipal Water Finance Authority;				
Series 2010 FF, Second General Resolution Water & Sewer System RB	5.00%	06/15/2031	10,500	10,933,545
Series 2012 FF, Water & Sewer System RB ^(e)	5.00%	06/15/2045	2,010	2,173,132
Series 2012 FF, Water & Sewer System RB ^(e)	5.00%	06/15/2045	5,325	5,757,177
New York (City of) Transitional Finance Authority;				
Series 2009 S-3, Building Aid RB ^(e)	5.25%	01/15/2039	1,800	1,807,326
Series 2018 S-2A, Ref. Building Aid RB	5.00%	07/15/2034	1,565	1,800,689
Subseries 2009 A-1, Future Tax Sec. RB ^{(c)(d)(e)}	5.00%	05/01/2019	745	755,035
Subseries 2009 A-1, Future Tax Sec. RB ^(e)	5.00%	05/01/2028	935	945,977
Subseries 2009 A-1, Future Tax Sec. RB ^(e)	5.00%	05/01/2029	745	755,035

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New York (Counties of) Tobacco Trust VI; Subseries 2016A-1, Ref. Tobacco Settlement Pass Through RB	5.75%	06/01/2043	4,010	4,400,975
New York (State of) Dormitory Authority; Series 2014 C, State Personal Income Tax RB ^(e)	5.00%	03/15/2040	6,985	7,683,710
New York (State of) Dormitory Authority (City of New York); Series 2005 A, Court Facilities Lease RB (INS-AMBAC) ^(b)	5.50%	05/15/2028	600	733,650
Series 2005 A, Court Facilities Lease RB (INS-AMBAC) ^(b)	5.50%	05/15/2029	505	622,089
New York (State of) Dormitory Authority (General Purpose); Series 2011 A, State Personal Income Tax RB ^(e)	5.00%	03/15/2030	4,125	4,383,225
Series 2013 A, State Personal Income Tax RB	5.00%	02/15/2037	9,400	10,259,912
New York (State of) Thruway Authority; Series 2011 A-1, Second General Highway & Bridge Trust Fund RB ^(e)	5.00%	04/01/2029	6,855	7,302,015
New York (State of) Thruway Authority (Transportation); Series 2009 A, Personal Income Tax RB ^{(c)(d)(e)}	5.00%	03/15/2019	2,400	2,422,128
Series 2009 A, Personal Income Tax RB ^{(c)(d)(e)}	5.00%	03/15/2019	2,650	2,674,433
Series 2009 A, Personal Income Tax RB ^{(c)(d)(e)}	5.00%	03/15/2019	2,600	2,623,972
Series 2009 A, Personal Income Tax RB ^{(c)(d)}	5.00%	03/15/2019	940	948,667

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

Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
New York-(continued)				
New York (State of) Utility Debt Securitization Authority; Series 2013 TE, Restructuring RB ^(e)	5.00%	12/15/2031	\$ 2,400	\$ 2,674,752
New York Liberty Development Corp. (3 World Trade Center); Series 2014, Class 1, Ref. Liberty RB ^(f)	5.00%	11/15/2044	6,745	6,894,402
New York Liberty Development Corp. (7 World Trade Center); Series 2012, Class 2, Ref. Liberty RB	5.00%	09/15/2043	2,360	2,516,964
New York State Dormitory Authority; Series 2018 E, Sales Tax RB ^(e)	5.00%	03/15/2045	7,240	8,145,290
New York Transportation Development Corp. (American Airlines, Inc.); Series 2016, Ref. Special Facilities RB ^(g)	5.00%	08/01/2031	2,140	2,209,721
New York Transportation Development Corp. (Delta Air Lines, Inc. LaGuardia Airport Terminal C&D Redevelopment); Series 2018, Special Facilities RB ^(g)	5.00%	01/01/2031	4,250	4,700,117
New York Transportation Development Corp. (LaGuardia Airport Terminal B Redevelopment); Series 2016A, Special Facilities RB ^(g)	5.00%	07/01/2046	2,250	2,361,375
Series 2016A, Special Facilities RB ^(g)	5.25%	01/01/2050	4,100	4,345,303
Rockland Tobacco Asset Securitization Corp.; Series 2001, Tobacco Settlement Asset-Backed RB	5.75%	08/15/2043	2,195	2,250,095
TSASC, Inc.; Series 2016B, Ref. Sub. Tobacco Settlement Turbo RB	5.00%	06/01/2048	5,600	5,342,736
				147,986,871
North Carolina-3.82%				
Charlotte (City of) (Cultural Arts Facilities); Series 2009 E, Ref. COP ^(e)	5.00%	06/01/2039	3,915	3,966,952
North Carolina (State of) Capital Facilities Finance Agency (Duke University); Series 2015 B, Ref. RB ^(e)	5.00%	10/01/2055	9,330	10,357,979
Series 2015 B, Ref. RB ^(e)	5.00%	10/01/2055	2,845	3,158,462
North Carolina (State of) Department of Transportation (I-77 HOT Lanes); Series 2015, Private Activity RB ^(g)	5.00%	06/30/2054	3,015	3,153,931
North Carolina (State of) Eastern Municipal Power Agency; Series 2009 B, Power System RB ^{(c)(d)}	5.00%	01/01/2019	5,165	5,177,810
North Carolina (State of) Turnpike Authority; Series 2009 A, Triangle Expressway System RB ^{(c)(d)}	5.13%	01/01/2019	1,355	1,358,428
Series 2011, Monroe Connector System State Appropriation RB ^(e)	5.00%	07/01/2036	1,875	1,994,550
Series 2011, Monroe Connector System State Appropriation RB ^(e)	5.00%	07/01/2041	3,320	3,535,103
				32,703,215
North Dakota-0.81%				
McLean (County of) (Great River Energy); Series 2010 B, Solid Waste Facilities RB	5.15%	07/01/2040	1,500	1,550,715

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Ward (County of) (Trinity Obligated Group); Series 2017 C, Health Care Facilities RB	5.00%	06/01/2043	2,745	2,848,295
Series 2017 C, Health Care Facilities RB	5.00%	06/01/2048	2,445	2,525,049
				6,924,059

Ohio-6.31%

Akron, Bath & Copley Joint Township Hospital District; Series 2016, Ref. RB	5.25%	11/15/2046	1,075	1,160,871
Allen (County of) (Catholic Health Partners); Series 2012 A, Ref. Hospital Facilities RB	5.00%	05/01/2042	500	531,510
American Municipal Power, Inc.; Series 2015 A, Ref. RB	5.00%	02/15/2039	1,770	1,924,008
American Municipal Power, Inc. (Amp Fremont Energy Center); Series 2012, RB	5.00%	02/15/2037	3,750	3,993,375
American Municipal Power, Inc. (Greenup Hydroelectric); Series 2016A, RB	5.00%	02/15/2046	675	729,965
Buckeye Tobacco Settlement Financing Authority; Series 2007 A-2, Sr. Asset-Backed Turbo RB	5.75%	06/01/2034	615	575,615
Series 2007 A-2, Sr. Asset-Backed Turbo RB	5.88%	06/01/2047	9,720	9,222,919
Cleveland (City of) & Cuyahoga (County of) Port Authority (Constellation Schools); Series 2014 A, Ref. & Improvement Lease RB	6.50%	01/01/2034	1,410	1,444,080
Cuyahoga (County of) (Metrohealth System); Series 2017, Ref. Hospital RB	5.50%	02/15/2052	2,145	2,283,074
Franklin (County of) (OhioHealth Corp.); Series 2011 A, Hospital Facilities RB ^(e)	5.00%	11/15/2036	3,310	3,532,200
Series 2011 A, Hospital Facilities RB ^(e)	5.00%	11/15/2041	1,500	1,593,240
Gallia (County of) (Holzer Health System Obligated Group); Series 2012, Ref. & Improvement Hospital Facilities RB	8.00%	07/01/2042	1,340	1,454,289
Hamilton (County of) (Christ Hospital); Series 2012, Health Care Facilities RB	5.25%	06/01/2032	3,250	3,512,633

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Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
Ohio-(continued)				
Hamilton (County of) (Life Enriching Communities); Series 2016, Ref. Healthcare Improvement RB	5.00%	01/01/2046	\$ 1,885	\$ 1,916,366
Hamilton (County of) (Trihealth Inc. Obligated Group); Series 2017 A, Hospital Facilities RB	5.00%	08/15/2047	3,125	3,374,125
Hancock (County of) (Blanchard Valley Regional Health Center); Series 2011 A, Hospital Facilities RB ^{(c)(d)}	6.25%	06/01/2021	960	1,056,470
Lucas (County of) (Promedica Healthcare); Series 2011 A, Hospital RB ^{(c)(d)}	5.75%	11/15/2021	2,000	2,206,340
Lucas (County of), Ohio (ProMedica Healthcare System); Series 2018 A, Ref. Hospital RB	5.25%	11/15/2048	2,125	2,248,144
Montgomery (County of) (Trousdale Foundation Properties); Series 2018 A, Sr. Living RB ^(f)	6.00%	04/01/2038	1,910	1,848,345
Ohio (State of) (Portsmouth Bypass); Series 2015, Private Activity RB (INS-AGM) ^{(b)(g)}	5.00%	12/31/2039	1,020	1,097,326
Ohio (State of) Air Quality Development Authority (Columbus Southern Power Co.); Series 2009 B, Ref. RB	5.80%	12/01/2038	1,000	1,029,730
Ohio (State of) Air Quality Development Authority (Pratt Paper LLC); Series 2017, Exempt Facility RB ^{(f)(g)}	4.25%	01/15/2038	745	735,367
Ohio (State of) Higher Educational Facility Commission (Summa Health System); Series 2010, Hospital Facilities RB ^{(c)(d)}	5.75%	05/15/2020	670	705,068
Series 2010, Hospital Facilities RB ^{(c)(d)}	5.75%	05/15/2020	330	347,272
Series 2010, Hospital Facilities RB	5.75%	11/15/2035	1,725	1,798,658
Series 2010, Hospital Facilities RB	5.75%	11/15/2040	395	410,630
Ohio (State of) Turnpike Commission (Infrastructure); Series 2013 A, Jr. Lien RB	5.25%	02/15/2033	3,000	3,300,270
				54,031,890
Oklahoma-2.09%				
Edmond Public Works Authority; Series 2017, Sales Tax and Utility System RB ^(e)	5.00%	07/01/2042	3,450	3,856,514
Series 2017, Sales Tax and Utility System RB ^(e)	5.00%	07/01/2047	3,375	3,758,198
McAlester (City of) Public Works Authority; Series 2002, Utility System CAB RB (INS-AGM) ^{(b)(h)}	0.00%	02/01/2031	1,000	662,130
Series 2002, Utility System CAB RB (INS-AGM) ^{(b)(h)}	0.00%	02/01/2034	3,970	2,250,434
Oklahoma (State of) Development Finance Authority (OU Medicine); Series 2018 B, Health System RB	5.50%	08/15/2057	2,760	2,979,337
Oklahoma (State of) Development Finance Authority (Provident Oklahoma Education Resources Inc.- Cross Village Student Housing); Series 2017, RB	5.25%	08/01/2057	2,470	2,280,082
Oklahoma (State of) Water Resources Board; Series 2018 C, Loan Program RB	4.00%	10/01/2048	1,595	1,606,947
Tulsa (City of) Airports Improvement Trust; Series 2000 A, General RB ^{(c)(g)}	6.00%	06/01/2020	470	486,088
				17,879,730

Oregon-0.10%

Oregon (State of) Department of Administrative Services; Series 2009 A, Lottery RB ^{(c)(d)}	5.25%	04/01/2019	315	318,556
Warm Springs Reservation Confederated Tribes of Oregon (Pelton Round Butte); Series 2009 B, Tribal Economic Development Hydroelectric RB	6.38%	11/01/2033	535	548,514
				867,070

Pennsylvania-3.54%

Allegheny (County of) Hospital Development Authority (Allegheny Health Network Obligated Group Issue); Series 2018 A, Ref. RB	5.00%	04/01/2047	1,900	2,033,361
Berks (County of) Industrial Development Authority (Highlands at Wyomissing); Series 2017 C, Healthcare Facilities RB	5.00%	05/15/2037	1,000	1,060,020
Delaware River Port Authority; Series 2010 D, RB ^{(c)(d)}	5.00%	01/01/2020	1,450	1,497,589
Franklin (County of) Industrial Development Authority (Chambersburg Hospital); Series 2010, RB	5.37%	07/01/2042	2,700	2,817,558
Franklin (County of) Industrial Development Authority (Menno-Haven, Inc.); Series 2018, Ref. RB	5.00%	12/01/2022	750	787,575

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

Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
Pennsylvania-(continued)				
Pennsylvania (State of) Turnpike Commission;				
Series 2018 A-2, Turnpike RB	5.00%	12/01/2048	\$ 1,515	\$ 1,655,743
Series 2018 B, Sub. Oil Franchise Tax RB	5.25%	12/01/2048	1,490	1,670,856
Subseries 2010 B-2, Sub. RB ^{(c)(d)}	5.75%	12/01/2020	1,700	1,824,202
Subseries 2010 B-2, Sub. RB ^{(c)(d)}	5.75%	12/01/2020	925	992,581
Subseries 2010 B-2, Sub. RB ^{(c)(d)}	5.75%	12/01/2020	975	1,046,233
Subseries 2010 B-2, Sub. RB ^{(c)(d)}	6.00%	12/01/2020	315	339,545
Subseries 2010 B-2, Sub. RB ^{(c)(d)}	6.00%	12/01/2020	1,550	1,670,776
Subseries 2010 B-2, Sub. Turnpike RB ^{(c)(d)}	6.00%	12/01/2020	335	361,103
Subseries 2014 A-2, Sub. Conv. CAB Turnpike RB ^(k)	5.13%	12/01/2039	2,500	2,119,150
Subseries 2017 B-1, Sub. Turnpike RB	5.25%	06/01/2047	3,000	3,245,280
Philadelphia (City of);				
Series 2017 A, Water & Wastewater RB	5.00%	10/01/2052	1,390	1,511,820
Series 2017 B, Ref. Airport RB ^(g)	5.00%	07/01/2047	3,690	3,989,407
Philadelphia (City of) Industrial Development Authority (Thomas Jefferson University); Series 2017 A, Ref. RB				
	5.00%	09/01/2047	1,075	1,159,215
Pittsburgh (City of) & Allegheny (County of) Sports & Exhibition Authority (Regional Asset District); Series 2010, Ref. Sales Tax RB (INS -AGM) ^(b)				
	5.00%	02/01/2031	500	520,330
				30,302,344
Puerto Rico-1.45%				
Children s Trust Fund;				
Series 2002, Tobacco Settlement Asset-Backed RB	5.50%	05/15/2039	3,310	3,317,746
Series 2002, Tobacco Settlement Asset-Backed RB	5.63%	05/15/2043	1,890	1,893,553
Series 2005 A, Tobacco Settlement Asset-Backed RB ^(h)	0.00%	05/15/2050	7,500	868,425
Puerto Rico (Commonwealth of); Series 2006A, Public Improvement Unlimited Tax GO Bonds (INS-AGC) (CPI Rate + 1.00%) ^{(b)(o)}				
	3.46%	07/01/2019	825	828,341
Puerto Rico (Commonwealth of) Electric Power Authority;				
Series 2007 VV, Ref. RB (INS-NATL) ^(b)	5.25%	07/01/2033	930	969,813
Series 2007 VV, Ref. RB (INS-NATL) ^(b)	5.25%	07/01/2035	815	843,501
Puerto Rico (Commonwealth of) Highway & Transportation Authority; Series 2007 N, Ref. Transportation RB (INS-NATL) ^(b)				
	5.25%	07/01/2032	975	1,019,762
Puerto Rico (Commonwealth of) Public Buildings Authority; Series 2007 M-3, Ref. Government Facilities RB (INS-NATL) ^(b)				
	6.00%	07/01/2024	2,560	2,649,805
				12,390,946
South Carolina-2.08%				
Piedmont Municipal Power Agency; Series 2011 C, Ref. Electric RB (INS-AGC) ^(b)				
	5.75%	01/01/2034	1,590	1,717,645
South Carolina (State of) Jobs-Economic Development Authority (AnMed Health);				
	5.38%	02/01/2019	1,000	1,005,590

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Series 2009 B, Ref. & Improvement Hospital RB ^{(c)(d)}				
Series 2009 B, Ref. & Improvement Hospital RB ^{(c)(d)}	5.50%	02/01/2019	1,000	1,005,790
South Carolina (State of) Jobs-Economic Development Authority (Lutheran Homes); Series 2013, Health Facilities RB	5.00%	05/01/2028	1,000	1,020,550
South Carolina (State of) Jobs-Economic Development Authority (Palmetto Health Alliance); Series 2013 A, Ref. Hospital RB ^{(c)(d)}	5.25%	08/01/2023	2,000	2,264,820
South Carolina (State of) Ports Authority; Series 2015, RB ^(g)	5.25%	07/01/2050	2,365	2,567,089
Series 2015, RB ^(g)	5.25%	07/01/2055	1,715	1,856,350
South Carolina (State of) Public Service Authority; Series 2014 C, Ref. RB	5.00%	12/01/2046	1,510	1,579,098
South Carolina (State of) Public Service Authority (Santee Cooper); Series 2010 B, Ref. RB ^(e)	5.00%	01/01/2033	4,650	4,767,366
				17,784,298

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

Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
South Dakota-0.48%				
South Dakota (State of) Health & Educational Facilities Authority (Sanford Obligated Group);				
Series 2014 B, RB	5.00%	11/01/2044	\$ 2,065	\$ 2,214,114
Series 2015, Ref. RB	5.00%	11/01/2045	1,825	1,940,303
				4,154,417
Tennessee-0.35%				
Greeneville (Town of) Health & Educational Facilities Board (Ballad Health); Series 2018 A, Ref. Hospital RB				
	5.00%	07/01/2036	2,200	2,429,152
Memphis Center City Revenue Finance Corp. (Pyramid & Pinch District Redevelopment); Series 2011 B, Sub. RB ^{(c)(d)}				
	5.25%	11/01/2021	525	571,100
				3,000,252
Texas-19.44%				
Arlington (City of);				
Series 2009, Special Tax RB ^{(c)(d)}	5.00%	02/15/2019	375	377,400
Series 2009, Special Tax RB ^{(c)(d)}	5.00%	02/15/2019	445	447,848
Series 2009, Special Tax RB ^{(c)(d)}	5.00%	02/15/2019	180	181,134
Austin (City of); Series 2012, Ref. Water & Wastewater System RB				
	5.00%	11/15/2042	2,400	2,608,680
Dallas (City of) (Civic Center Convention Complex); Series 2009, Ref. & Improvement RB (INS-AGC) ^(b)				
	5.00%	08/15/2019	2,925	2,988,238
Dallas-Fort Worth (Cities of) International Airport;				
Series 2012 G, Ref. RB	5.00%	11/01/2034	7,000	7,295,890
Series 2013 A, Joint Improvement RB ^(g)	5.00%	11/01/2030	2,250	2,415,442
Fort Bend (County of) Grand Parkway Toll Road Authority;				
Series 2012, Limited Contract Tax & Sub. Lien RB	5.00%	03/01/2042	1,500	1,603,065
Harris (County of);				
Series 2009 A, Sr. Lien Toll Road RB ^{(c)(d)(e)}	5.00%	08/15/2019	1,930	1,971,727
Series 2009 A, Sr. Lien Toll Road RB ^{(c)(d)(e)}	5.00%	08/15/2019	1,500	1,532,430
Series 2009 A, Sr. Lien Toll Road RB ^{(c)(d)(e)}	5.00%	08/15/2019	1,500	1,532,430
Harris (County of) Metropolitan Transit Authority; Series 2011 A, Sales & Use Tax RB ^(e)				
	5.00%	11/01/2036	1,695	1,812,887
Harris County Health Facilities Development Corp. (Memorial Hermann Healthcare System); Series 2008 B, Ref. RB ^{(c)(d)}				
	7.25%	12/01/2018	1,050	1,050,000
Harris County Industrial Development Corp. (Deer Park Refining Limited Partnership); Series 2006, Solid Waste Disposal RB ^{(c)(d)}				
	5.00%	12/01/2019	1,650	1,699,846
Houston (City of);				
Series 2002 A, Sub. Lien Airport System RB (INS-AGM) ^{(b)(g)}				
	5.13%	07/01/2032	1,365	1,368,249
Series 2011 D, First Lien Combined Utility System RB ^(e)	5.00%	11/15/2031	1,920	2,062,445
Series 2011 D, First Lien Combined Utility System RB ^(e)	5.00%	11/15/2033	9,080	9,740,298
	5.00%	07/15/2020	1,075	1,109,626

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Houston (City of) Airport System (United Airlines, Inc. Airport Improvement); Series 2015 C, Ref. RB ^(g)				
Houston (City of) Airport System (United Airlines, Inc. Terminal E); Series 2014, Ref. RB ^(g)	4.75%	07/01/2024	2,820	3,003,103
La Vernia Higher Education Finance Corp. (Meridian World School); Series 2015 A, RB ^(f)	5.50%	08/15/2045	1,690	1,722,093
Lower Colorado River Authority; Series 2012-A, Ref. RB ^{(c)(d)}	5.00%	05/15/2022	5	5,466
Series 2012-A, Ref. RB ^{(c)(d)}	5.00%	05/15/2022	5	5,466
Series 2012-A, Ref. RB	5.00%	05/15/2036	3,795	4,067,291
Lower Colorado River Authority (LCRA Transmission Services Corp.); Series 2018, Ref. Transmission Contract RB	5.00%	05/15/2043	2,485	2,747,292
Lower Colorado River Authority (LCRA Transmissions Services Corp.); Series 2011 A, Ref. RB	5.00%	05/15/2041	1,250	1,317,412
Lufkin Health Facilities Development Corp. (Memorial Health System of East Texas); Series 2009, Ref. & Improvement RB ^{(c)(d)}	6.25%	02/15/2019	1,450	1,462,673
New Hope Cultural Education Facilities Corp. (Presbyterian Village North); Series 2018, Ref. Retirement Facility RB	5.00%	10/01/2026	265	275,415
Series 2018, Ref. Retirement Facility RB	5.00%	10/01/2027	1,735	1,792,394

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

Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
Texas-(continued)				
New Hope Cultural Education Facilities Finance Corp. (CHF-Collegiate Housing College Station I, LLC-Texas A&M University); Series 2014 A, Student Housing RB (INS-AGM) ^(b)	5.00%	04/01/2046	\$ 3,545	\$ 3,741,216
New Hope Cultural Education Facilities Finance Corp. (Longhorn Village); Series 2017, Ref. Retirement Facility RB	5.00%	01/01/2047	1,420	1,407,248
New Hope Cultural Education Facilities Finance Corp. (4-K Housing, Inc.-Stoney Brook); Series 2017 A-1, Sr. Living RB	5.00%	07/01/2047	1,000	1,016,700
North Texas Tollway Authority; Series 2008 D, Ref. First Tier System CAB RB (INS-AGC) ^{(b)(h)}	0.00%	01/01/2028	4,100	3,065,488
Series 2011 A, Special Projects System RB ^{(c)(d)(e)}	5.50%	09/01/2021	4,470	4,871,451
Series 2015 B, Ref. RB ^{(e)(n)}	5.00%	01/01/2040	12,520	13,362,846
San Antonio (City of); Series 2013, Jr. Lien Electric & Gas Systems RB	5.00%	02/01/2038	3,310	3,587,179
San Jacinto River Authority (Groundwater Reduction Plan Division); Series 2011, Special Project RB (INS-AGM) ^(b)	5.00%	10/01/2032	485	495,806
Series 2011, Special Project RB (INS-AGM) ^(b)	5.00%	10/01/2037	525	536,088
Tarrant County Cultural Education Facilities Finance Corp; ^(e)	5.00%	02/15/2047	4,385	4,766,627
Tarrant County Cultural Education Facilities Finance Corp. (Air Force Village Obligated Group); Series 2016, Ref. Retirement Facilities RB	5.00%	05/15/2037	2,420	2,443,910
Series 2016, Ref. Retirement Facilities RB	5.00%	05/15/2045	2,795	2,798,354
Tarrant County Cultural Education Facilities Finance Corp. (Buckingham Senior Living Community, Inc.); Series 2007, Retirement Facility RB	5.62%	11/15/2027	1,000	790,000
Series 2007, Retirement Facility RB	5.75%	11/15/2037	695	549,050
Tarrant County Cultural Education Facilities Finance Corp. (C.C. Young Memorial Home); Series 2007, Retirement Facility RB	5.75%	02/15/2025	360	360,281
Series 2017A, Retirement Facility RB	6.38%	02/15/2048	2,460	2,620,294
Tarrant County Cultural Education Facilities Finance Corp. (CHRISTUS Health); Series 2008 A, Ref. RB (INS-AGC) ^(b)	6.25%	07/01/2028	4,200	4,214,742
Series 2008, Ref. RB ^{(c)(d)}	6.50%	01/01/2019	205	205,722
Series 2008, Ref. RB (INS-AGC) ^(b)	6.50%	07/01/2037	795	797,934
Tarrant County Cultural Education Facilities Finance Corp. (Texas Health Resources System); Series 2016A, Ref. RB	5.00%	02/15/2041	5,350	5,848,245
Texas (State of) Transportation Commission; Series 2016A, Highway Improvement Unlimited Tax GO Bonds	5.00%	04/01/2044	2,145	2,375,845

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Texas (State of) Transportation Commission (Central Texas Turnpike System);				
Series 2012 A, Ref. First Tier RB	5.00%	08/15/2041	3,505	3,654,769
Series 2015 B, Ref. CAB RB ^(h)	0.00%	08/15/2036	4,405	2,076,297
Series 2015 B, Ref. CAB RB ^(h)	0.00%	08/15/2037	1,490	669,830
Series 2015 C, Ref. Sub. RB	5.00%	08/15/2042	7,085	7,471,912
Texas A&M University System Board of Regents;				
Series 2009 A, Financing System RB ^{(c)(d)}	5.00%	05/15/2019	1,000	1,014,310
Series 2009 A, Financing System RB ^{(c)(d)}	5.00%	05/15/2019	3,000	3,042,930
Texas Municipal Gas Acquisition & Supply Corp. I;				
Series 2008 D, Sr. Lien Gas Supply RB	6.25%	12/15/2026	6,405	7,368,952
Texas Municipal Gas Acquisition & Supply Corp. III;				
Series 2012, Gas Supply RB	5.00%	12/15/2028	3,085	3,325,445
Series 2012, Gas Supply RB	5.00%	12/15/2029	3,975	4,274,834
Series 2012, Gas Supply RB	5.00%	12/15/2031	4,515	4,834,165
Series 2012, Gas Supply RB	5.00%	12/15/2032	1,495	1,598,469
Texas Private Activity Bond Surface Transportation Corp. (Blueridge Transportation Group, LLC SH 288 Toll Lanes); Series 2016, Sr. Lien RB ^(g)				
	5.00%	12/31/2055	1,450	1,509,377
Texas Private Activity Bond Surface Transportation Corp. (NTE Mobility Partners LLC North Tarrant Express Management Lanes); Series 2009, Sr. Lien RB				
	6.88%	12/31/2039	2,820	2,938,637
Texas Private Activity Bond Surface Transportation Corp. (NTE Mobility Partners LLC); Series 2013, Sr. Lien RB ^(g)				
	7.00%	12/31/2038	1,850	2,134,881

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

Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
Texas-(continued)				
University of Houston; Series 2008, Ref. RB (INS-AGM) ^{(b)(e)}	5.00%	02/15/2033	\$ 2,400	\$ 2,405,328
				166,371,402
Utah-0.99%				
Salt Lake City (City of); Series 2017 A, Airport RB ^{(e)(g)}	5.00%	07/01/2047	3,430	3,729,199
Series 2018 A, Airport RB ^(g)	5.00%	07/01/2048	1,560	1,703,457
Series 2018 A, Airport RB ^(g)	5.25%	07/01/2048	2,085	2,321,710
Utah (State of) Charter School Finance Authority (Summit Academy); Series 2007 A, Charter School RB	5.80%	06/15/2038	715	716,037
				8,470,403
Virgin Islands-0.38%				
Virgin Islands (Government of) Public Finance Authority (Matching Fund Loan Note); Series 2010 A, Sr. Lien RB	5.00%	10/01/2025	725	730,438
Series 2010 A, Sr. Lien RB	5.00%	10/01/2029	2,500	2,518,750
				3,249,188
Virginia-2.08%				
Virginia (State of) Small Business Financing Authority (95 Express Lanes, LLC); Series 2017, Sr. Lien RB ^(g)	5.00%	01/01/2040	2,980	3,096,816
Virginia (State of) Small Business Financing Authority (Elizabeth River Crossings Opco, LLC); Series 2012, Sr. Lien RB ^(g)	6.00%	01/01/2037	1,015	1,097,418
Series 2012, Sr. Lien RB ^(g)	5.50%	01/01/2042	4,490	4,754,416
Virginia (State of) Small Business Financing Authority (Express Lanes, LLC); Series 2012, Sr. Lien RB ^(g)	5.00%	07/01/2034	4,270	4,456,343
Virginia (State of) Small Business Financing Authority (Transform 66P3); Series 2017, Sr. Lien Private Activity RB ^(g)	5.00%	12/31/2056	4,240	4,413,755
				17,818,748
Washington-5.38%				
Bellevue (City of) Convention Center Authority (Compound Interest); Series 1994, Ref. Special Obligation RB (INS-NATL) ^{(b)(h)}	0.00%	02/01/2025	9,850	8,269,666
Chelan (County of) Public Utility District No. 1; Series 2011 A, Ref. Consolidated RB ^(g)	5.50%	07/01/2026	975	1,048,817
Kalispel Tribe of Indians; Series 2018 A, RB ^(f)	5.25%	01/01/2038	1,680	1,738,766
Seattle (Port of); Series 2012 A, Ref. Intermediate Lien RB	5.00%	08/01/2030	3,780	4,111,733
State of Washington; Series 2019 A, Various Purpose Unlimited Tax GO Bonds ^(e)	5.00%	08/01/2042	2,380	2,698,492
	0.00%	12/01/2029	2,120	1,515,058

Washington (State of); Series 2004 F, Motor Vehicle Fuel Unlimited Tax CAB GO Bonds (INS-AMBAC) ^{(b)(h)}				
Series 2010 A, Various Purpose Unlimited Tax GO Bonds ^{(c)(d)(e)}	5.00%	08/01/2019	1,795	1,832,498
Series 2010 A, Various Purpose Unlimited Tax GO Bonds ^{(c)(d)(e)}	5.00%	08/01/2019	1,710	1,745,722
Washington (State of) (SR 520 Corridor Program -Toll Revenue); Series 2011 C, Motor Vehicle Fuel Unlimited Tax GO Bonds ^(e)				
Series 2011 C, Motor Vehicle Fuel Unlimited Tax GO Bonds ^(e)	5.00%	06/01/2033	2,050	2,179,171
Series 2011 C, Motor Vehicle Fuel Unlimited Tax GO Bonds ^(e)	5.00%	06/01/2041	585	618,222
Washington (State of) Convention Center Public Facilities District; Series 2018, RB				
Series 2018, RB ^(e)	5.00%	07/01/2043	1,490	1,650,056
Series 2018, RB	5.00%	07/01/2048	5,310	5,847,478
Series 2018, RB	5.00%	07/01/2048	1,060	1,158,368
Washington (State of) Health Care Facilities Authority (Catholic Health Initiatives); Series 2011 A, RB ^(e)				
Washington (State of) Health Care Facilities Authority (Seattle Cancer Care Alliance); Series 2009, RB ^{(c)(d)}	7.37%	03/01/2019	2,000	2,026,360
Washington (State of) Health Care Facilities Authority (Swedish Health Services); Series 2011 A, RB ^{(c)(d)}	6.25%	05/15/2021	1,325	1,457,818
Washington (State of) Higher Education Facilities Authority (Whitworth University); Series 2012, RB	5.25%	10/01/2037	1,000	1,048,980

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

Invesco Municipal Opportunity Trust

	Interest Rate	Maturity Date	Principal Amount (000)	Value
Washington-(continued)				
Washington (State of) Tobacco Settlement Authority; Series 2013, Ref. RB	5.25%	06/01/2032	\$ 3,250	\$ 3,419,488
				46,094,159
West Virginia-0.53%				
West Virginia (State of) Hospital Finance Authority (Thomas Health System); Series 2008, RB	6.00%	10/01/2020	665	525,350
Series 2008, RB	6.25%	10/01/2023	1,450	1,145,500
West Virginia (State of) Hospital Finance Authority (West Virginia United Health System Obligated Group); Series 2009 C, Ref. & Improvement RB ^{(c)(d)}	5.50%	06/01/2019	1,405	1,429,911
Series 2009 C, Ref. & Improvement RB ^{(c)(d)}	5.50%	06/01/2019	1,400	1,424,822
				4,525,583
Wisconsin-3.75%				
Public Finance Authority; Series 2016, Lease Development RB ^(e)	5.00%	03/01/2046	7,505	8,074,404
Public Finance Authority (American Dream at Meadowlands); Series 2017, Limited Obligation Grant RB ^(f)	6.75%	08/01/2031	1,155	1,245,852
Series 2017, Limited Obligation PILOT RB ^(f)	6.75%	12/01/2042	2,695	3,012,498
Southeast Wisconsin Professional Baseball Park District; Series 1998 A, Ref. Sales Tax RB ^(c)	5.50%	12/15/2020	1,500	1,605,810
Superior (City of) (Superior Water, Light & Power Co.); Series 2007 A, Ref. Collateralized Utility RB ^(g)	5.37%	11/01/2021	600	601,536
Series 2007 B, Collateralized Utility RB ^(g)	5.75%	11/01/2037	535	536,273
Wisconsin (State of); Series 2009 A, General Fund Annual Appropriation RB ^{(c)(d)}	5.38%	05/01/2019	125	126,833
Series 2009 A, General Fund Annual Appropriation RB	5.38%	05/01/2025	1,195	1,212,029
Wisconsin (State of) Health & Educational Facilities Authority (Mercy Alliance); Series 2012, RB	5.00%	06/01/2039	3,000	3,149,280
Wisconsin (State of) Health & Educational Facilities Authority (Ministry Health Care); Series 2012 C, Ref. RB ^{(c)(d)}	5.00%	08/15/2022	1,600	1,760,592
Wisconsin (State of) Health & Educational Facilities Authority (Prohealth Care, Inc. Obligated Group); Series 2009, RB ^{(c)(d)}	6.63%	02/15/2019	1,990	2,008,686
Wisconsin (State of) Public Finance Authority (Maryland Proton Treatment Center); Series 2018 A-1, Sr. RB ^(f)	6.38%	01/01/2048	3,135	3,184,878
Wisconsin (State of) Public Finance Authority (Prime Healthcare Foundation, Inc.); Series 2018 A, RB	5.20%	12/01/2037	2,120	2,219,216
Series 2018 A, RB	5.35%	12/01/2045	2,120	2,215,845

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Wisconsin (State of) Public Finance Authority (Roseman University of Health Sciences); Series 2015, Ref. RB	5.75%	04/01/2035	1,110	1,177,876
				32,131,608
Wyoming-0.55%				
Sweetwater (County of) (Idaho Power Co.); Series 2006, Ref. PCR	5.25%	07/15/2026	1,600	1,634,720
Wyoming (State of) Municipal Power Agency; Series 2017 A, Ref. Power Supply RB (INS-BAM) ^{(b)(e)}	5.00%	01/01/2047	2,790	3,038,143
				4,672,863
TOTAL INVESTMENT IN SECURITIES ^(q) -168.94% (Cost \$1,400,237,643) ^(s)				1,446,056,189
FLOATING RATE NOTE OBLIGATIONS-(27.88)%				
Notes with interest and fee rates ranging from 2.17% to 2.61% at 11/30/2018 and contractual maturities of collateral ranging from 09/01/2022 to 04/01/2056 (See Note 1D) ^(r)				(238,635,000)
VARIABLE RATE MUNI TERM PREFERRED SHARES-(42.94)%				
				(367,590,904)
OTHER ASSETS LESS LIABILITIES-1.88%				
				16,145,352
NET ASSETS APPLICABLE TO COMMON SHARES-100.00%				
				\$ 855,975,637

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

Invesco Municipal Opportunity Trust

Investment Abbreviations:

AGC	- Assured Guaranty Corp.
AGM	- Assured Guaranty Municipal Corp.
AMBAC	- American Municipal Bond Assurance Corp.
BAM	- Build America Mutual Assurance Co.
CAB	- Capital Appreciation Bonds
Conv.	- Convertible
COP	- Certificates of Participation
CPI	- Consumer Price Index
Ctfs.	- Certificates
GO	- General Obligation
IDR	- Industrial Development Revenue Bonds
INS	- Insurer
Jr.	- Junior
LOC	- Letter of Credit
NATL	- National Public Finance Guarantee Corp.
PCR	- Pollution Control Revenue Bonds
PILOT	- Payment-in-Lieu-of-Tax
RAC	- Revenue Anticipation Certificates
RB	- Revenue Bonds
Ref.	- Refunding
RN	- Revenue Notes
Sec.	- Secured
SGI	- Syncora Guarantee, Inc.
SIFMA	- Securities Industry and Financial Markets Association
Sr.	- Senior
Sub.	- Subordinated
VRD	- Variable Rate Demand
Wts.	- Warrants

Notes to Schedule of Investments:

- (a) Calculated as a percentage of net assets. Amounts in excess of 100% are due to the Trust's use of leverage.
- (b) Principal and/or interest payments are secured by the bond insurance company listed.
- (c) Advance refunded; secured by an escrow fund of U.S. Government obligations or other highly rated collateral.
- (d) Security has an irrevocable call by the issuer or mandatory put by the holder. Maturity date reflects such call or put.
- (e) Underlying security related to TOB Trusts entered into by the Trust. See Note 1D.
- (f) Security purchased or received in a transaction exempt from registration under the Securities Act of 1933, as amended (the "1933 Act"). The security may be resold pursuant to an exemption from registration under the 1933 Act, typically to qualified institutional buyers. The aggregate value of these securities at November 30, 2018 was \$39,809,317, which represented 4.65% of the Trust's Net Assets.
- (g) Security subject to the alternative minimum tax.
- (h) Zero coupon bond issued at a discount.
- (i) Demand security payable upon demand by the Trust at specified time intervals no greater than thirteen months. Interest rate is redetermined periodically by the issuer or agent based on current market conditions. Rate shown is

the rate in effect on November 30, 2018.

- (j) Principal and interest payments are fully enhanced by a letter of credit from the bank listed or a predecessor bank, branch or subsidiary.
- (k) Convertible CAB. The interest rate shown represents the coupon rate at which the bond will accrue at a specified future date.
- (l) Defaulted security. Currently, the issuer is partially or fully in default with respect to interest payments. The aggregate value of these securities at November 30, 2018 was \$183,840, which represented less than 1% of the Trust's Net Assets.
- (m) The issuer is paying less than stated interest, but is not in default on principal because scheduled principal payments have not yet begun.
- (n) Security is subject to a reimbursement agreement which may require the Trust to pay amounts to a counterparty in the event of a significant decline in the market value of the security underlying the TOB Trusts. In case of a shortfall, the maximum potential amount of payments the Trust could ultimately be required to make under the agreement is \$21,135,000. However, such shortfall payment would be reduced by the proceeds from the sale of the security underlying the TOB Trusts.
- (o) Interest or dividend rate is redetermined periodically. Rate shown is the rate in effect on November 30, 2018.
- (p) Security subject to crossover refunding.
- (q) Entities may either issue, guarantee, back or otherwise enhance the credit quality of a security. The entities are not primarily responsible for the issuer's obligation but may be called upon to satisfy issuer's obligations. No concentration of any single entity was greater than 5% each.
- (r) Floating rate note obligations related to securities held. The interest and fee rates shown reflect the rates in effect at November 30, 2018. At November 30, 2018, the Trust's investments with a value of \$356,961,860 are held by TOB Trusts and serve as collateral for the \$238,635,000 in the floating rate note obligations outstanding at that date.
- (s) Other than original issue discount, if any, cost of investments has not been adjusted for amortization of premiums and/or accretion of market discounts.

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

Invesco Municipal Opportunity Trust

Notes to Quarterly Schedule of Portfolio Holdings*November 30, 2018**(Unaudited)***NOTE 1 Significant Accounting Policies**

A. Security Valuations Securities, including restricted securities, are valued according to the following policy. Securities are fair valued using an evaluated quote provided by an independent pricing service approved by the Board of Trustees. 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. Pricing services generally value debt obligations assuming orderly transactions of institutional round lot size, but a trust may hold or transact in the same securities in smaller, odd lot sizes. Odd lots often trade at lower prices than institutional round lots. 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.

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. Some of the factors which may be considered in determining fair value are fundamental analytical data relating to the investment; the nature and duration of any restrictions on transferability or disposition; trading in similar securities by the same issuer or comparable companies; relevant political, economic or issuer specific news; and other relevant factors under the circumstances.

The Trust 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 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 Trust 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. Bond premiums and discounts are amortized and/or accreted over the lives of the respective securities. Pay-in-kind interest income and non-cash dividend income received in the form of securities in-lieu of cash are recorded at the fair value of the securities received. Dividend income (net of withholding tax, if any) is recorded on the ex-dividend date.

The Trust may periodically participate in litigation related to Trust investments. As such, the Trust 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 Trust's net asset value and, accordingly, they reduce the Trust'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 the Statement of Changes in Net Assets, or the net investment income per share and the ratios of expenses and net investment income reported in the Financial Highlights, nor are they limited by any expense limitation arrangements between the Trust and the investment adviser.

- 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. Floating Rate Note Obligations** The Trust invests in inverse floating rate securities, such as Tender Option Bonds (TOBs), for investment purposes and to enhance the yield of the Trust. Such securities may be purchased in the secondary market without first owning an underlying bond but generally are created through the sale of fixed rate bonds by the Trust to special purpose trusts established by a broker dealer or by the Trust (TOB Trusts) in exchange for cash and residual interests in the TOB Trusts' assets and cash flows, which are in the form of inverse floating rate securities. The TOB Trusts finance the purchases of the fixed rate bonds by issuing floating rate notes to third parties and allowing the Trust to retain residual interests in the bonds. The floating rate notes issued by the TOB Trusts have interest rates that reset weekly and the floating rate note holders have the option to tender their notes to the TOB Trusts for redemption at par at each reset date. The residual interests held by the Trust (inverse floating rate securities) include the right of the Trust (1) to cause the holders of the floating rate notes to tender their notes at par at the next interest rate reset date, and (2) to transfer the municipal bond from the TOB Trust to the Trust, thereby collapsing the TOB Trust. Inverse floating rate securities tend to underperform the market for fixed rate bonds in a rising interest rate environment, but tend to outperform the market for fixed rate bonds when interest rates decline or remain relatively stable.

The Trust generally invests in inverse floating rate securities that include embedded leverage, thus exposing the Trust to greater risks and increased costs. The primary risks associated with inverse floating rate securities are varying degrees of liquidity and decreases in the value of such securities in response to changes in interest rates to a greater extent than fixed rate securities having similar credit quality, redemption provisions and maturity, which may cause the Trust's net asset value to be more volatile than if it had not invested in inverse floating rate

Invesco Municipal Opportunity Trust

D. Floating Rate Note Obligations (continued)

securities. In certain instances, the short-term floating rate notes created by the TOB Trust may not be able to be sold to third parties or, in the case of holders tendering (or putting) such notes for repayment of principal, may not be able to be remarketed to third parties. In such cases, the TOB Trust holding the fixed rate bonds may be collapsed with the entity that contributed the fixed rate bonds to the TOB Trust. In the case where a TOB Trust is collapsed with the Trust, the Trust will be required to repay the principal amount of the tendered securities, which may require the Trust to sell other portfolio holdings to raise cash to meet that obligation. The Trust could therefore be required to sell other portfolio holdings at a disadvantageous time or price to raise cash to meet this obligation, which risk will be heightened during times of market volatility, illiquidity or uncertainty. The embedded leverage in the TOB Trust could cause the Trust to lose more money than the value of the asset it has contributed to the TOB Trust and greater levels of leverage create the potential for greater losses. In addition, a Trust may enter into reimbursement agreements with the liquidity provider of certain TOB transactions in connection with certain residuals held by the Trust. These agreements commit a Trust to reimburse the liquidity provider to the extent that the liquidity provider must provide cash to a TOB Trust, including following the termination of a TOB Trust resulting from a mandatory tender event (liquidity shortfall). The reimbursement agreement will effectively make the Trust liable for the amount of the negative difference, if any, between the liquidation value of the underlying security and the purchase price of the floating rate notes issued by the TOB Trust.

The Trust accounts for the transfer of fixed rate bonds to the TOB Trusts as secured borrowings, with the securities transferred remaining in the Trust's investment assets, and the related floating rate notes reflected as Trust liabilities under the caption Floating rate note obligations on the Statement of Assets and Liabilities. The carrying amount of the Trust's floating rate note obligations as reported on the Statement of Assets and Liabilities approximates its fair value. The Trust records the interest income from the fixed rate bonds under the caption Interest and records the expenses related to floating rate obligations and any administrative expenses of the TOB Trusts as a component of Interest, facilities and maintenance fees on the Statement of Operations.

Final rules implementing section 619 of the Dodd-Frank Wall Street Reform and Consumer Protection Act (the Volcker Rule) prohibit banking entities from engaging in proprietary trading of certain instruments and limit such entities' investments in, and relationships with, covered funds , as defined in the rules. These rules preclude banking entities and their affiliates from sponsoring and/or providing services for existing TOB Trusts. A new TOB structure is being utilized by the Trust wherein the Trust, as holder of the residuals, will perform certain duties previously performed by banking entities as sponsors of TOB Trusts. These duties may be performed by a third-party service provider. The Trust's expanded role under the new TOB structure may increase its operational and regulatory risk. The new structure is substantially similar to the previous structure; however, pursuant to the Volcker Rule, the remarketing agent would not be able to repurchase tendered floaters for its own account upon a failed remarketing. In the event of a failed remarketing, a banking entity serving as liquidity provider may loan the necessary funds to the TOB Trust to purchase the tendered floaters. The TOB Trust, not the Trust, would be the borrower and the loan from the liquidity provider will be secured by the purchased floaters now held by the TOB Trust. However, as previously described, the Trust would bear the risk of loss with respect to any liquidity shortfall to the extent it entered into a reimbursement agreement with the liquidity provider.

Further, the SEC and various banking agencies have adopted rules implementing credit risk retention requirements for asset-backed securities (the Risk Retention Rules). The Risk Retention Rules require the sponsor of a TOB Trust to retain at least 5% of the credit risk of the underlying assets supporting the TOB Trust's municipal bonds. The Trust has adopted policies intended to comply with the Risk Retention Rules. The Risk Retention Rules may adversely affect the Trust's ability to engage in TOB Trust transactions or increase the costs of such transactions in certain circumstances.

There can be no assurances that the new TOB structure will continue to be a viable form of leverage. Further, there can be no assurances that alternative forms of leverage will be available to the Trust in order to maintain current levels of leverage. Any alternative forms of leverage may be less advantageous to the Trust, and may adversely affect the Trust's net asset value, distribution rate and ability to achieve its investment objective.

TOBs are presently classified as private placement securities. Private placement securities are subject to restrictions on resale because they have not been registered under the Securities Act of 1933, as amended (the 1933 Act), or are otherwise not readily marketable. As a result of the absence of a public trading market for these securities, they may be less liquid than publicly traded securities. Although atypical, these securities may be resold in privately negotiated transactions, the prices realized from these sales could be less than those originally paid by the Trust or less than what may be considered the fair value of such securities.

E. Other Risks The value of, payment of interest on, repayment of principal for and the ability to sell a municipal security may be affected by constitutional amendments, legislative enactments, executive orders, administrative regulations, voter initiatives and the economics of the regions in which the issuers are located. Since many municipal securities are issued to finance similar projects, especially those relating to education, health care, transportation and utilities, conditions in those sectors can affect the overall municipal securities market and the Trust's investments in municipal securities.

There is some risk that a portion or all of the interest received from certain tax-free municipal securities could become taxable as a result of determinations by the Internal Revenue Service.

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.

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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 Trust'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.

As of November 30, 2018, all of the securities in this Trust were valued based on Level 2 inputs (see the Schedule of Investments for security categories). 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.

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Item 2. Controls and Procedures.

- (a) As of January 25, 2019, an evaluation was performed under the supervision and with the participation of the officers of the Registrant, including the Principal Executive Officer (PEO) and Principal Financial Officer (PFO), to assess the effectiveness of the Registrant s disclosure controls and procedures, as that term is defined in Rule 30a-3(c) under the Investment Company Act of 1940 (Act), as amended. Based on that evaluation, the Registrant s officers, including the PEO and PFO, concluded that, as of January 25, 2019, the Registrant s disclosure controls and procedures were reasonably designed so as to ensure: (1) that information required to be disclosed by the Registrant on Form N-Q is recorded, processed, summarized and reported within the time periods specified by the rules and forms of the Securities and Exchange Commission; and (2) that material information relating to the Registrant is made known to the PEO and PFO as appropriate to allow timely decisions regarding required disclosure.

- (b) There have been no changes in the Registrant s internal control over financial reporting (as defined in Rule 30a-3(d) under the Act) that occurred during the Registrant s last fiscal quarter that have materially affected, or are reasonably likely to materially affect, the Registrant s internal control over financial reporting.

Item 3. Exhibits.

Certifications of PEO and PFO as required by Rule 30a-2(a) under the Investment Company Act of 1940.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Registrant: Invesco Municipal Opportunity Trust

By: /s/ Sheri Morris
Sheri Morris
Principal Executive Officer

Date: January 29, 2019

Pursuant to the requirements of the Securities and Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the Registrant and in the capacities and on the dates indicated.

By: /s/ Sheri Morris
Sheri Morris
Principal Executive Officer

Date: January 29, 2019

By: /s/ Kelli Gallegos
Kelli Gallegos
Principal Financial Officer

Date: January 29, 2019

EXHIBIT INDEX

Certifications of Principal Executive Officer (PEO) and Principal Financial Officer (PFO) as required by Rule 30a-2(a) under the Investment Company Act of 1940, as amended.