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AMVESCAP PLC/LONDON/  
Form 6-K  
May 25, 2005

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 6-K

REPORT OF FOREIGN PRIVATE ISSUER  
Pursuant to Rule 13a-16 or 15d-16 Under  
the Securities Exchange Act of 1934

For the month of May, 2005

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Commission File Number 001-13908  
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AMVESCAP PLC

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(Translation of registrant's name into English)

30 Finsbury Square, London EC2A 1AG, ENGLAND

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(Address of principal executive offices)

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F  Form 40-F \_\_\_\_\_  
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Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

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Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

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Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No X  
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If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82- N/A

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Description of document filed: NOTIFICATION OF INTERESTS OF DIRECTORS AND  
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CONNECTED PERSONS.  
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AMVESCAP PLC  
IMMEDIATE RELEASE 24 MAY 2005  
CONTACT ANGELA TULLY TEL: 020 7065 3652

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## SCHEDULE 11

### NOTIFICATION OF INTERESTS OF DIRECTORS AND CONNECTED PERSONS

- 1) Name of company AMVESCAP PLC
- 2) Name of director ROBERT GRAHAM
- 3) Please state whether notification indicates that it is in respect of holding of the shareholder named in 2 above or in respect of a non-beneficial interest or in the case of an individual holder if it is a holding of that person's spouse or children under the age of 18 or in respect of a non-beneficial interest.

NOTIFICATION IS IN RESPECT OF THE DIRECTOR NAME IN 2 ABOVE.

- 4) Name of the registered holder(s) and, if more than one holder, the number of shares held by each of them (if notified)

-

- 5) Please state whether notification relates to a person(s) connected with the Director named in 2 above and identify the connected person(s)

AS 3 ABOVE

- 6) Please state the nature of the transaction. For PEP transactions please indicate whether general/single co PEP and if discretionary/non discretionary

#### GIFT OF SHARES TO CHARITY

- 7) Number of shares/amount of stock acquired -
- 8) Percentage of issued class -%
- 9) Number of shares/amount of Stock disposed 84,000
- 10) Percentage of issued class 0.01%
- 11) Class of security ORDINARY SHARES
- 12) Price per share -
- 13) Date of transaction 24 MAY 2005
- 14) Date company informed 24 MAY 2005
- 15) Total holding following this notification  
26,580,700
- 16) Total percentage holding of issued class following this notification  
3.28%

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If a director has been granted options by the company please complete the following boxes

- 17) Date of grant -
- 18) Period during which or date on which exercisable  
-
- 19) Total amount paid (if any) for grant of the option  
-
- 20) Description of shares or debentures involved: class, number  
-
- 21) Exercise price (if fixed at time of grant) or indication that price is to be fixed at time of exercise.  
-
- 22) Total number of shares or debentures over which options held following this notification.  
-
- 23) Any additional information  
-
- 24) Name of contact and telephone number for queries  
ANGELA TULLY  
020 7065 3652
- 25) Name and signature of authorised company official responsible for making this notification.  
ANGELA TULLY  
AMVESCAP PLC  
ASSISTANT COMPANY SECRETARY  
Date of Notification 24 MAY 2005

SIGNATURES

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

AMVESCAP PLC

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(Registrant)

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Date 24 May, 2005  
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By /s/ Angela Tully  
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(Signature)

Angela Tully  
Assistant Company Secretary