

Invesco Quality Municipal Income Trust
Form 8-A12B/A
October 10, 2012

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-A/A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

Invesco Quality Municipal Income Trust
(Exact Name of Registrant as Specified in Its Charter)

DELAWARE
(State of Incorporation
or Organization)

13-6993836
(I.R.S. Employer
Identification No.)

1555 Peachtree Street, N.E.
Suite 1800
Atlanta, GA 30309
(Address of Principal Executive Offices)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Each Class
to be so Registered

Name of Each Exchange On Which
Each Class is to be Registered

Common Shares of Beneficial Interest, Without Par
Value

New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box. ☒ x

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box. ☐ "

Securities Act registration statement file number to which this form relates: 333-180594

Securities to be registered pursuant to Section 12(g) of the Act:

NONE
(Title of Class)

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Amendment No. 1 to Form 8-A

Invesco Quality Municipal Income Trust (the “Registrant”) hereby amends the Registrant’s Form 8-A, as filed on August 7, 1992 (the “Form 8-A”), by (1) changing its name from “Intercapital Quality Municipal Income Trust” as set forth in the Form 8-A, to its current name, “Invesco Quality Municipal Income Trust,” (2) changing its state of organization to Delaware, and (3) replacing in its entirety Item 1 of the Form 8-A with the following Item 1:

Item 1. Description of Registrant’s Securities to be Registered.

The shares (the “Shares”) to be registered hereunder are common shares of beneficial interest, without par value, of the Registrant. The description of the Shares is contained under the heading “Description of Securities to be Issued” and in the related exhibits in the proxy statement/prospectus included in the Registrant’s registration statement on Form N-14, filed under the Securities Act of 1933, as amended, on June 8, 2012 (333-180594), and such description as included in the prospectus filed pursuant to Rule 497 on June 22, 2012 is deemed to be incorporated herein by reference and made part of this registration statement.

Item 2. Exhibits.

1. Certificate of Trust
2. Amended and Restated Agreement and Declaration of Trust
3. By-Laws

[The remainder of this page was left blank intentionally. The signature is on the following page.]

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: October 10, 2012

Invesco Quality Municipal Income Trust

By: /s/John M. Zerr

Name: John M. Zerr

Title: Senior Vice President, Chief Legal Officer and Secretary

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