BRACEWELL Mark Form 4/A May 29, 2012

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

1. Name and A BRACEWE		orting Person *	2. Issuer Name and Ticker or Trading Symbol INNOSPEC INC. [IOSP]	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) (Middle)			3. Date of Earliest Transaction	(Check all applicable)				
8375 SOUT	` '	` '	(Month/Day/Year) 05/24/2012	Director 10% Owner Officer (give titleX Other (specification) below) Group Financial Controller				
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year) 05/24/2012	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
LITTLETON, CO 80124				Form filed by More than One Reporting Person				
(City)	(State)	(Zin)						

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(City)	(State) (Z	Zip) Table	ble I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned										
1.Title of Security	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if	3. Transactio	4. Securities on Acquired (A) or			5. Amount of Securities	6. Ownership Form: Direct	7. Nature of Indirect				
(Instr. 3)		any (Month/Day/Year)	Code (Instr. 8)	Disposed of (D (Instr. 3, 4 and (A) or Amount (D)		·	Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	(D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)				
Common Stock	05/24/2012	05/24/2012	M	300 (1)	` ′		1,760	D					
Common Stock	05/24/2012	05/24/2012	M	1,255 (2)	A	\$0	3,015	D					
Common Stock	05/24/2012	05/24/2012	M	634 (3)	A	\$0	3,649	D					

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. Number of Derivation Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/	ite	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	\$ 0	05/24/2012	05/24/2012	M	625	02/20/2011	02/20/2018	Common Stock	625
Stock Options	\$ 0	05/24/2012	05/24/2012	M	2,61	6 03/24/2012	03/24/2019	Common Stock	2,616
Stock Options	\$ 0	05/24/2012	05/24/2012	M	1,32	0 02/13/2011	02/03/2016	Common Stock	1,320

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

BRACEWELL Mark 8375 SOUTH WILLOW STREET LITTLETON, CO 80124

Group Financial Controller

Signatures

Nicola Earl 05/29/2012

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Pursuant to Clause 12 of the rules of the Innospec Inc Performance Related Stock Option Plan, a cash payment is being made to the
 (1) Reporting Person in lieu of the transfer of the remaining 325 shares to enable him to pay UK withholding tax obligations in respect of the exercise of options.
- Pursuant to Clause 12 of the rules of the Innospec Inc Performance Related Stock Option Plan, a cash payment is being made to the Reporting Person in lieu of the transfer of the remaining 1361 shares to enable him to pay UK withholding tax obligations in respect of the exercise of options.

(3)

Reporting Owners 2

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Pursuant to Clause 12 of the rules of the Innospec Inc Performance Related Stock Option Plan, a cash payment is being made to the Reporting Person in lieu of the transfer of the remaining 686 shares to enable him to pay UK withholding tax obligations in respect of the exercise of options.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.