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| Cleminson Ian Form 4 | | | | | | | | | | | |
|---|------------------------------------|---|---|--|---|---|--|--|---|--|--|
| February 22, 20 | 13 | | | | | | | | | | |
| FORM 4 | 1 | | | | | | | | PPROVAL | | |
| CURIVI 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | N OMB Number: | 3235-0287 | | | |
| Check this be if no longer subject to Section 16. Form 4 or Form 5 obligations may continue <i>See</i> Instruction 1(b). | STATEN Filed pur Section 17(| rsuant to So (a) of the P | ection 1 Public U | SECUI 16(a) of th Itility Hol | A BENEFICIAL OWNERSHIP OF RITIES he Securities Exchange Act of 1934, Idding Company Act of 1935 or Section at Company Act of 1940 | | | | | | |
| (Print or Type Resp | onses) | | | | | | | | | | |
| 1. Name and Address of Reporting Person <u>*</u> Cleminson Ian | | | 2. Issuer Name and Ticker or Trading Symbol INNOSPEC INC. [IOSP] | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | |
| (Last) | (First) (| Sirst) (Middle) 3. Date of Earliest Transaction | | | | | (Chi | (check an applicable) | | | |
| 8375 SOUTH WILLOW STREET | | | (Month/Day/Year) 02/22/2013 | | | Director 10% Owner X Officer (give title Other (specify below) below) Exec VP & CFO | | | | | |
| (Street) | | | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person | | | | | |
| LITTLETON, O | CO 80124 | | | | | | Form filed by Person | More than One R | eporting | | |
| (City) | (State) | (Zip) | Tab | le I - Non- | Derivative | Securities A | Acquired, Disposed | of, or Beneficia | lly Owned | | |
| | ransaction Date onth/Day/Year) | 2A. Deemer Execution I any (Month/Day | Date, if | Code (Instr. 8) | 4. Securit onAcquired Disposed (Instr. 3, 4) | (A) or of (D) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| Reminder: Report of | on a senarate line | for each cla | ss of see | urities bene | ficially ow | ned directly | or indirectly | | | | |
| Kenninger: Keport (| n a separate fine | | 55 01 Sec | unities bene | Perso inform requir | ons who re nation con red to resp ays a curre | spond to the collection tained in this forn ond unless the fo ently valid OMB co | n are not rm | SEC 1474 (9-02) | | |

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

| 1. Title of | 2. | 3. Transaction Date | 3A. Deemed | 4. | 5. Number | 6. Date Exercisable and | 7. Title and Amount of |
|-------------|-------------|---------------------|--------------------|------------|----------------|-------------------------|-------------------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transactio | nof Derivative | Expiration Date | Underlying Securities I |
| Security | or Exercise | | any | Code | Securities | (Month/Day/Year) | (Instr. 3 and 4) |

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| (Instr. 3) | Price of Derivative Security | | (Month/Day/Year) | (Instr. 8) | Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | | | | |
|---------------------------------|------------------------------------|------------|------------------|------------|---|-----|---------------------|--------------------|-----------------|--|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Options (CSOP A) | \$ 41.31 | 02/20/2013 | | A | 1,119 | | 02/20/2016 | 02/20/2023 | Common Stock | 1,119 |
| Stock Options (CSOP B) | \$ 41.31 | 02/20/2013 | | A | 559 | | 02/20/2016 | 02/20/2023 | Common Stock | 559 |
| Stock Options (PRSOP) | \$ 41.31 | 02/20/2013 | | А | 4,615 | | 02/20/2016 | 02/20/2023 | Common Stock | 4,615 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|---------------|-------|--|--|--|
| 1 | Director | 10% Owner | Officer | Other | | | |
| Cleminson Ian 8375 SOUTH WILLOW STREET LITTLETON, CO 80124 | | | Exec VP & CFO | | | | |

Signatures

Nicola Earl 02/22/2013 **Signature of Date Reporting Person

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).
- (1) Total includes options from other tranches with different exercise prices, vesting dates and expiration dates.
- (2) Total includes options from other tranches with different exercise prices, vesting dates and expiration dates.

(3) Total includes options from other tranches with different exercise prices, vesting dates and expiration dates.

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.

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