

BRACEWELL Mark  
Form 4  
May 10, 2013

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
BRACEWELL Mark

2. Issuer Name and Ticker or Trading Symbol  
INNOSPEC INC. [IOSP]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  10% Owner  
\_\_\_\_ Other (specify below)

8375 SOUTH WILLOW STREET

05/10/2013

Group Financial Controller

(Street)

4. If Amendment, Date Original Filed (Month/Day/Year)

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

LITTLETON, CO 80124

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
			Code	V	Amount (A) or Price (D)		
Common Stock	05/09/2013		M		2,980 A \$ 0	5,369 <sup>(1)</sup>	D
Common Stock	05/09/2013		S		2,980 D \$ 40.6941	2,389 <sup>(2)</sup>	D
Common Stock	05/09/2013		M		583 A \$ 10.38	2,972 <sup>(3)</sup>	D
Common Stock	05/09/2013		S		583 D \$ 40.6941	2,389 <sup>(4)</sup>	D
Common Stock	05/09/2013		M		488 A \$ 10.38	2,877 <sup>(5)</sup>	D

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Common Stock 05/09/2013 S 488 D \$ 40.6941 2,389 <sup>(6)</sup> D

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

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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 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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Options	\$ 0	05/09/2013		M	2,980	03/17/2013 03/17/2020	Common Stock	2,980
Stock Options	\$ 10.38	05/09/2013		M	583	03/17/2013 03/17/2020	Common Stock	583
Stock Options	\$ 10.38	05/09/2013		M	488	03/17/2013 03/17/2020	Common Stock	488

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director 10% Owner Officer Other

BRACEWELL Mark  
8375 SOUTH WILLOW STREET  
LITTLETON, CO 80124

Group Financial Controller

## Signatures

Nicola Earl 05/10/2013

\*\*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).

(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.

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

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

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

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

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

(9) 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.

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