Edgar Filing: JENNINGS PAUL WILLIS - Form 4

	PAUL WILLIS										
Form 4 May 13, 200	00										
•								OMB AF	PROVAL		
FORM	4 UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549									
Check th if no lon subject to	ger STATEN										
Section Form 4 c	16.		SECURITIES						Estimated average burden hours per response 0.5		
Form 5 obligatio may con See Instr 1(b).	tinue. Section 17(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 A JENNINGS	Symbol	2. Issuer Name and Ticker or Trading Symbol INNOSPEC INC. [IOSP]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
(Last)	(First) (I	Middle) 3. Date	3. Date of Earliest Transaction				(Check an applicable)				
	C MANUFACTU L SITES ROAD, RE PORT		/Day/Year) /2009				X Director Officer (give t below)		Owner er (specify		
	(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 Form filed by More than One Reporting 				
CHESHIRE	E, X0 CH65 4EY						Person	ore than One Re	porting		
(City)	(State)	(Zip) Ta	ble I - Non-	Derivative	Secur	ities Acqu	iired, Disposed of,	or Beneficial	ly Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code	4. Securiti ordr Dispose (Instr. 3, 4	ed of (and 5 (A)	(D)) 5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)				
Common Stock	05/12/2009	05/12/2009	М	20,681	А	\$ 4.62	118,258	D			
Common Stock	05/12/2009	05/12/2009	S	20,681	D	\$ 8.1154	97,577	D			

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

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 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 orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Options	\$ 4.62	05/12/2009	05/12/2009	М	20,681	03/31/2009	06/30/2009	Common Stock	20,681

Reporting Owners

Reporting Owner Name / Address		Relationships					
	Director	10% Owner	Officer	Other			
JENNINGS PAUL WILLI INNOSPEC MANUFACT OIL SITES ROAD, ELLE CHESHIRE, X0 CH65 4E	Х						
Signatures							
Nicola Earl-Noble	05/13/2009						
	05/15/2009						

<u>**</u>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).

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.