Williams Patrick
Form 4/A
May 21, 2012

FORM 4

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

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

OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Williams Patrick

(Last) (First) (Middle)

8375 SOUTH WILLOW STREET

(Street)

LITTLETON, CO 80124

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
05/14/2012

4. If Amendment, Date Original Filed(Month/Day/Year)
05/14/2012

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Exec VP & President, Fuel Spec

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

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 (D)	Price			
Common Stock	05/10/2012	05/10/2012	S		9,347	D	$ 30.93 (1)	126,373	D	
Common Stock	05/10/2012	05/10/2012	S		1,364	D	$ 30.93 (3)	126,373	D	
Common Stock	05/11/2012	05/11/2012	S		13,636	D	$ 30.37 (5)	126,373	D	
Common Stock	05/11/2012	05/11/2012	S		4,400	D	$ 30.37	126,373	D	

(7)

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. 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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options	$ 20.23	05/10/2012	05/10/2012	M			9,347	02/20/2011	02/20/2018	Common Stock	9,347
Stock Options	$ 0	05/10/2012	05/11/2012	M			1,364	03/24/2012	03/24/2019	Common Stock	1,364
Stock Options	$ 0	05/11/2012	05/11/2012	M			13,636	03/24/2012	03/24/2019	Common Stock	13,636
Stock Options	$ 4.07	05/11/2012	05/11/2012	M			4,400	03/24/2012	03/24/2019	Common Stock	4,400

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Williams Patrick 8375 SOUTH WILLOW STREET LITTLETON, CO 80124			Exec VP & President, Fuel Spec	

Signatures

NIcola Earl	05/21/2012
**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).

(1) The shares of Common Stock sold by the Reporting Person and reported herein were sold at a range of between $30.65 and $31.23 per share. The sale price reported represents the weighted average sale price for the reported transaction and has been rounded to the nearest cent.

(2) Total includes options in other trances. 13636 remain outstanding in this trance in relation to options acquired pursuant to PRSOP 24 March 2009.

(3) The shares of Common Stock sold by the Reporting Person and reported herein were sold at a range of between $30.65 and $31.23 per share. The sale price reported represents the weighted average sale price for the reported transaction and has been rounded to the nearest cent.

(4) Total reflects options in other trances only.

(5) The shares of Common Stock sold by the Reporting Person and reported herein were sold at a range of between $30.12 and $30.82 per share. The sale price reported represents the weighted average sale price for the reported transaction and has been rounded to the nearest cent.

(6) Total includes options in other trances. 25600 remain outstanding in this trance in relation to options acquired pursuant to CSOP B 2 April 2009.

(7) The shares of Common Stock sold by the Reporting Person and reported herein were sold at a range of between $30.12 and $30.82 per share. The sale price reported represents the weighted average sale price for the reported transaction and has been rounded to the nearest cent.

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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