#### MCROBBIE IAN MALCOLM

Form 4/A February 15, 2008

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or Form 5

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

MCROBBIE IAN MALCOLM			Symbol	Issuer
			INNOSPEC INC. [IOSP]	(Check all applicable)
(Last)	(First)	(Middle)	3. Date of Earliest Transaction	( and the state of
			(Month/Day/Year)	Director 10% Owner
INNOSPEC MANUFACTURING PARK, OIL SITES ROAD,			02/15/2008	X Officer (give title Other (specify
				below) below) Snr VP Research & Technology
ELLESMER	E PORT			Siii vi Research & Technology

2. Issuer Name and Ticker or Trading

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

02/15/2008

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

5. Relationship of Reporting Person(s) to

**OMB APPROVAL** 

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response...

CHESHIRE, X0 CH65 4EY

(State)

(Zip)

(City)

		Tube 1 Tion Delivative Securities Required, Disposed 61, 61 Denoted any 6 when							ny Owned
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies Ac	quired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of			Securities	Form: Direct	Indirect	
(Instr. 3)		any	Code	Code (D)		Beneficially	(D) or	Beneficial	
		(Month/Day/Year)	(Instr. 8)	(Instr. 3, 4 and 5)		Owned	Indirect (I)	Ownership	
							Following	(Instr. 4)	(Instr. 4)
					( )		Reported		
					(A)		Transaction(s)		
			C 1 W		or	ъ.	(Instr. 3 and 4)		
			Code V	Amount	(D)	Price			
Common Stock	02/13/2008	02/13/2008	M	37,247 (1)	A	\$0	39,879	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

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

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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 Derivative Securities Acquired (A or Disposed (D) (Instr. 3, 4, and 5)	Expiration Da (Month/Day/	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	\$ 8.565	02/13/2008	02/13/2008	M	5,98	2 02/19/2005	02/19/2012	Common Stock	5,982	
Options	\$ 11.5	02/13/2008	02/13/2008	M	2,60	05/12/2007	05/12/2014	Common Stock	2,600	
Options	\$ 0	02/13/2008	02/13/2008	M	7,70	05/12/2007	05/12/2014	Common Stock	7,700	
Options	\$ 0	02/13/2008	02/13/2008	M	1,18	2 02/19/2005	02/19/2007	Common Stock	1,182	
Options	\$ 0	02/13/2008	02/13/2008	M	48,00	0 03/17/2006	03/17/2013	Common Stock	48,000	

### **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
MCROBBIE IAN MALCOLM INNOSPEC MANUFACTURING PARK OIL SITES ROAD, ELLESMERE PORT CHESHIRE, X0 CH65 4EY			Snr VP Research & Technology				

### **Signatures**

Reporting Person

Nicola

Earl-Noble 02/15/2008

\*\*Signature of 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 Dr (1) McRobbie in lieu of the transfer of the remaining 28,217 shares to enable him to pay UK withholding tax obligations in respect of the exercise of the 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.

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