

SHONE RICHARD TUDOR
 Form 4
 May 24, 2007

FORM 4

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

OMB APPROVAL

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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 *
 SHONE RICHARD TUDOR

(Last) (First) (Middle)

INNOSPEC MANUFACTURING
 PARK, OIL SITES ROAD,
 ELLESMERE PORT

(Street)

CHESHIRE CH65 4EY

(City) (State) (Zip)

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

3. Date of Earliest Transaction
 (Month/Day/Year)
 05/23/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
 VP Safety, Health & Env.

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--------|---|--|-----------------------------------|
| | | | | Code | V | Amount | | | |
| Common Stock | 05/23/2007 | 05/23/2007 | M | | | 5,000 | A \$ 13.91 | 11,193 | D |
| Common Stock | 05/23/2007 | 05/23/2007 | M | | | 2,913 | A \$ 17.13 | 14,106 | D |
| Common Stock | 05/23/2007 | 05/23/2007 | M | | | 2,250 | A \$ 0 | 16,356 | D |
| Common Stock | 05/23/2007 | 05/23/2007 | S | | | 10,163 | D \$ 61.1137 | 6,193 | D |

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

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(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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Options | \$ 13.91 | 05/23/2007 | 05/23/2007 | M | 5,000 | 03/17/2006 03/17/2013 | Common Stock | 5,000 |
| Options | \$ 17.13 | 05/23/2007 | 05/23/2007 | M | 2,913 | 02/20/2005 02/20/2012 | Common Stock | 2,913 |
| Options | \$ 0 | 05/23/2007 | 05/23/2007 | M | 2,250 | 05/12/2007 05/12/2014 | Common Stock | 2,250 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SHONE RICHARD TUDOR INNOSPEC MANUFACTURING PARK OIL SITES ROAD, ELLESMERE PORT CHESHIRE CH65 4EY | | | VP Safety, Health & Env. | |

Signatures

joanne.bannister@innospecinc.com

05/24/2007

**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.

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