Cleminson Ian Form 4 February 26, 2018

FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or

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

Form 5 obligations may continue. See Instruction

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Cleminson Ian

Symbol

5. Relationship of Reporting Person(s) to Issuer

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

Estimated average

burden hours per

(Last)

(Middle)

INNOSPEC INC. [IOSP]

(Check all applicable)

8310 SOUTH VALLEY

(Street)

(First)

3. Date of Earliest Transaction

(Month/Day/Year) 02/23/2018

Director 10% Owner X_ Officer (give title _ Other (specify

below) below) VP & CFO

HIGHWAY, SUITE 350

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

Person

ENGLEWOOD, CO CO8112

(City)	(State)	(Zip) Tab	le I - Non-	Derivativ	e Secu	rities Acqui	red, Disposed of,	or Beneficial	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)		sed of 4 and (A) or	` '	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)
Common Stock	02/23/2018		M	3,688	A	\$ 0	26,685	D	
Common Stock	02/23/2018		F	1,734 (1)	D	\$ 67.18	24,951	D	
Common Stock	02/23/2018		S	1,954	D	\$ 68.5476	22,997	D	
Common Stock	02/23/2018		M	1,677	A	\$ 43.95	24,674	D	
Common Stock	02/23/2018		F	1,370 (2)	D	\$ 67.18	23,304	D	

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\$ 68.5476 22,997 Common 02/23/2018 S D Stock

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. Transactic Code (Instr. 8)	5. Number on f 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	\$ 0	02/23/2018		M	3,688	02/23/2018	02/23/2025	Common Stock	3,688
Stock Options	\$ 43.95	02/23/2018		M	1,677	02/23/2018	02/23/2025	Common Stock	1,677

Reporting Owners

Reporting Owner Name / Address	Relationships					
corporating of their state of state of the s	Director	10% Owner	Officer	Othe		
Cleminson Ian						
8310 SOUTH VALLEY HIGHWAY			VP &			
SUITE 350			CFO			
ENGLEWOOD, CO CO8112						

Signatures

Ian P Cleminson 02/26/2018 **Signature of Date Reporting Person

2 Reporting Owners

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) Shares of common stock withheld to meet tax liability
- (2) Shares of common stock withheld to meet acquisition price and tax liability

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.