Edgar Filing: OCTEL CORP - Form 4/A

OCTEL CO	RP										
Form 4/A											
March 07, 2	.005										
FORM	ЛД									PPROVAL	
	UNITE) STATES		RITIES A shington			NGE	COMMISSIO	N OMB Number:	3235-0287	
Check the				0					Expires:	January 31,	
if no longer subject to STATEMENT OF			F CHAI	F CHANGES IN BENEFICIAL O				WNERSHIP OI	र [.]	stimated average	
Section		SECURITIES						burden ho			
Form 4									response	•	
Form 5 obligation	-							nge Act of 1934,			
may cor								of 1935 or Section	ion		
See Inst	ruction	30(h)	of the I	nvestment	Compar	ny Ao	ct of 1	940			
1(b).											
(Print or Type	Responses)										
1. Name and Address of Reporting Person <u>*</u> JENNINGS PAUL WILLIS			2. Issuer Name and Ticker or Trading				ing	5. Relationship of Reporting Person(s) to Issuer			
JEIGINI		,	•	Symbol							
				OCTEL CORP [OTL]				(Check all applicable)			
(Last)	(First)	(Middle)		of Earliest T	ransaction						
FLAT 3 PARK GATE BRADGATE			(Month/Day/Year) 03/04/2005					Director 10% Owner X_ Officer (give title Other (specify			
	TRINCHAM	ADUATE	05/04/2	2003				below)	below)		
KOMD, ML								Exe	cutive VP & CF	0	
(Street)			4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check			
			Filed(Month/Day/Year)					Applicable Line) _X_ Form filed by One Reporting Person			
CUECUDI			03/07/2	2005					More than One R		
CHESHIKI	E WA14 4QJ							Person		1 0	
(City)	(State)	(Zip)	Tal	ole I - Non-I	Derivative	Secu	rities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Dat			3.	4. Securit			5. Amount of	6. Ownership	7. Nature of	
Security (Instr. 3)	(Month/Day/Year)		Date, if	Transaction Code	nAcquired Disposed			Securities Beneficially	Form: Direct (D) or Indirect	Indirect Beneficial	
(IIIsu. 5)		any (Month/D	av/Year)					Owned	(I) or muneet	Ownership	
				((- /	Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported			
						or		Transaction(s) (Instr. 3 and 4)			
				Code V	Amount	(D)	Price	(msu. 5 and 4)			
Damindam Da	port on a separate li	ne for each a	loss of soc	urities band	Ficially or	nad d	ractly	or indirectly			
Kenninger. Ke	port on a separate in			unties belle	•		•	spond to the colle	ection of	SEC 1474	

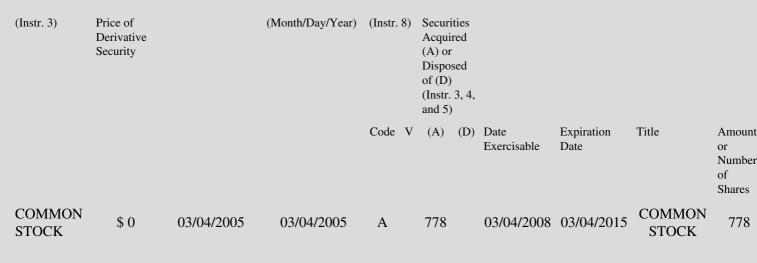
Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Derivative	(Month/Day/Year)	(Instr. 3 and 4)

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Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
JENNINGS PAUL WILLIS FLAT 3 PARK GATE BRADGATE ROAD ALTRINCHAM CHESHIRE WA14 4QJ			Executive VP & CFO			
Signatures						

bannisterj@octel-corp.com

**Signature of Reporting Person

03/07/2005 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.