**INNERWORKINGS INC** Form SC 13G/A February 13, 2014 SCHEDULE 13G Amendment No. 1 Name of Issuer: Innerworkings Inc. Title of Class of Securities: Common Stock CUSIP Number: 45773Y105 Item 1: Reporting Person: Wasatch Advisors, Inc. 87-0319391 Item 2: Check Box If Member of Group: Not Applicable Item 3: SEC Use Item 4: Place of Organization: Utah Items 5-8: Number of Shares Owned With: Item 5: Sole Voting Power: 3,715,670 Item 6: Shared Voting Power: 0 Item 7: Sole Dispositive Power: 3,715,670 Item 8: Shared Dispositive Power: 0 Item 9: Aggregate Amount Owned: 3,715,670 Item 10: Check Box If Aggregate Amount Excludes Certain Shares: N/A Item 11: Percent of Class Owned: 7.3% Item 12: Type of Reporting Person: IA Item 1(a): Name of Issuer: Innerworkings Inc. Item l(b): Address of Issuer: 600 West Chicago, Suite 750, Chicago, IL 60610 Item 2(a): Name of Person Filing: Wasatch Advisors, Inc. Item 2(b): Address: 505 Wakara Way, Salt Lake City, UT 84108 Item 2(c): Citizenship: Not Applicable Item 2(d): Title of Class of Securities: Common Stock Item 2(e): CUSIP Number: 45773Y105 Item 3(e): Investment Adviser registered under section 203 of the Investment Advisers Act of 1940 Item 4(a): Amount Owned: 3,715,670 Amount owned. 0, Percent of Class Owned: 7.3% Item 4(b): Item 4(c)(i): Sole Voting Power: 3,715,670 Item 4(c)(ii): Shared Voting Power: 0 Item 4(c)(iii): Sole Dispositive Power: 3,715,670 Item 4(c)(iv): Shared Dispositive Power: 0 Item 5: Check Box If Ownership Is 5% or Less of Class: [ ] Item 6. Ownership of More Than 5% on Behalf of Another Person: N/A Item 7: Identification of Subsidiary: Not Applicable Item 8: Identification of Members of Group: Not Applicable Item 9: Notice of Dissolution of Group: Not Applicable Item 10: Certification: By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect. SIGNATURE After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct as of December 31, 2013. Date: 02/13/14 Signature: /s/Jeff S. Cardon Name/Title: Jeff S. Cardon/CEO