



DIVISION OF
CORPORATION FINANCE

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

July 27, 2010

Via U.S. Mail and Facsimile at (312) 676-6862

Eric D. Belcher
Chief Executive Officer and President
Innerworkings, Inc.
600 West Chicago Avenue, Suite 850
Chicago, IL 60654

Re: Innerworkings, Inc.
Form 10-K for Fiscal Year Ended December 31, 2009
Filed March 9, 2010
File No. 000-52170
Definitive Proxy Statement on Schedule 14A
Filed April 30, 2010
File No. 000-52170

Dear Mr. Belcher:

We have completed our review of your filings and do not have any further comments at this time.

Sincerely,

John Stickel
Attorney-Advisor