

Hodgkins Charles
Form 3
December 18, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Hodgkins Charles		(Month/Day/Year)	INNERWORKINGS INC [INWK]	
(Last)	(First)	(Middle)	12/06/2017	
C/O INNERWORKINGS, INC., Â 600 WEST CHICAGO AVENUE SUITE 850			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)			(Check all applicable)	
CHICAGO, Â IL Â 60654			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below) (specify below)	
			SVP & Interim CFO	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	13,194	D	Â

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
--	--	---	---	---	---

Edgar Filing: Hodgkins Charles - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â <u>(1)</u>	03/10/2020	Common Stock	35,212	\$ 5.4	D	Â
Stock Option (right to buy)	Â <u>(2)</u>	06/23/2021	Common Stock	4,750	\$ 8.24	D	Â
Stock Option (right to buy)	Â <u>(3)</u>	09/14/2022	Common Stock	3,328	\$ 12.24	D	Â
Stock Option (right to buy)	Â <u>(4)</u>	06/13/2024	Common Stock	4,754	\$ 7.18	D	Â
Stock Option (right to buy)	Â <u>(5)</u>	06/03/2025	Common Stock	7,576	\$ 6.68	D	Â
Stock Option (right to buy)	Â <u>(6)</u>	06/06/2026	Common Stock	8,920	\$ 8.45	D	Â
Stock Option (right to buy)	Â <u>(7)</u>	06/01/2027	Common Stock	6,081	\$ 11.1	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hodgkins Charles C/O INNERWORKINGS, INC. 600 WEST CHICAGO AVENUE SUITE 850 CHICAGO, IL 60654	Â	Â	Â SVP & Interim CFO	Â

Signatures

Ronald Provenzano, by Power of Attorney 12/18/2017

 **Signature of Reporting Person

 Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) These options became fully vested on March 10, 2014.
- (2) These options became fully vested on June 23, 2015.
- (3) These options became fully vested on September 14, 2016.
- (4) These options vest and become exercisable in four equal annual installments beginning on June 13, 2015; 3,565 of these options have vested as of the date of this filing.
- (5) These options vest and become exercisable in four equal annual installments beginning on June 3, 2016; 3,788 of these options have vested as of the date of this filing.
- (6) These options vest and become exercisable in four equal annual installments beginning on June 6, 2017; 2,230 of these options have vested as of the date of this filing.

Edgar Filing: Hodgkins Charles - Form 3

(7) These options vest and become exercisable in four equal annual installments beginning on June 1, 2018.

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.