

UNITED STATES SECURITIES AND EXCHANGE
COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES

OMB APPROVAL

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Estimated average burden
hours per response: 0.5Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Woodhams Mark</u> (Last) (First) (Middle) 21300 VICTORY BLVD., 12TH FLOOR (Street) WOODLAND CA 91367 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 01/01/2021	3. Issuer Name and Ticker or Trading Symbol <u>BLACKLINE, INC. [BL]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Chief Revenue Officer	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person 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	28,569 ⁽¹⁾	D	
Common Stock	9,079 ⁽²⁾	D	
Common Stock	17,540 ⁽³⁾	D	

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 Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option (right to buy)	(4)	08/07/2028	Common Stock	135,760	49.04	D	
Stock Option (right to buy)	(5)	05/15/2029	Common Stock	33,900	48.65	D	
Stock Option (right to buy)	(6)	04/15/2030	Common Stock	38,160	57.11	D	

Explanation of Responses:

- Each share is represented by a restricted stock unit ("RSU"). 25% of the RSUs vested on August 20, 2019 and 1/16th of the RSUs will vest every three months thereafter, subject to the Reporting Person's continued service through the applicable vesting date.
- Each share is represented by a restricted stock unit ("RSU"). 25% of the RSUs vested on February 20, 2020 and 1/16th of the RSUs will vest every three months thereafter, subject to the Reporting Person's continued service through the applicable vesting date.
- Each share is represented by a restricted stock unit ("RSU"). 25% of the RSUs will vest on February 20, 2021 and 1/16th of the RSUs will vest every three months thereafter, subject to the Reporting Person's continued service through the applicable vesting date.
- 25% of the options vested on August 20, 2019 and 1/16th of the remaining shares subject to the option will vest every three months thereafter, subject to the Reporting Person's continued service through the applicable vesting date.
- 25% of the options vested on February 20, 2020 and 1/16th of the remaining shares subject to the option will vest every three months thereafter, subject to the Reporting Person's continued service through the applicable vesting date.
- 25% of the options will vest on May 20, 2021 and 1/16th of the remaining shares subject to the option will vest every three months thereafter, subject to the Reporting Person's continued service through the applicable vesting date.

Remarks:

/s/ Karole Morgan-Prager, 01/07/2021
Attorney-in-Fact** Signature of Reporting
Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.

LIMITED POWER OF ATTORNEY - SECURITIES LAW COMPLIANCE

The undersigned, as an officer or director of BlackLine, Inc. (the "Corporation"), hereby constitutes and appoints Karole Morgan-Prager and Michael Rauch, each the undersigned's true and lawful attorney-in-fact and agent to complete and execute such Forms 144, Form ID, Forms 3, 4 and 5 and other forms as such attorney shall in his or her discretion determine to be required or advisable pursuant to Rule 144 promulgated under the Securities Act of 1933, as amended, Section 16 of the Securities Exchange Act of 1934, as amended, and the rules and regulations promulgated thereunder, or any successor laws and regulations, as a consequence of the undersigned's ownership, acquisition or disposition of securities of the Corporation, and to do all acts necessary in order to file such forms with the Securities and Exchange Commission, any securities exchange or national association, the Corporation and such other person or agency as the attorney shall deem appropriate.

The undersigned hereby ratifies and confirms all that said attorneys-in-fact and agents shall do or cause to be done by virtue hereof. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934 (as amended).

This Limited Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Corporation unless earlier revoked by the undersigned in a writing delivered to the foregoing attorneys-in-fact.

This Limited Power of Attorney is executed as of the date set forth below.

Signature:	/s/ Mark Woodhams

Name:	Mark Woodhams

Dated:	January 4, 2021
