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

	FORM 8-K	
	CURRENT REPORT	
	Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934	
Date of	Report (Date of earliest event reported): Augus	
	BLACKLINE, INC. (Exact name of registrant as specified in its charter	r)
<b>Delaware</b> (State or Other Jurisdiction of Incorporation)	<b>001-37924</b> (Commission File Number)	<b>46-3354276</b> (I.R.S. Employer Identification No.)
	21300 Victory Boulevard, 12th Floor Woodland Hills, California 91367 (Address of Principal Executive Offices) (Zip Code	e)
	(818) 223-9008 (Registrant's telephone number, including area cod	e)
(For	<b>Not Applicable</b> mer name or former address, if changed since last r	report)
Check the appropriate box below if the Form 8-K fi following provisions:	ling is intended to simultaneously satisfy the filing	obligation of the registrant under any of the
<ul> <li>□ Written communications pursuant to Rule 425</li> <li>□ Soliciting material pursuant to Rule 14a-12 und</li> <li>□ Pre-commencement communications pursuant</li> </ul>		
Securities registered pursuant to Section $12(b)$ of the	e Act:	
Title of each class  Common Stock, par value \$0.01 per share	Trading Symbol(s)	Name of each exchange on which registered
Indicate by check mark whether the registrant is an chapter) or Rule 12b-2 of the Securities Exchange	emerging growth company as defined in Rule 405	NASDAQ Global Select Market of the Securities Act of 1933 (§230.405 of this
Emerging growth company □	(5240.120-2 of this chapter).	
If an emerging growth company, indicate by check	mark if the registrant has elected not to use the exte	ended transition period for complying with any new
or revised financial accounting standards provided p		inded transition period for complying with any new

## Item 2.02. Results of Operations and Financial Condition.

On August 4, 2022, the Registrant issued a press release, a copy of which is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

### Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

**Exhibit Number Description** 

99.1 Press Release dated August 4, 2022

104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

### **SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

BLACKLINE, INC.

Date: August 4, 2022 By: /s/ Mark Partin

Mark Partin

Chief Financial Officer

### **BlackLine Announces Second Quarter Financial Results**

LOS ANGELES, Aug. 04, 2022 (GLOBE NEWSWIRE) -- <u>BlackLine, Inc.</u> (Nasdaq: BL), today announced financial results for the second quarter ended June 30, 2022.

"This was a solid quarter for BlackLine, as we delivered strong revenue growth combined with overall operating efficiency and profitability," said Marc Huffman, CEO of BlackLine. "Demand for solutions that drive back-office digital transformation remains healthy as businesses globally continue to seek out solutions to improve resiliency, reduce complexity and enhance efficiency in their finance and accounting operations. While uncertainty in the macroeconomic environment persists, BlackLine remains focused on driving long-term, sustainable growth."

#### **Second Quarter 2022 Financial Highlights**

- Total GAAP revenues of \$128.5 million for the second quarter of 2022, an increase of 26% compared to the second quarter of 2021.
- GAAP net loss attributable to BlackLine of \$10.7 million, or \$0.18 per share, on 59.4 million weighted average shares outstanding, which compares to a GAAP net loss attributable to BlackLine of \$25.4 million in the second quarter of 2021.
- Non-GAAP net income attributable to BlackLine of \$5.0 million or \$0.07 per share, on 73.1 million diluted weighted average shares outstanding. This compares with non-GAAP net income attributable to BlackLine of \$9.6 million in the second quarter of 2021.
- Operating cash flow of \$5.9 million, compared to \$12.4 million in the second quarter of 2021.
- Free cash flow of \$(5.1) million, compared to \$8.0 million in the second quarter of 2021.

# **Second Quarter Key Metrics and Recent Business Highlights**

- Added 106 net new customers in the second quarter for a total of 4,003 customers at June 30, 2022.
- Expanded the company's user base to 347,932 at June 30, 2022.
- Achieved a dollar-based net revenue retention rate of 110% at June 30, 2022.
- Won TrustRadius Top Rated 2022 Awards for Accounting, Financial Close and Accounts Receivable Automation.
- Recognized as a 'Top 100 Software Companies for 2022' by The Software Report.

The financial results included in this press release are preliminary and pending final review. Financial results will not be final until BlackLine files its Quarterly Report on Form 10-Q for the period. Information about BlackLine's use of non-GAAP financial measures is provided below under "Use of Non-GAAP Financial Measures."

#### **Financial Outlook**

### **Third Quarter 2022**

- Total GAAP revenue is expected to be in the range of \$133 million to \$135 million.
- Non-GAAP net income attributable to BlackLine is expected to be in the range of \$6 million to \$7 million, or \$0.08 to \$0.10 per share on 73.2 million diluted weighted average shares outstanding.

### Full Year 2022

- Total GAAP revenue is expected to be in the range of \$524 million to \$528 million.
- Non-GAAP net income attributable to BlackLine is expected to be in the range of \$18 million to \$20 million, or \$0.25 to \$0.27 per share on 73 million diluted weighted average shares outstanding.

Guidance for non-GAAP net income attributable to BlackLine and non-GAAP net income attributable to BlackLine per share does not include the impact of the provision for (benefit from) income taxes related to acquisitions, amortization of acquired intangible assets, stock-based compensation, the amortization of debt discount and issuance costs, the change in fair value of contingent consideration, transaction-related costs, the adjustment to the value of the redeemable non-controlling interest to the redeemption amount, and the loss on extinguishment of convertible senior notes. Reconciliations of non-GAAP net income attributable to BlackLine per share guidance to the most directly comparable U.S. GAAP measures, or net income (loss) attributable to BlackLine and net income (loss) attributable to BlackLine per share, are not available on a forward-looking basis without unreasonable efforts due to the unpredictability and complexity of the charges excluded from non-GAAP net income attributable to BlackLine and non-GAAP net income attributable to BlackLine per share. The company expects the variability of the above changes could have a significant, and potentially unpredictable, impact on its future GAAP net income (loss) attributable to BlackLine and net income (loss) attributable to BlackLine per share.

# **Quarterly Conference Call**

BlackLine, Inc. will hold a conference call to discuss its second quarter results at 2:00 p.m. Pacific time on Thursday, August 4, 2022. A live audio webcast will be accessible on BlackLine's investor relations website at https://investors.blackline.com. Participants can pre-register for the conference call. A replay of the webcast will be available at https://investors.blackline.com for 12 months. BlackLine has used, and intends to continue to use, its Investor Relations website as a means of disclosing material non-public information and for complying with its disclosure obligations under Regulation FD.

#### About BlackLine

Companies come to BlackLine, Inc. (Nasdaq: BL) because their traditional manual accounting processes are not sustainable. BlackLine's cloud-based financial operations management platform and market-leading customer service help companies move to modern accounting by unifying their data and processes, automating repetitive work, and driving accountability through visibility. BlackLine provides solutions to manage and automate financial close, accounts receivable and intercompany accounting processes, helping large enterprises and midsize companies across all industries do accounting work better, faster and with more control.

More than 4,000 customers trust BlackLine to help them close faster with complete and accurate results. The company is the pioneer of the cloud financial close market and recognized as the leader by customers at leading end-user review sites including Gartner Peer Insights, G2 and TrustRadius. BlackLine is a global company with operations in major business centers around the world including Los Angeles, New York, the San Francisco Bay area, London, Paris, Frankfurt, Tokyo, Singapore and Sydney.

For more information, please visit blackline.com.

#### **Forward-looking Statements**

This release and the conference call referenced above contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. In some cases, you can identify forward-looking statements by terminology such as "may," "will," "should," "could," "expect," "plan," "anticipate," "believe," "estimate," "predict," "intend," "potential," "would," "continue," "ongoing" or the negative of these terms or other comparable terminology. Forward-looking statements in this release and quarterly conference call include, but are not limited to, statements regarding BlackLine's future financial and operational performance, including, without limitation, GAAP and non-GAAP guidance for the third quarter and full year of 2022, our expectations for our business, including the demand environment, BlackLine's addressable market, market position and pipeline, our international growth, our relationships with our customers and partners, including opportunities to expand those relationships, and our expectations regarding our acquisition of FourQ Systems, including the market opportunity and FourQ Systems' contribution to our business and financial results.

Any forward-looking statements contained in this press release or the quarterly conference call are based upon BlackLine's historical performance and its current plans, estimates and expectations and are not a representation that such plans, estimates, or expectations will be achieved. Forward-looking statements are based on information available at the time those statements are made and/or management's good faith beliefs and assumptions as of that time with respect to future events, and are subject to risks and uncertainties. If any of these risks or uncertainties materialize or if any assumptions prove incorrect, actual performance or results may differ materially from those expressed in or suggested by the forward looking statements. These risks and uncertainties include, but are not limited to risks related to the company's ability to attract new customers and expand sales to existing customers: the extent to which customers renew their subscription agreements or increase the number of users: the company's ability to manage growth and scale effectively, including additional headcount and entry into new geographies; the company's ability to provide successful enhancements, new features and modifications to its software solutions; the company's ability to develop new products and software solutions and the success of any new product and service introductions; the success of the company's strategic relationships with technology vendors and business process outsourcers, channel partners and alliance partners; any breaches of the company's security measures; a disruption in the company's hosting network infrastructure; costs and reputational harm that could result from defects in the company's solution; the loss of any key employees; the impact of the COVID-19 pandemic and related measures taken by governments and private industry; continued strong demand for the company's software in the United States, Europe, Asia Pacific and Latin America; the company's ability to compete as the financial close management provider for organizations of all sizes; the timing and success of solutions offered by competitors: changes in the proportion of the company's customer base that is comprised of enterprise or mid-sized organizations; the company's ability to expand its enterprise and mid-market sales teams and effectively manage its sales forces and their performance and productivity; fluctuations in our financial results due to long and increasingly variable sales cycles, failure to protect the company's intellectual property; the company's ability to integrate acquired businesses and technologies successfully or achieve the expected benefits of such transactions; unpredictable and uncertain macro and regional economic conditions; seasonality; changes in current tax or accounting rules; cyber attacks and the risk that the company's security measures may not be sufficient to secure its customer or confidential data adequately; acts of terrorism or other vandalism, war or natural disasters including the effects of climate change; the impact of any determination of deficiencies or weaknesses in our internal controls and processes; and other risks and uncertainties described in the other filings we make with the Securities and Exchange Commission from time to time, including the risks described under the heading "Risk Factors" in our Annual Report on Form 10-K for the year ended December 31, 2021 filed with the Securities and Exchange Commission on February 25, 2022. Additional information will also be set forth in our Quarterly Report on Form 10-Q for the guarter ended June 30, 2022. Forward-looking statements should not be read as a guarantee of future performance or results, and you should not place undue reliance on such statements. Except as required by law, we do not undertake any obligation to publicly update or revise any forward-looking statement, whether as a result of new information, future developments or otherwise. All of the information in this press release is subject to completion of our quarterly review process.

#### **Use of Non-GAAP Financial Measures**

To supplement its consolidated financial statements, which are prepared and presented in accordance with U.S. generally accepted accounting principles, or GAAP, BlackLine has provided in this release and the quarterly conference call held on August 4, 2022 certain financial measures that have not been prepared in accordance with GAAP defined as "non-GAAP financial measures," which include (i) non-GAAP gross profit and non-GAAP gross margin, (ii) non-GAAP operating expenses, (iii) non-GAAP income (loss) from operations, (iv) non-GAAP net income (loss) attributable to BlackLine, Inc. (v) diluted non-GAAP net income (loss) attributable to BlackLine, Inc. per share, and (v) free cash flow.

BlackLine's management uses these non-GAAP financial measures internally in analyzing its financial results and believes they are useful to investors, as a supplement to the corresponding GAAP measures, in evaluating BlackLine's ongoing operational performance and trends and in comparing its financial measures with other companies in the same industry, many of which present similar non-GAAP financial measures to help investors understand the operational performance of their businesses. However, it is important to note that the particular items BlackLine excludes from, or includes in, its non-GAAP financial measures may differ from the items excluded from, or included in, similar non-GAAP financial measures used by other companies in the same industry. Non-GAAP financial measures should not be considered in isolation from, or as a substitute for, financial information prepared in accordance with GAAP. Investors are encouraged to review the reconciliation of these non-GAAP measures to their most directly comparable GAAP financial measures. A reconciliation of the non-GAAP financial measures to such GAAP measures has been provided in the tables included as part of this press release

Non-GAAP Gross Profit and Non-GAAP Gross Margin. Non-GAAP gross profit is defined as GAAP revenues less GAAP cost of revenue adjusted for the amortization of acquired developed technology, transaction-related costs (including, but not limited to, accounting, legal, and advisory fees related to the transaction, as well as transaction-related retention bonuses) and stock-based compensation. Non-GAAP gross margin is defined as non-GAAP gross profit divided by GAAP revenues. BlackLine believes that presenting non-GAAP gross margin is useful to investors as it eliminates the impact of certain non-cash expenses and allows a direct comparison of gross margin between periods.

Non-GAAP Operating Expenses. Non-GAAP operating expenses include (a) non-GAAP sales and marketing expense, (b) non-GAAP research and development expense and (c) non-GAAP general and administrative expense. Non-GAAP sales and marketing expense is defined as GAAP sales and marketing expense adjusted for the amortization of intangible assets and stock-based compensation. Non-GAAP research and development expense is defined as GAAP research and development expense adjusted for stock-based compensation. Non-GAAP general and administrative expense is defined as GAAP general and administrative expense as adjusted for the amortization of intangible assets, stock-based compensation, the change in fair value of contingent consideration, and transaction-related costs. BlackLine believes that presenting each of the non-GAAP operating expenses is useful to investors as it eliminates the impact of certain cash and non-cash expenses and allows a direct comparison of operating expenses between periods.

*Non-GAAP Income (Loss) from Operations.* Non-GAAP income (loss) from operations is defined as GAAP income (loss) from operations adjusted for the amortization of intangible assets, stock-based compensation, the change in fair value of contingent consideration, and transaction-related costs. The company believes that presenting non-GAAP income (loss) from operations is useful to investors as it eliminates the impact of items that have been impacted by the company's acquisitions and other related costs in order to allow a direct comparison of loss from operations between all periods presented.

Non-GAAP Net Income (loss) attributable to BlackLine and Diluted Non-GAAP Net Income (loss) attributable to BlackLine, Inc. per share. Non-GAAP net income (loss) attributable to BlackLine is defined as GAAP net income (loss) attributable to BlackLine adjusted for the impact of the provision for (benefit from) income taxes related to acquisitions, amortization of intangible assets, stock-based compensation, the amortization of debt discount and issuance costs from our convertible notes, the change in the fair value of contingent consideration, transaction-related costs, legal settlement gains or costs, adjustment to the value of the redeemable non-controlling interest to the redemption amount, and loss on extinguishment of convertible senior notes. Diluted non-GAAP net income attributable to BlackLine, Inc. per share includes the adjustment for shares resulting from the elimination of stock-based compensation. The Company believes that presenting non-GAAP net income (loss) attributable to BlackLine is useful to investors as it eliminates the impact of items that have been impacted by the company's acquisitions and other related costs in order to allow a direct comparison of net loss between all periods presented.

Free Cash Flow. Free cash flow is defined as cash flows provided by (used in) operating activities less cash flows used to purchase property and equipment, financed and otherwise, capitalized software development, and intangible assets. BlackLine believes that presenting free cash flow is useful to investors as it provides a measure of the company's liquidity used by management to evaluate the amount of cash generated by the company's business including the impact of purchases of property and equipment and cost of capitalized software development.

#### **Media Contact:**

Kimberly Uberti <u>kimberly.uberti@blackline.com</u>

Investor Relations Contact: Matt Humphries, CFA matt.humphries@blackline.com

**Use of Operating Metrics** 

BlackLine has provided in this release and the quarterly conference call held on August 4, 2022 certain operating metrics, including (i) number of customers, (ii) number of users and (iii) dollar-based net revenue retention rate, which BlackLine uses to evaluate its business, measure its performance, identify trends affecting its business, formulate financial projections and make strategic decisions. These operating metrics exclude the impact of certain Runbook licensed customers and users who are on perpetual license agreements and did not have an active subscription agreement with BlackLine as of June 30, 2022.

Dollar-based Net Revenue Retention Rate. Dollar-based net revenue retention rate is calculated as the implied monthly subscription and support revenue at the end of a period for the base set of customers from which the company generated subscription revenue in the year prior to the calculation, divided by the implied monthly subscription and support revenue one year prior to the date of calculation for that same customer base. This calculation does not reflect implied monthly subscription and support revenue for new customers added during the one-year period but does include the effect of customers who terminated during the period. Implied monthly subscription and support revenue is defined as the total amount of minimum subscription and support revenue contractually committed to, under each of BlackLine's customer agreements over the entire term of the agreement, divided by the number of months in the term of the agreement. BlackLine believes that dollar-based net revenue retention rate is an important metric to measure the long-term value of customer agreements and the company's ability to retain and grow its relationships with existing customers over time.

*Number of Customers*. A customer is defined as an entity with an active subscription agreement as of the measurement date. In situations where an organization has multiple subsidiaries or divisions, each entity that is invoiced as a separate entity is treated as a separate customer. In an instance where an existing customer requests its invoice be divided for the sole purpose of restructuring its internal billing arrangement without any incremental increase in revenue, such customer continues to be treated as a single customer. BlackLine believes that its ability to expand its customer base is an indicator of the company's market penetration and the growth of its business.

*Number of Users*. Historically, BlackLine's products were priced based on the number of users of its platform. Over time, the company has begun to sell an increasing number of non-user based products with fixed or transaction-based pricing. For this reason, we believe the growth in the number of total users is less correlated to the growth of the business overall.

# BlackLine, Inc. **Consolidated Balance Sheets** (in thousands) (unaudited)

		June 30, 2022	D	ecember 31, 2021						
ASSETS	<u></u>									
Current assets:										
Cash and cash equivalents	\$	208,454	\$	539,739						
Marketable securities		821,137		658,964						
Accounts receivable, net of allowances for credit losses		120,721		125,130						
Prepaid expenses and other current assets		21,210		23,855						
Total current assets		1,171,522		1,347,688						
Capitalized software development costs, net		28,115		23,547						
Property and equipment, net		19,804		16,321						
Intangible assets, net		101,227		36,195						
Goodwill		443,861		289,710						
Operating lease right-of-use assets		15,863		16,264						
Other assets		93,181		87,853						
Total assets	\$	1,873,573	\$	1,817,578						
LIABILITIES, REDEEMABLE NON-CONTROLLING INTEREST, AND STOCKHOLDERS' EQUITY										

Current liabilities:		
Accounts payable	\$ 14,521	\$ 7,471
Accrued expenses and other current liabilities	40,329	50,930
Deferred revenue, current	246,810	242,429
Finance lease liabilities, current	401	373
Operating lease liabilities, current	5,203	4,936
Contingent consideration, current	20,992	16,438
Total current liabilities	 328,256	322,577
Finance lease liabilities, noncurrent	623	824
Operating lease liabilities, noncurrent	11,074	13,248
Convertible senior notes, net	1,381,525	1,114,239
Contingent consideration, noncurrent	39,829	4,294
Deferred tax liabilities, net	5,540	8,175
Deferred revenue, noncurrent	418	362
Other long-term liabilities	3,490	124

Total liabilities	1,770,755	1,463,843
Commitments and contingencies		
Redeemable non-controlling interest	23,635	28,699
Stockholders' equity:		
Common stock	596	590
Additional paid-in capital	344,264	625,883
Accumulated other comprehensive income (loss)	(952)	298
Accumulated deficit	(264,725)	(301,735)
Total stockholders' equity	79,183	325,036
Total liabilities, redeemable non-controlling interest, and stockholders' equity	\$ 1,873,573	\$ 1,817,578

# BlackLine, Inc. Consolidated Statements of Operations (in thousands, except per share data) (unaudited)

**Quarter Ended** 

Six Months Ended

	Quarter Ended			SIX Months Ended					
	 Jun	e 30,	,	June 30,					
	 2022		2021		2022		2021		
Revenues									
Subscription and support	\$ 120,683	\$	95,170	\$	234,208	\$	186,825		
Professional services	 7,794		6,952		14,505		14,153		
Total revenues	 128,477		102,122		248,713		200,978		
Cost of revenues									
Subscription and support	25,795		17,167		49,951		32,592		
Professional services	 7,128		6,405		13,645		12,870		
Total cost of revenues	 32,923		23,572		63,596		45,462		
Gross profit	95,554		78,550		185,117		155,516		
Operating expenses									
Sales and marketing	66,000		49,182		126,027		97,611		
Research and development	27,902		18,795		53,150		37,768		
General and administrative	 14,345		20,245		43,997		48,514		
Total operating expenses	 108,247		88,222		223,174		183,893		
Loss from operations	(12,693)		(9,672)		(38,057)		(28,377)		
Other income (expense)									
Interest income	1,715		87		2,233		181		
Interest expense	 (1,457)		(15,668)		(2,904)		(30,472)		
Other income (expense), net	 258		(15,581)		(671)		(30,291)		
Loss before income taxes	(12,435)		(25,253)		(38,728)		(58,668)		
Provision for (benefit from) income taxes	 (464)		323		(13,326)		132		
Net loss	(11,971)		(25,576)		(25,402)		(58,800)		
Net loss attributable to non-controlling interest	(121)		(284)		(124)		(481)		
Adjustment attributable to non-controlling interest	 (1,185)		154		(4,602)		6,091		
Net loss attributable to BlackLine, Inc.	\$ (10,665)	\$	(25,446)	\$	(20,676)	\$	(64,410)		
Basic net loss per share attributable to BlackLine, Inc.	\$ (0.18)	\$	(0.44)	\$	(0.35)	\$	(1.11)		
Shares used to calculate basic net loss per share	 59,441		58,214		59,283		58,038		
Diluted net loss per share attributable to BlackLine, Inc.	\$ (0.18)	\$	(0.44)	\$	(0.35)	\$	(1.11)		
Shares used to calculate diluted net loss per share <sup>(1)</sup>	59,441		58,214		59,283		58,038		

<sup>&</sup>lt;sup>(1)</sup> Upon adoption of ASU 2020-06 on January 1, 2022, the Company prospectively utilized the if-converted method to calculate the impact of convertible instruments on diluted earnings per share. In accordance with the adoption of ASU 2020-06 and using the modified retrospective method, prior period amounts have not been adjusted. The effect of the convertible instruments is included in the calculation of earnings per share unless the result would be antidilutive.

BlackLine, Inc.
Consolidated Statements of Cash Flows
(in thousands)
(unaudited)

		Quarter Ended June 30,			Six Months Ended June 30,			
		2022		2021		2022		2021
Cash flows from operating activities								
Net loss attributable to BlackLine, Inc.	\$	(10,665)	\$	(25,446)	\$	(20,676)	\$	(64,410)
Net loss and adjustment attributable to redeemable non-								
controlling interest		(1,306)		(130)		(4,726)		5,610
Net loss		(11,971)		(25,576)		(25,402)		(58,800)
Adjustments to reconcile net loss to net cash provided by								_
operating activities:								
Depreciation and amortization		10,659		6,890		19,806		13,432
Change in fair value of contingent consideration		(14,042)		(782)		(15,858)		6,920
Amortization of debt discount and issuance costs		1,373		15,590		2,730		23,241
Stock-based compensation		20,609		17,065		36,511		31,859
Loss on extinguishment of convertible notes		_				_		7,012
Noncash lease expense		1,416		1,160		2,861		2,185
Accretion of purchase discounts/premiums on marketable		(650)		(D.E.)		( <b>5</b> .0.1)		(=0)
securities, net		(659)		(37)		(564)		(70)
Net foreign currency (gains) losses		(644)		110		(826)		443
Deferred income taxes		(273)		47		(14,429)		54
Provision for (benefit from) credit losses		53		(18)		81		(26)
Changes in operating assets and liabilities, net of impact of								
acquisition:		(2.200)		(11 211)		C 1CO		0.660
Accounts receivable		(3,290)		(11,311)		6,169		9,669
Prepaid expenses and other current assets		934		2,600		3,510		1,928
Other assets		(3,104)		(5,881)		(5,198)		(9,337)
Accounts payable		(2,428)		114		4,127		766
Accrued expenses and other current liabilities  Deferred revenue		2,430		435		(11,385)		(1,640)
		4,666		13,346		4,206		15,679
Operating lease liabilities		(2,666)		(1,364)		(4,106)		(2,422)
Lease incentive receipts		491				491		_
Other long-term liabilities		2,353		12.200		3,359		40.002
Net cash provided by operating activities		5,907		12,388		6,083		40,893
Cash flows from investing activities		(464 400)		(42.4.077)		(700 740)		(722.01.4)
Purchases of marketable securities	(	(464,199)		(424,877)		(799,749)		(733,814)
Proceeds from maturities of marketable securities		309,000		209,000		637,250		384,209
Capitalized software development costs		(5,109)		(3,542)		(9,766)		(7,563)
Purchases of property and equipment		(5,775)		(626)		(7,303)		(1,722)
Acquisition, net of cash acquired		(1.00.002)		(220.045)		(157,738)		(250,000)
Net cash used in investing activities		(166,083)		(220,045)		(337,306)		(358,890)
Cash flows from financing activities								
Proceeds from issuance of convertible senior notes, net of				(212)				1 120 704
issuance costs  Partial repurchase of convertible senior notes		_		(312)		_		1,128,794 (432,230)
Partial repurchase of convertible senior notes		_				<del></del>		` ,
Purchase of capped calls related to convertible senior notes Principal payments under finance lease obligations		(89)				(195)		(102,350)
Proceeds from exercises of stock options		1,031		2,899		2,420		5,050
Proceeds from employee stock purchase plan		4,466		5,197		2,420 4,466		5,197
Acquisition of common stock for tax withholding obligations		(1,815)		(4,802)		(6,002)		(9,936)
Financed purchases of property and equipment	•	(84)		(252)		(84)		(421)
		<u>`</u>				605		
Net cash provided by financing activities		3,509		2,730		005		594,104
Effect of foreign currency exchange rate changes on cash, cash equivalents, and restricted cash	1	(416)		6		(687)		(204)
Net increase (decrease) in cash, cash equivalents, and restricted	д	(410)				(007)		(204)
cash		(157,083)		(204,921)		(331,305)		275,903
Cash, cash equivalents, and restricted cash, beginning of	'	(_0.,000)		(=0.,021)		(551,500)		5,505
period		365,769		848,737		539,991		367,913
Cash, cash equivalents, and restricted cash, end of period	\$	208,686	\$	643,816	\$	208,686	\$	643,816
, cash equitation, and restricted cash, that of period	<u> </u>	,	<u> </u>	, , , , ,	-		-	

Reconciliation of cash, cash equivalents, and restricted cash to the consolidated balance sheets

Cash and cash equivalents at end of period	\$ 208,454	\$ 643,343	\$ 208,454	\$ 643,343
Restricted cash included within prepaid expenses and other				
current assets at end of period	_	208		208
Restricted cash included within other assets at end of period	232	265	232	265
Total cash, cash equivalents, and restricted cash at end of period shown in the consolidated statements of cash flows	\$ 208,686	\$ 643,816	\$ 208,686	\$ 643,816

# BlackLine, Inc. Reconciliations of Non-GAAP Financial Measures (in thousands, except percentages and per share data) (unaudited)

	(una	unaudited) Quarter Ended June 30,			Six Months Ended June 30,					
		2022	<u> </u>	2021		2022	2021			
Non-GAAP Gross Profit: Gross profit Amortization of acquired developed technology Stock-based compensation Transaction-related costs	\$	95,554 2,957 2,249 374	\$	78,550 670 2,227	\$	185,117 5,294 3,963 646	\$	155,516 1,335 3,977		
Total non-GAAP gross profit	\$	101,134	\$	81,447	\$	195,020	\$	160,828		
Gross margin Non-GAAP gross margin		74.4% 78.7%		76.9% 79.8%		74.4% 78.4%		77.4% 80.0%		
Non-GAAP Operating Income: Operating loss Amortization of intangible assets Stock-based compensation Change in fair value of contingent consideration Transaction-related costs Legal settlement costs Total non-GAAP operating income	\$	(12,693) 5,206 20,609 (14,042) 3,676 — 2,756	\$	(9,672) 2,907 17,065 (782) — — 9,518	\$	(38,057) 9,368 36,511 (15,858) 10,709 690 3,363	\$	(28,377) 5,800 31,859 6,920 — — — — 16,202		
Non-GAAP Net Income Attributable to BlackLine, Inc.:										
Net loss attributable to BlackLine, Inc. Provision for (benefit from) income taxes related to	\$	(10,665)	\$	(25,446)	\$	(20,676)	\$	(64,410)		
acquisitions		145		146		(12,991)		227		
Amortization of intangible assets		5,206		2,907		9,368		5,800		
Stock-based compensation		20,517		17,031		36,357		31,818		
Amortization of debt discount and issuance costs		1,373		15,590		2,730		23,241		
Change in fair value of contingent consideration		(14,042)		(782)		(15,858)		6,920		
Transaction-related costs		3,676		_		10,709				
Legal settlement costs						690				
Adjustment to redeemable non-controlling interest		(1,185)		154		(4,602)		6,091		
Loss on extinguishment of convertible senior notes								7,012		
Total non-GAAP net income attributable to BlackLine, Inc.	\$	5,025	\$	9,600	\$	5,727	\$	16,699		
Basic non-GAAP net income attributable to BlackLine,	<u> </u>	3,023	Ψ	3,000	Ψ	3,727	Ψ	10,033		
Inc. per share:										
Basic non-GAAP net income attributable to BlackLine, Inc. per share	\$	0.08	\$	0.16	\$	0.10	\$	0.29		
Shares used to calculate basic non-GAAP net income per	=		=		=		=			
share		59,441		58,214		59,283		58,038		
Diluted non-GAAP net income attributable to BlackLine, Inc. per share:										
Diluted non-GAAP net income attributable to BlackLine,	¢	0.07	¢	<u>0 15</u>	¢	0.08	¢	0.27		
Inc. per share Shares used to calculate diluted non-GAAP net income	\$		\$	0.15	<u>\$</u>		\$			
per share		73,093		62,165		72,648		62,511		

		Quarter Ended June 30,				Six Months Ended June 30,				
		2022		2021		2022		2021		
Non-GAAP Sales and Marketing Expense:					-			·		
Sales and marketing expense	\$	66,000	\$	49,182	\$	126,027	\$	97,611		
Amortization of intangible assets		(1,771)		(1,759)		(3,118)		(3,509)		
Stock-based compensation		(7,438)		(5,861)		(13,362)		(11,112)		
Transaction-related costs		(825)		_		(1,445)				
Total non-GAAP sales and marketing expense	\$	55,966	\$	41,562	\$	108,102	\$	82,990		
Non-GAAP Research and Development Expense:										
Research and development expense	\$	27,902	\$	18,795	\$	53,150	\$	37,768		
Stock-based compensation		(3,810)		(2,865)		(6,707)		(5,476)		
Transaction-related costs		(2,119)		_		(3,661)				
Total non-GAAP research and development expense	\$	21,973	\$	15,930	\$	42,782	\$	32,292		
Non-GAAP General and Administrative Expense:										
General and administrative expense	\$	14,345	\$	20,245	\$	43,997	\$	48,514		
Amortization of intangible assets		(478)		(478)		(956)		(956)		
Stock-based compensation		(7,112)		(6,112)		(12,479)		(11,294)		
Change in fair value of contingent consideration		14,042		782		15,858		(6,920)		
Transaction-related costs		(358)		_		(4,957)				
Legal settlement costs		_				(690)				
Total non-GAAP general and administrative expense	\$	20,439	\$	14,437	\$	40,773	\$	29,344		
Total Non-GAAP Operating Expenses	\$	98,378	\$	71,929	\$	191,657	\$	144,626		
Free Cash Flow										
Net cash provided by operating activities	\$	5,907	\$	12,388	\$	6,083	\$	40,893		
Capitalized software development costs	,	(5,109)	•	(3,542)	,	(9,766)	,	(7,563)		
Purchases of property and equipment		(5,775)		(626)		(7,303)		(1,722)		
Financed purchases of property and equipment		(84)		(252)		(84)		(421)		
Free cash flow	\$	(5,061)	\$	7,968	\$	(11,070)	\$	31,187		
		·			: ====	•				