FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT	OF CHANGES	IN BENEFICIAL
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l	OMB APPROVAL									
ľ	OMB Number:	3235-0287								
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**OWNERSHIP** 

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed 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* PRAGER MORGAN KAROLE						2. Issuer Name and Ticker or Trading Symbol BLACKLINE, INC. [ BL ]									tionship of Reporting Pe all applicable) Director Officer (give title below) Chief Legal and Ad		10% Ov Other (s	/ner
	Last) (First) (Middle) 1300 VICTORY BLVD 2TH FLOOR					3. Date of Earliest Transaction (Month/Day/Year) 08/08/2019											below) dministrative	
(Street) WOODL HILLS	AND C	CA CA	91367		4.									e) <mark>X</mark> Form	filed by One	e Repo	(Check Ap orting Person One Repor	n
(City)	(\$	State)	(Zip)															
		Tak	ole I - N	Non-Der	ivativ	e Sec	curit	ties Ac	quire	d, D	isposed o	f, or Be	eneficial	ly Owne	t			
Date			2. Transac Date (Month/Da		Execu		Deemed cution Date, y nth/Day/Year)		ction nstr.	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and				ies cially Following	Forn (D) o	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
							Code	v	Amount	(A) or (D)	Price	Report Transa (Instr. 3						
Common Stock 08/08/20				2019	.9		<b>M</b> <sup>(1)</sup>		10,000	A	\$14.5	34	4,053		D			
Common Stock 08/08/201			2019	19		S <sup>(1)</sup>		10,000	D	\$54.7634	.(2) 24	4,053		D				
		-	Table I								posed of, , convertil			Owned				
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security		3A. Deemed Execution Date, if any (Month/Day/Year)		4. Transaction Code (Instr. 8)				6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactie (Instr. 4)	e S Illy	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership ct (Instr. 4)	
					Code	v	(A)	(D)	Date Exercis	sable	Expiration Date	Title	Amount or Number of Shares					
Stock Option (right to buy)	\$14.5	08/08/2019			M <sup>(1)</sup>			10,000	(3)	)	05/29/2025	Commor Stock	10,000	\$0.00	90,000	0	D	

## **Explanation of Responses:**

- 1. The sale transaction reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on May 23, 2019.
- 2. The sale price represents the weighted-average price of shares sold ranging from \$54.11 to \$54.90 per share. Upon request by the Commission staff, the Issuer or a security holder of the Issuer, the Reporting Person will provide full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.
- 3. The shares subject to the option vest in 4 equal, annual installments beginning on the one year anniversary of May 30, 2015.

## Remarks:

/s/ Karole Morgan-Prager, attorney-in-fact

08/12/2019

\*\* 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 4 (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.