

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person* <u>Morgan-Prager Karole</u>			2. Issuer Name and Ticker or Trading Symbol <u>BLACKLINE, INC. [BL]</u>			5. 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 LEGAL AND ADMINISTRATIVE		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/08/2024			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		
21300 VICTORY BLVD., 12TH FLOOR			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) WOODLAND HILLS CA 91367								
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/08/2024		M ⁽¹⁾		6,351	A	\$14	120,216	D	
Common Stock	11/08/2024		M ⁽¹⁾		6,351	A	\$14	126,567	D	
Common Stock	11/08/2024		M ⁽¹⁾		37,479	A	\$14	164,046	D	
Common Stock	11/08/2024		S ⁽¹⁾		47,200	D	\$60.46 ⁽²⁾	116,846	D	
Common Stock	11/08/2024		S ⁽¹⁾		2,981	D	\$61.07 ⁽³⁾	113,865	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option (Right to Buy)	\$14	11/08/2024		M ⁽¹⁾			6,351	(4)	10/16/2026	Common Stock	6,351	\$0	43,830	D	
Stock Option (Right to Buy)	\$14	11/08/2024		M ⁽¹⁾			6,351	(4)	10/16/2026	Common Stock	6,351	\$0	37,479	D	
Stock Option (Right to Buy)	\$14	11/08/2024		M ⁽¹⁾			37,479	(4)	10/16/2026	Common Stock	37,479	\$0	0	D	

Explanation of Responses:

- The transaction reported on this Form 4 was effectuated pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 8, 2024.
- The sale price represents the weighted average price of shares sold ranging from \$60.00 to \$60.99 per share, and is rounded to the nearest tenth of a cent. Upon request by the Securities and Exchange 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.
- The sale price represents the weighted average price of shares sold ranging from \$61.00 to \$61.18 per share, and is rounded to the nearest tenth of a cent. Upon request by the Securities and Exchange 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.
- The options became exercisable based on the following vesting schedule: The shares subject to the option vested in 4 equal, annual installments beginning on the one-year anniversary of the grant date, subject to the reporting person's continued service through each applicable vesting date.

/s/ Karole Morgan-Prager

11/12/2024

** 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.

