

**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)
September 20, 2024**

BLACKLINE, INC.
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-37924
(Commission
File Number)

46-3354276
(I.R.S. Employer
Identification Number)

**21300 Victory Boulevard, 12th Floor
Woodland Hills, California 91367**
(Address of principal executive offices, including zip code)

(818) 223-9008
(Registrant's telephone number, including area code)

Not Applicable
(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.01, par value	BL	The Nasdaq Global Select Market

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On September 20, 2024, the Board of Directors (the “Board”) of BlackLine, Inc. (the “Company”) appointed David Henshall to serve as a member of the Board, with a term beginning on September 23, 2024. Mr. Henshall will serve in the class of directors whose term expires at the Company’s annual meeting of stockholders to be held in 2026. Mr. Henshall will also join the Compensation Committee of the Board (the “Compensation Committee”).

Mr. Henshall served as President and Chief Executive Officer and as a member of the board of directors of Citrix Systems, Inc., or Citrix, from July 2017 to October 2021. Citrix is a multinational provider of cloud computing and virtualization technology. Prior to this role, he served in various other roles at Citrix, including Chief Financial Officer and Chief Operating Officer, among others, between 2003 and 2017. Prior to joining Citrix, he served as Chief Financial Officer of Rational Software Corporation, a software company acquired by IBM Corporation in 2003. Mr. Henshall currently serves on the board of directors at Aspen Technology, a global asset management software company, HashiCorp, Inc., a software company, and Feedzai, Inc., a financial risk platform, and previously served on the board of directors of Everbridge, Inc., a global software company, and New Relic, Inc., a digital intelligence company. Mr. Henshall holds a B.S. in Business Administration from the University of Arizona and an M.B.A. from Santa Clara University.

In accordance with the Company’s amended and restated Outside Director Compensation Policy, the terms of which are described in the Company’s proxy statement for its 2024 annual meeting of stockholders, Mr. Henshall is entitled to cash and equity compensation for his service on the Board and the Compensation Committee. Mr. Henshall will also enter into BlackLine’s standard form of indemnification agreement, which has been previously filed with the Securities and Exchange Commission.

There are no family relationships between Mr. Henshall and any director or executive officer of the Company, and Mr. Henshall has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibit Number</u>	<u>Description</u>
99.1	Press Release issued by BlackLine, Inc., dated September 24, 2024.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

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: September 24, 2024

By: /s/ Karole Morgan-Prager
Karole Morgan-Prager
Chief Legal and Administrative Officer

David Henshall Joins BlackLine Board of Directors

Henshall brings significant experience in enterprise software and possesses unmatched expertise in finance, strategy, and technology development

LOS ANGELES, CA, September 24, 2024 – BlackLine (NASDAQ: BL), the future-ready platform for the Office of the CFO, today announced the appointment of David Henshall to its Board of Directors.

Henshall brings a wealth of business experience and deep financial expertise, with a proven track record advising companies on strategies to enhance operations and financial performance. He spent nearly 20 years in various executive roles at Citrix, most recently as President and Chief Executive Officer. During his tenure, he played a critical role in accelerating Citrix’s cloud transition and enhancing the company’s operational performance. Prior to his role as CEO, he served as Chief Operating Officer and Chief Financial Officer.

“We are thrilled to welcome David, a proven software leader, to our Board of Directors,” said Owen Ryan, Co-CEO and Chairman of BlackLine. “David possesses one-of-a-kind executive experience leading a reputable business in the enterprise software space. His experience advancing technology companies aligns perfectly with our vision and operating model, and his skill set will further support our continued development of financial and operational strategies, helping BlackLine achieve its long-term potential. This appointment reflects our commitment to strong corporate governance and delivering value to our shareholders.”

Co-CEO and Founder Therese Tucker added, “I look forward to collaborating with David as we continue to execute our strategic initiatives. At BlackLine, we are constantly innovating to harness the full power of our platform, delivering future-ready financial operations that are accurate, efficient, and intelligent. David’s leadership qualities and valuable insights gained from his proven track record and other board experiences will add to the strength of our Board of Directors and aid us in continuing to create measurable value for our customers, investors, and other stakeholders.”

Henshall commented, “I am honored to join BlackLine’s Board of Directors. BlackLine is uniquely positioned in the market with unmatched domain expertise and a comprehensive platform that empowers the office of the CFO. I look forward to working with this innovative and visionary team to drive continued growth and success.”

About David Henshall

David Henshall most recently served as President & CEO of Citrix Systems, a leading multinational provider of cloud computing and virtualization technology, where he held executive roles for the past nearly twenty years. Prior to his role as President, CEO, and Director of Citrix, Henshall served as Chief Operating Officer and Chief Financial Officer, overseeing the company's worldwide finance, operations, and administration organizations. Before joining Citrix, he served as Chief Financial Officer of Rational Software Corporation, a software company acquired by IBM Corporation.

An experienced public company board director, Henshall also actively serves as a member of the boards of directors of HashiCorp, Inc., Aspen Technology, Inc., and Feedzai, Inc., and was formerly the Chairman of the board of directors of Everbridge, Inc., and a director of New Relic, Inc. and LogMeIn, Inc.

About BlackLine

BlackLine (Nasdaq: BL), the future-ready platform for the Office of the CFO, drives digital finance transformation by empowering organizations with accurate, efficient, and intelligent financial operations.

BlackLine's comprehensive platform addresses mission-critical processes, including record-to-report and invoice-to-cash, enabling unified and accurate data, streamlined and optimized processes, and real-time insight through visibility, automation, and AI. BlackLine's proven, collaborative approach ensures continuous transformation, delivering immediate impact and sustained value. With a proven track record of innovation, industry-leading R&D investment, and world-class security practices, more than 4,400 customers across multiple industries partner with BlackLine to lead their organizations into the future.

For more information, please visit blackline.com.

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BlackLine Forward-looking Statements

This release may 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 include statements regarding our growth plans, strategies and opportunities.

Any forward-looking statements contained in this press release are based upon BlackLine's 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 execute on its strategies, attract new customers, enter new geographies and develop, release and sell new features and solutions; 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. Additional information will also be set forth in our Quarterly Reports on Form 10-Q.

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.