1. Name and Address of Reporting Person
SMITH GRAHAM
C/O BLACKLINE, INC.
21300 VICTORY BLVD., 12TH FLOOR
WOODLAND HILLS, CA 91367

2. Issuer Name and Ticker or Trading Symbol
BLACKLINE, INC. [BL]

3. Date of Earliest Transaction (Month/Day/Year)
11/04/2020

4. If Amendment, Date of Original Filed (Month/Day/Year)
None

5. Relationship of Reporting Person(s) to Issuer
Director 10% Owner
Officer (give title below) Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
X Form filed by One Reporting Person
Form filed by More Than One Reporting Person

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

<table>
<thead>
<tr>
<th>1. Title of Security (Instr. 3)</th>
<th>2. Transaction Date (Month/Day/Year)</th>
<th>3. Deemed Execution Date, if any (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Securities Acquired (A) or Disposed Of (B) (Instr. 3, 4 and 5)</th>
<th>6. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)</th>
<th>7. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>8. Ownership Percent (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>S</td>
<td>681 D</td>
<td>$103.4715(1)</td>
<td>13,678 D</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>S</td>
<td>400 D</td>
<td>$104.6476(1)</td>
<td>13,278 D</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>S</td>
<td>664 D</td>
<td>$105.6352(1)</td>
<td>12,614 D</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>S</td>
<td>42 D</td>
<td>$106.8697(1)</td>
<td>12,172 D</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>S</td>
<td>1,154 D</td>
<td>$108.659(1)</td>
<td>11,018 D</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>S</td>
<td>1,390 D</td>
<td>$109.9998(1)</td>
<td>9,628 D</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>S</td>
<td>769 D</td>
<td>$110.7473(1)</td>
<td>8,859 D</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>M</td>
<td>2,500 A</td>
<td>$14.5</td>
<td>11,359 D</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>S</td>
<td>308 D</td>
<td>$103.3178(1)</td>
<td>11,015 D</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>S</td>
<td>134 D</td>
<td>$104.2481(1)</td>
<td>10,917 D</td>
<td>D</td>
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<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>S</td>
<td>443 D</td>
<td>$105.9904(1)</td>
<td>10,474 D</td>
<td>D</td>
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<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>S</td>
<td>140 D</td>
<td>$107.22</td>
<td>10,334 D</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>S</td>
<td>569 D</td>
<td>$108.8084(1)</td>
<td>9,765 D</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>S</td>
<td>803 D</td>
<td>$110.173(1)</td>
<td>8,962 D</td>
<td>D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>11/04/2020</td>
<td></td>
<td>S</td>
<td>103 D</td>
<td>$110.9752(1)</td>
<td>8,859 D</td>
<td>D</td>
</tr>
</tbody>
</table>

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

<table>
<thead>
<tr>
<th>1. Title of Derivative Security (Instr. 3)</th>
<th>2. Conversion or Exercise Price of Derivative Security</th>
<th>3. Transaction Date (Month/Day/Year)</th>
<th>4. Transaction Code (Instr. 8)</th>
<th>5. Number of Derivative Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)</th>
<th>6. Date Exercisable and Expiration Date (Month/Day/Year)</th>
<th>7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)</th>
<th>8. Price of Derivative Security (Instr. 5)</th>
<th>9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)</th>
<th>10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>11. Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Stock Option (right to buy)</td>
<td>$14.5</td>
<td>11/04/2020</td>
<td>M</td>
<td>2,500(1)</td>
<td>05/19/2025</td>
<td>Common Stock</td>
<td>$0.00</td>
<td>72,500 D</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

### 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 February 28, 2020.

2. The sale price represents the weighted-average price of shares sold ranging from $109.27 to $110.60 per share. 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.

3. The sale price represents the weighted-average price of shares sold ranging from $104.50 to $105.00 per share. 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.

4. The sale price represents the weighted-average price of shares sold ranging from $109.25 to $110.75 per share. 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.

5. The sale price represents the weighted-average price of shares sold ranging from $106.34 to $106.90 per share. 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.

6. The sale price represents the weighted-average price of shares sold ranging from $105.75 to $106.25 per share. 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.

7. The sale price represents the weighted-average price of shares sold ranging from $109.57 to $110.56 per share. 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.

8. The sale price represents the weighted-average price of shares sold ranging from $108.34 to $108.90 per share. 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.

9. The sale price represents the weighted-average price of shares sold ranging from $107.95 to $108.45 per share. 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.
8. The sale price represents the weighted-average price of shares sold ranging from $110.585 to $110.86 per share. 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.

9. The sale price represents the weighted-average price of shares sold ranging from $102.92 to $103.68 per share. 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.

10. The sale price represents the weighted-average price of shares sold ranging from $104.08 to $104.35 per share. 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.

11. The sale price represents the weighted-average price of shares sold ranging from $105.67 to $106.49 per share. 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.

12. The sale price represents the weighted-average price of shares sold ranging from $108.35 to $109.27 per share. 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.

13. The sale price represents the weighted-average price of shares sold ranging from $109.76 to $110.69 per share. 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.

14. The sale price represents the weighted-average price of shares sold ranging from $110.95 to $111.00 per share. 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.

15. The original option was granted for 100,000 shares and has been partially exercised. The shares subject to the original option vest in 4 equal, annual installments beginning on the one year anniversary of May 20, 2015.

Remarks:

/s/ Karole Morgan-Prager,  
Attorney-in-Fact  
11/05/2020  
** 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).


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.