

OMB APPROVAL	
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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

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

1. Name and Address of Reporting Person SMITH GRAHAM (Last) (First) (Middle) C/O BLACKLINE, INC. 21300 VICTORY BLVD., 12TH FLOOR (Street) WOODLAND CA 91367 HILLS (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol BLACKLINE, INC. [BL]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 11/04/2020	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

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	11/04/2020		S ⁽¹⁾		681	D	\$103.4715 ⁽²⁾	13,678	D	
Common Stock	11/04/2020		S ⁽¹⁾		400	D	\$104.6476 ⁽³⁾	13,278	D	
Common Stock	11/04/2020		S ⁽¹⁾		664	D	\$105.6352 ⁽⁴⁾	12,614	D	
Common Stock	11/04/2020		S ⁽¹⁾		442	D	\$106.8697 ⁽⁵⁾	12,172	D	
Common Stock	11/04/2020		S ⁽¹⁾		1,154	D	\$108.659 ⁽⁶⁾	11,018	D	
Common Stock	11/04/2020		S ⁽¹⁾		1,390	D	\$109.9998 ⁽⁷⁾	9,628	D	
Common Stock	11/04/2020		S ⁽¹⁾		769	D	\$110.7473 ⁽⁸⁾	8,859	D	
Common Stock	11/04/2020		M ⁽¹⁾		2,500	A	\$14.5	11,359	D	
Common Stock	11/04/2020		S ⁽¹⁾		308	D	\$103.3178 ⁽⁹⁾	11,051	D	
Common Stock	11/04/2020		S ⁽¹⁾		134	D	\$104.2481 ⁽¹⁰⁾	10,917	D	
Common Stock	11/04/2020		S ⁽¹⁾		443	D	\$105.9904 ⁽¹¹⁾	10,474	D	
Common Stock	11/04/2020		S ⁽¹⁾		140	D	\$107.22	10,334	D	
Common Stock	11/04/2020		S ⁽¹⁾		569	D	\$108.8084 ⁽¹²⁾	9,765	D	
Common Stock	11/04/2020		S ⁽¹⁾		803	D	\$110.1731 ⁽¹³⁾	8,962	D	
Common Stock	11/04/2020		S ⁽¹⁾		103	D	\$110.9752 ⁽¹⁴⁾	8,859	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)	\$14.5	11/04/2020		M ⁽¹⁾			2,500 ⁽¹⁾	(15)	05/19/2025	Common Stock	2,500	\$0.00	72,500	D	

Explanation of Responses:

- 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.
- The sale price represents the weighted-average price of shares sold ranging from \$102.92 to \$103.90 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.
- The sale price represents the weighted-average price of shares sold ranging from \$104.10 to \$104.955 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.
- The sale price represents the weighted-average price of shares sold ranging from \$105.26 to \$106.17 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.
- The sale price represents the weighted-average price of shares sold ranging from \$106.345 to \$107.11 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.
- The sale price represents the weighted-average price of shares sold ranging from \$108.345 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.
- The sale price represents the weighted-average price of shares sold ranging from \$109.575 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 \$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).

** 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.

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