

**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): May 5, 2022

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 No.)

**21300 Victory Boulevard, 12th Floor
Woodland Hills, California 91367**

(Address of Principal Executive Offices) (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, par value \$0.01 per share	BL	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 2.02. Results of Operations and Financial Condition.

On May 5, 2022, the Registrant issued a press release, a copy of which is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number **Description**

99.1	Press Release dated May 5, 2022
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURE

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: May 5, 2022

By: /s/ Mark Partin
Mark Partin
Chief Financial Officer

BlackLine Announces First Quarter Financial Results

LOS ANGELES, May 05, 2022 (GLOBE NEWSWIRE) -- BlackLine, Inc. (Nasdaq: BL), today announced financial results for the first quarter ended March 31, 2022.

"BlackLine delivered an outstanding first quarter with strong performance that beat our revenue and income expectations," said Marc Huffman, CEO of BlackLine. "We are seeing a growing demand environment as companies invest with greater urgency in back-office digital transformation to drive higher efficiency and automation, while reducing complexity in their accounting and finance systems. We're excited to help our customers modernize their accounting operations and will continue to innovate and invest across our business to drive further uptake and adoption of BlackLine."

First Quarter 2022 Financial Highlights

- Total GAAP revenues of \$120.2 million for the first quarter of 2022, an increase of 22% compared to the first quarter of 2021.
- GAAP net loss attributable to BlackLine of \$10.0 million, or \$0.17 per share, on 59.1 million weighted average shares outstanding, which compares to a GAAP net loss attributable to BlackLine of \$39.0 million in the first quarter of 2021.
- Non-GAAP net income attributable to BlackLine of \$0.7 million or \$0.01 per share, on 72.2 million diluted weighted average shares outstanding. This compares with non-GAAP net income attributable to BlackLine of \$7.1 million in the first quarter of 2021.
- Operating cash flow of \$1.5 million, compared to \$28.5 million in the first quarter of 2021.
- Free cash flow of \$(4.7) million, compared to \$23.2 million in the first quarter of 2021.

First Quarter Key Metrics and Recent Business Highlights

- Added 72 net new customers in the first quarter for a total of 3,897 customers at March 31, 2022.
- Expanded the company's user base to 337,939 at March 31, 2022.
- Achieved a dollar-based net revenue retention rate of 110% at March 31, 2022.
- Ranked first for financial close software in both the mid-market and enterprise segments by G2, a leading online software marketplace and peer review platform.
- Won 2022 SAP® Partner Excellence awards for SAP Solution Extension in Asia Pacific Japan and for Best Cloud Performance in Europe, Middle East and Africa North; BlackLine was the only partner in the category honored in each region.
- Awarded the Controllers Council Seal of Approval™ for Financial Operations Management; recognized for financial close, accounts receivable and intercompany financial management solutions.
- Announced that the Modern Accounting Playbook (MAP) will be available for mid-market customers across EMEA (Europe, Middle East and Africa) and APAC (Asia-Pacific). BlackLine's MAP solutions package has already been used successfully by more than 500 companies in North America.

The financial results included in this press release are preliminary and pending final review. Financial results will not be final until BlackLine files its Quarterly Report on Form 10-Q for the period. Information about BlackLine's use of non-GAAP financial measures is provided below under "Use of Non-GAAP Financial Measures."

Financial Outlook

Second Quarter 2022

- Total GAAP revenue is expected to be in the range of \$126 million to \$127 million.
- Non-GAAP net income attributable to BlackLine is expected to be in the range of \$0 million to \$1 million, or \$0.00 to \$0.01 per share on 72.5 million diluted weighted average shares outstanding.

Full Year 2022

- Total GAAP revenue is expected to be in the range of \$524 million to \$528 million.
- Non-GAAP net income attributable to BlackLine is expected to be in the range of \$6 million to \$8 million, or \$0.08 to \$0.11 per share on 73 million diluted weighted average shares outstanding.

Guidance for non-GAAP net income attributable to BlackLine and non-GAAP net income attributable to BlackLine per share does not include the impact of the provision for (benefit from) income taxes related to acquisitions, amortization of acquired intangible assets, stock-based compensation, the amortization of debt discount and issuance costs, the change in fair value of contingent consideration, transaction-related costs, the adjustment to the value of the redeemable non-controlling interest to the redemption amount, and the loss on extinguishment of convertible senior notes. Reconciliations of non-GAAP net income

attributable to BlackLine and non-GAAP net income attributable to BlackLine per share guidance to the most directly comparable U.S. GAAP measures, or net income (loss) attributable to BlackLine and net income (loss) attributable to BlackLine per share, are not available on a forward-looking basis without unreasonable efforts due to the unpredictability and complexity of the charges excluded from non-GAAP net income attributable to BlackLine and non-GAAP net income attributable to BlackLine per share. The company expects the variability of the above changes could have a significant, and potentially unpredictable, impact on its future GAAP net income (loss) attributable to BlackLine and net income (loss) attributable to BlackLine per share.

Quarterly Conference Call

BlackLine, Inc. will hold a conference call to discuss its first quarter results at 2:00 p.m. Pacific time on Thursday, May 5, 2022. A live audio webcast will be accessible on BlackLine's investor relations website at <https://investors.blackline.com>. The call can also be accessed from the United States and Canada at (844) 229-7595 and other international locations at (314) 888-4260, passcode 8199932. A telephonic replay will be available through Thursday, May 12, 2022 at (855) 859-2056 or (404) 537-3406, passcode 8199932. A replay of the webcast will be available at <https://investors.blackline.com> for 12 months. BlackLine has used, and intends to continue to use, its Investor Relations website as a means of disclosing material non-public information and for complying with its disclosure obligations under Regulation FD.

About BlackLine

Companies come to BlackLine, Inc. (Nasdaq: BL) because their traditional manual accounting processes are not sustainable. BlackLine's cloud-based financial operations management platform and market-leading customer service help companies move to modern accounting by unifying their data and processes, automating repetitive work, and driving accountability through visibility. BlackLine provides solutions to manage and automate financial close, accounts receivable and intercompany accounting processes, helping large enterprises and midsize companies across all industries do accounting work better, faster and with more control.

More than 3,800 customers trust BlackLine to help them close faster with complete and accurate results. The company is the pioneer of the cloud financial close market and recognized as the leader by customers at leading end-user review sites including Gartner Peer Insights, G2 and TrustRadius. BlackLine is a global company with operations in major business centers around the world including Los Angeles, New York, the San Francisco Bay area, London, Paris, Frankfurt, Tokyo, Singapore and Sydney.

For more information, please visit blackline.com.

Forward-looking Statements

This release and the conference call referenced above 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 and quarterly conference call include, but are not limited to, statements regarding BlackLine's future financial and operational performance, including, without limitation, GAAP and non-GAAP guidance for the first quarter and full year of 2022, our expectations for our business, including the demand environment, BlackLine's addressable market, market position and pipeline, our international growth, our relationships with our customers and partners, including opportunities to expand those relationships, and our expectations regarding our acquisition of FourQ Systems, including the market opportunity and FourQ Systems' contribution to our business and financial results.

Any forward-looking statements contained in this press release or the quarterly conference call are based upon BlackLine's historical performance and its 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 attract new customers and expand sales to existing customers; the extent to which customers renew their subscription agreements or increase the number of users; the company's ability to manage growth and scale effectively, including additional headcount and entry into new geographies; the company's ability to provide successful enhancements, new features and modifications to its software solutions; the company's ability to develop new products and software solutions and the success of any new product and service introductions; the success of the company's strategic relationships with technology vendors and business process outsourcers, channel partners and alliance partners; any breaches of the company's security measures; a disruption in the company's hosting network infrastructure; costs and reputational harm that could result from defects in the company's solution; the loss of any key employees; the impact of the COVID-19 pandemic and related measures taken by governments and private industry; continued strong demand for the company's software in the United States, Europe, Asia Pacific and Latin America; the company's ability to compete as the financial close management provider for organizations of all sizes; the timing and success of solutions offered by competitors; changes in the proportion of the company's customer base that is comprised of enterprise or mid-sized organizations; the company's ability to expand its enterprise and mid-market sales teams and effectively manage its sales forces and their performance and productivity; fluctuations in our financial results due to long and increasingly variable sales cycles, failure to protect the company's intellectual property; the company's ability to integrate acquired businesses and technologies successfully or achieve the expected benefits of such transactions; unpredictable and uncertain macro and regional economic conditions; seasonality; changes in current tax or accounting rules; cyber attacks and the risk that the company's security measures may not be sufficient to secure its customer or confidential data adequately; acts of terrorism or other vandalism, war or natural disasters including the effects of climate change; the impact of any determination of deficiencies or weaknesses in our internal controls and

processes; 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 for the year ended December 31, 2021 filed with the Securities and Exchange Commission on February 25, 2022. Additional information will also be set forth in our Quarterly Report on Form 10-Q for the quarter ended March 31, 2022. 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. All of the information in this press release is subject to completion of our quarterly review process.

Use of Non-GAAP Financial Measures

To supplement its consolidated financial statements, which are prepared and presented in accordance with U.S. generally accepted accounting principles, or GAAP, BlackLine has provided in this release and the quarterly conference call held on May 5, 2022 certain financial measures that have not been prepared in accordance with GAAP defined as “non-GAAP financial measures,” which include (i) non-GAAP gross profit and non-GAAP gross margin, (ii) non-GAAP operating expenses, (iii) non-GAAP income (loss) from operations, (iv) non-GAAP net income (loss) attributable to BlackLine, Inc. (v) diluted non-GAAP net income (loss) attributable to BlackLine, Inc. per share, and (v) free cash flow.

BlackLine’s management uses these non-GAAP financial measures internally in analyzing its financial results and believes they are useful to investors, as a supplement to the corresponding GAAP measures, in evaluating BlackLine’s ongoing operational performance and trends and in comparing its financial measures with other companies in the same industry, many of which present similar non-GAAP financial measures to help investors understand the operational performance of their businesses. However, it is important to note that the particular items BlackLine excludes from, or includes in, its non-GAAP financial measures may differ from the items excluded from, or included in, similar non-GAAP financial measures used by other companies in the same industry. Non-GAAP financial measures should not be considered in isolation from, or as a substitute for, financial information prepared in accordance with GAAP. Investors are encouraged to review the reconciliation of these non-GAAP measures to their most directly comparable GAAP financial measures. A reconciliation of the non-GAAP financial measures to such GAAP measures has been provided in the tables included as part of this press release.

Non-GAAP Gross Profit and Non-GAAP Gross Margin. Non-GAAP gross profit is defined as GAAP revenues less GAAP cost of revenue adjusted for the amortization of acquired developed technology, transaction-related costs (including, but not limited to, accounting, legal, and advisory fees related to the transaction, as well as transaction-related retention bonuses) and stock-based compensation. Non-GAAP gross margin is defined as non-GAAP gross profit divided by GAAP revenues. BlackLine believes that presenting non-GAAP gross margin is useful to investors as it eliminates the impact of certain non-cash expenses and allows a direct comparison of gross margin between periods.

Non-GAAP Operating Expenses. Non-GAAP operating expenses include (a) non-GAAP sales and marketing expense, (b) non-GAAP research and development expense and (c) non-GAAP general and administrative expense. Non-GAAP sales and marketing expense is defined as GAAP sales and marketing expense adjusted for the amortization of intangible assets and stock-based compensation. Non-GAAP research and development expense is defined as GAAP research and development expense adjusted for stock-based compensation. Non-GAAP general and administrative expense is defined as GAAP general and administrative expense as adjusted for the amortization of intangible assets, stock-based compensation, the change in fair value of contingent consideration, and transaction-related costs. BlackLine believes that presenting each of the non-GAAP operating expenses is useful to investors as it eliminates the impact of certain cash and non-cash expenses and allows a direct comparison of operating expenses between periods.

Non-GAAP Income (Loss) from Operations. Non-GAAP income (loss) from operations is defined as GAAP income (loss) from operations adjusted for the amortization of intangible assets, stock-based compensation, the change in fair value of contingent consideration, and transaction-related costs. The company believes that presenting non-GAAP income (loss) from operations is useful to investors as it eliminates the impact of items that have been impacted by the company’s acquisitions and other related costs in order to allow a direct comparison of loss from operations between all periods presented.

Non-GAAP Net Income (loss) attributable to BlackLine and Diluted Non-GAAP Net Income (loss) attributable to BlackLine, Inc. per share. Non-GAAP net income (loss) attributable to BlackLine is defined as GAAP net income (loss) attributable to BlackLine adjusted for the impact of the provision for (benefit from) income taxes related to acquisitions, amortization of intangible assets, stock-based compensation, the amortization of debt discount and issuance costs from our convertible notes, the change in the fair value of contingent consideration, transaction-related costs, legal settlement gains, adjustment to the value of the redeemable non-controlling interest to the redemption amount, and loss on extinguishment of convertible senior notes. Diluted non-GAAP net income attributable to BlackLine, Inc. per share includes the adjustment for shares resulting from the elimination of stock-based compensation. The Company believes that presenting non-GAAP net income (loss) attributable to BlackLine is useful to investors as it eliminates the impact of items that have been impacted by the company’s acquisitions and other related costs in order to allow a direct comparison of net loss between all periods presented.

Free Cash Flow. Free cash flow is defined as cash flows provided by (used in) operating activities less cash flows used to purchase property and equipment, financed and otherwise, capitalized software development, and intangible assets. BlackLine believes that presenting free cash flow is useful to investors as it provides a measure of the company’s liquidity used by management to evaluate the amount of cash generated by the company’s business including the impact of purchases of property and equipment and cost of capitalized software development.

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Use of Operating Metrics

BlackLine has provided in this release and the quarterly conference call held on May 5, 2022 certain operating metrics, including (i) number of customers, (ii) number of users and (iii) dollar-based net revenue retention rate, which BlackLine uses to evaluate its business, measure its performance, identify trends affecting its business, formulate financial projections and make strategic decisions. These operating metrics exclude the impact of certain Runbook licensed customers and users who are on perpetual license agreements and did not have an active subscription agreement with BlackLine as of March 31, 2022.

Dollar-based Net Revenue Retention Rate. Dollar-based net revenue retention rate is calculated as the implied monthly subscription and support revenue at the end of a period for the base set of customers from which the company generated subscription revenue in the year prior to the calculation, divided by the implied monthly subscription and support revenue one year prior to the date of calculation for that same customer base. This calculation does not reflect implied monthly subscription and support revenue for new customers added during the one-year period but does include the effect of customers who terminated during the period. Implied monthly subscription and support revenue is defined as the total amount of minimum subscription and support revenue contractually committed to, under each of BlackLine's customer agreements over the entire term of the agreement, divided by the number of months in the term of the agreement. BlackLine believes that dollar-based net revenue retention rate is an important metric to measure the long-term value of customer agreements and the company's ability to retain and grow its relationships with existing customers over time.

Number of Customers. A customer is defined as an entity with an active subscription agreement as of the measurement date. In situations where an organization has multiple subsidiaries or divisions, each entity that is invoiced as a separate entity is treated as a separate customer. In an instance where an existing customer requests its invoice be divided for the sole purpose of restructuring its internal billing arrangement without any incremental increase in revenue, such customer continues to be treated as a single customer. BlackLine believes that its ability to expand its customer base is an indicator of the company's market penetration and the growth of its business.

Number of Users. Historically, BlackLine's products were priced based on the number of users of its platform. Over time, the company has begun to sell an increasing number of non-user based products with fixed or transaction-based pricing. For this reason, we believe the growth in the number of total users is less correlated to the growth of the business overall.

BlackLine, Inc.
Consolidated Balance Sheets
(in thousands)
(unaudited)

	March 31, 2022	December 31, 2021
ASSETS		
Current assets:		
Cash and cash equivalents	\$ 365,522	\$ 539,739
Marketable securities	666,122	658,964
Accounts receivable, net of allowances for credit losses	117,554	125,130
Prepaid expenses and other current assets	22,278	23,855
Total current assets	1,171,476	1,347,688
Capitalized software development costs, net	25,489	23,547
Property and equipment, net	15,977	16,321
Intangible assets, net	106,433	36,195
Goodwill	445,183	289,710
Operating lease right-of-use assets	16,906	16,264
Other assets	90,088	87,853
Total assets	\$ 1,871,552	\$ 1,817,578
LIABILITIES, REDEEMABLE NON-CONTROLLING INTEREST, AND STOCKHOLDERS' EQUITY		
Current liabilities:		
Accounts payable	\$ 16,285	\$ 7,471
Accrued expenses and other current liabilities	39,723	50,930
Deferred revenue	242,300	242,429

Finance lease liabilities, current	399	373
Operating lease liabilities, current	5,231	4,936
Contingent consideration, current	36,878	16,438
Total current liabilities	340,816	322,577
Finance lease liabilities, noncurrent	724	824
Operating lease liabilities, noncurrent	13,338	13,248
Convertible senior notes, net	1,380,152	1,114,239
Contingent consideration, noncurrent	37,985	4,294
Deferred tax liabilities, net	5,809	8,175
Deferred revenue, noncurrent	262	362
Other long-term liabilities	1,187	124
Total liabilities	1,780,273	1,463,843
Commitments and contingencies		
Redeemable non-controlling interest	25,151	28,699
Stockholders' equity:		
Common stock	593	590
Additional paid-in capital	318,297	625,883
Accumulated other comprehensive income	113	298
Accumulated deficit	(252,875)	(301,735)
Total stockholders' equity	66,128	325,036
Total liabilities, redeemable non-controlling interest, and stockholders' equity	\$ 1,871,552	\$ 1,817,578

BlackLine, Inc.
Consolidated Statements of Operations
(in thousands, except per share data)
(unaudited)

	Quarter Ended	
	March 31,	
	2022	2021
Revenues		
Subscription and support	\$ 113,525	\$ 91,655
Professional services	6,711	7,201
Total revenues	120,236	98,856
Cost of revenues		
Subscription and support	24,156	15,425
Professional services	6,517	6,465
Total cost of revenues	30,673	21,890
Gross profit	89,563	76,966
Operating expenses		
Sales and marketing	60,027	48,429
Research and development	25,248	18,973
General and administrative	29,652	28,269
Total operating expenses	114,927	95,671
Loss from operations	(25,364)	(18,705)
Other income (expense)		
Interest income	518	94
Interest expense	(1,447)	(14,804)
Other income (expense), net	(929)	(14,710)
Loss before income taxes	(26,293)	(33,415)
Benefit from income taxes	(12,862)	(191)
Net loss	(13,431)	(33,224)
Net loss attributable to non-controlling interest	(3)	(197)
Adjustment attributable to non-controlling interest	(3,417)	5,937
Net loss attributable to BlackLine, Inc.	\$ (10,011)	\$ (38,964)
Basic net loss per share attributable to BlackLine, Inc.	\$ (0.17)	\$ (0.67)
Shares used to calculate basic net loss per share	59,123	57,860

Diluted net loss per share attributable to BlackLine, Inc.	\$ (0.17)	\$ (0.67)
Shares used to calculate diluted net loss per share ⁽¹⁾	59,123	57,860

⁽¹⁾ Upon adoption of ASU 2020-06 on January 1, 2022, the Company prospectively utilized the if-converted method to calculate the impact of convertible instruments on diluted earnings per share. In accordance with the adoption of ASU 2020-06 and using the modified retrospective method, prior period amounts have not been adjusted. The effect of the convertible instruments is included in the calculation of earnings per share unless the result would be antidilutive.

BlackLine, Inc.
Consolidated Statements of Cash Flows
(in thousands)
(unaudited)

	Quarter Ended	
	March 31,	
	2022	2021
Cash flows from operating activities		
Net loss attributable to BlackLine, Inc.	\$ (10,011)	\$ (38,964)
Net loss and adjustment attributable to redeemable non-controlling interest	(3,420)	5,740
Net loss	(13,431)	(33,224)
Adjustments to reconcile net loss to net cash provided by operating activities:		
Depreciation and amortization	9,147	6,542
Change in fair value of contingent consideration	(1,816)	7,702
Amortization of debt discount and issuance costs	1,357	7,651
Stock-based compensation	15,902	14,794
Loss on extinguishment of convertible notes	—	7,012
Noncash lease expense	1,445	1,025
(Accretion) amortization of purchase discounts/premiums on marketable securities, net	95	(33)
Net foreign currency (gains) losses	(182)	333
Deferred income taxes	(14,156)	7
Provision for (benefit from) credit losses	28	(8)
Changes in operating assets and liabilities, net of impact of acquisition:		
Accounts receivable	9,459	20,980
Prepaid expenses and other current assets	2,576	(672)
Other assets	(2,094)	(3,456)
Accounts payable	6,555	652
Accrued expenses and other current liabilities	(12,493)	(2,075)
Deferred revenue	(460)	2,333
Operating lease liabilities	(1,440)	(1,058)
Other long-term liabilities	1,006	—
Net cash provided by operating activities	1,498	28,505
Cash flows from investing activities		
Purchases of marketable securities	(335,550)	(308,937)
Proceeds from maturities of marketable securities	328,250	175,209
Capitalized software development costs	(4,657)	(4,021)
Purchases of property and equipment	(1,528)	(1,096)
Acquisition, net of cash acquired	(159,060)	—
Net cash provided by (used in) investing activities	(172,545)	(138,845)
Cash flows from financing activities		
Proceeds from issuance of convertible senior notes, net of issuance costs	—	1,129,106
Partial repurchase of convertible senior notes	—	(432,230)
Purchase of capped calls related to convertible senior notes	—	(102,350)
Principal payments on finance lease obligations	(106)	—
Proceeds from exercises of stock options	1,389	2,151
Acquisition of common stock for tax withholding obligations	(4,187)	(5,134)
Financed purchases of property and equipment	—	(169)
Net cash provided by financing activities	(2,904)	591,374
Effect of foreign currency exchange rate changes on cash, cash equivalents, and restricted cash	(271)	(210)
Net increase (decrease) in cash, cash equivalents, and restricted cash	(174,222)	480,824
Cash, cash equivalents, and restricted cash, beginning of period	539,991	367,913

Cash, cash equivalents, and restricted cash, end of period	\$ 365,769	\$ 848,737
Reconciliation of cash, cash equivalents, and restricted cash to the consolidated balance sheets		
Cash and cash equivalents at end of period	\$ 365,522	\$ 848,268
Restricted cash included within prepaid expenses and other current assets at end of period	—	208
Restricted cash included within other assets at end of period	247	261
Total cash, cash equivalents, and restricted cash at end of period shown in the consolidated statements of cash flows	<u>\$ 365,769</u>	<u>\$ 848,737</u>

BlackLine, Inc.
Reconciliations of Non-GAAP Financial Measures
(in thousands, except percentages and per share data)
(unaudited)

	Quarter Ended March 31,	
	2022	2021
Non-GAAP Gross Profit:		
Gross profit	\$ 89,563	\$ 76,966
Amortization of acquired developed technology	2,337	665
Stock-based compensation	1,714	1,750
Transaction-related costs	272	—
Total non-GAAP gross profit	<u>\$ 93,886</u>	<u>\$ 79,381</u>
Gross margin	74.5%	77.9%
Non-GAAP gross margin	78.1%	80.3%
Non-GAAP Operating Income:		
Operating loss	\$ (25,364)	\$ (18,705)
Amortization of intangible assets	4,162	2,893
Stock-based compensation	15,902	14,794
Change in fair value of contingent consideration	(1,816)	7,702
Transaction-related costs	7,033	—
Legal settlement costs	690	—
Total non-GAAP operating income	<u>\$ 607</u>	<u>\$ 6,684</u>
Non-GAAP Net Income Attributable to BlackLine, Inc.:		
Net loss attributable to BlackLine, Inc.	\$ (10,011)	\$ (38,964)
Provision for (benefit from) income taxes related to acquisitions	(13,136)	81
Amortization of intangible assets	4,162	2,893
Stock-based compensation	15,840	14,787
Amortization of debt discount and issuance costs	1,357	7,651
Change in fair value of contingent consideration	(1,816)	7,702
Transaction-related costs	7,033	—
Legal settlement costs	690	—
Adjustment to redeemable non-controlling interest	(3,417)	5,937
Loss on extinguishment of convertible senior notes	—	7,012
Total non-GAAP net income attributable to BlackLine, Inc.	<u>\$ 702</u>	<u>\$ 7,099</u>
Basic non-GAAP net income attributable to BlackLine, Inc. per share:		
Basic non-GAAP net income attributable to BlackLine, Inc. per share	<u>\$ 0.01</u>	<u>\$ 0.12</u>
Shares used to calculate basic non-GAAP net income per share	<u>59,123</u>	<u>57,860</u>
Diluted non-GAAP net income attributable to BlackLine, Inc. per share:		
Diluted non-GAAP net income attributable to BlackLine, Inc. per share	<u>\$ 0.01</u>	<u>\$ 0.11</u>
Shares used to calculate diluted non-GAAP net income per share	<u>72,198</u>	<u>62,861</u>

**Quarter Ended
March 31,**

2022	2021
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Non-GAAP Sales and Marketing Expense:

Sales and marketing expense	\$ 60,027	\$ 48,429
Amortization of intangible assets	(1,347)	(1,750)
Stock-based compensation	(5,924)	(5,251)
Transaction-related costs	(620)	—
Total non-GAAP sales and marketing expense	\$ 52,136	\$ 41,428

Non-GAAP Research and Development Expense:

Research and development expense	\$ 25,248	\$ 18,973
Stock-based compensation	(2,897)	(2,611)
Transaction-related costs	(1,542)	—
Total non-GAAP research and development expense	\$ 20,809	\$ 16,362

Non-GAAP General and Administrative Expense:

General and administrative expense	\$ 29,652	\$ 28,269
Amortization of intangible assets	(478)	(478)
Stock-based compensation	(5,367)	(5,182)
Change in fair value of contingent consideration	1,816	(7,702)
Transaction-related costs	(4,599)	—
Legal settlement costs	(690)	—
Total non-GAAP general and administrative expense	\$ 20,334	\$ 14,907

Total Non-GAAP Operating Expenses

\$ 93,279	\$ 72,697
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Free Cash Flow

Net cash provided by (used for) operating activities	\$ 1,498	\$ 28,505
Capitalized software development costs	(4,657)	(4,021)
Purchases of property and equipment	(1,528)	(1,096)
Financed purchases of property and equipment	—	(169)
Free cash flow	\$ (4,687)	\$ 23,219