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0001266806 2024-11-12 utr:WK iso4217:USD iso4217:USD xbrli:shares utr:sqft xbrli:shares xbrli:pure iso4217:EUR vani:Number vani:Segment vani:Item vani:Employee UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, DC 20549Â FORM 10-Q Â (Mark One)Â â˜’ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15 (d) OF THE SECURITIES EXCHANGE ACT OF 1934 Â For the quarterly period ended September 30, 2024 Â or Â â˜ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 Â For the transition period from _____ to _____ Â Commission File Number 001-36747 Â Vivani Medical, Inc.Â (Exact name of registrant as specified in its charter) Â Delaware Â 02-0692322 (State or other jurisdiction of incorporation or organization) Â (I.R.S. Employer Identification No.) Â 1350 S. Loop Road, Alameda, CA 94502Â (Address of principal executive offices, including zip code) Â Registrantâ€™s telephone number, including area code: (415) 506-8462 Â Securities registered pursuant to Section 12(b) of the Act: Â Title of Each Class Â TradingÂ Symbol Â Name of Each Exchange on Which Registered Common Stock, par value $0.0001 per share Â VANI Â The NASDAQ Capital Market Â Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.Â Â Â YesÂ â˜’Â Â Â NoÂ â˜ Â Indicate by check mark whether the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (Â§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files).Â Â Â YesÂ â˜’Â Â Â NoÂ â˜ Â Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company, or an emerging growth company. See the definitions of â€œlarge accelerated filerâ€, â€œaccelerated filer,â€ â€œsmaller reporting company,â€ and â€œemerging growth companyâ€ in Rule 12b-2 of the Exchange Act. Â Large accelerated filer â˜ Â Accelerated filer â˜ Non-accelerated filer â˜’ Â Smaller reporting company â˜’ Emerging growth company â˜ Â Â Â Â Â 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.Â Â Â â˜ Â Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Â Â YesÂ â˜Â Â Â NoÂ â˜’ Â As of November 12, 2024, the registrant had 59,234,689 shares of common stock, par value $0.0001 per share outstanding. Â VIVANI MEDICAL, INC. AND SUBSIDIARIES FORM 10-Q TABLE OF CONTENTS PART I FINANCIAL INFORMATION 2 Item 1. Financial Statements (unaudited) 2 Condensed Consolidated Balance Sheets as of September 30, 2024 and December 31, 2023 2 Condensed Consolidated Statements of Operations for the three and nine months ended September 30, 2024 and 2023 3 Condensed Consolidated Statements of Comprehensive Loss for the three and nine months ended September 30, 2024 and 2023 4 Condensed Consolidated Statements of Stockholdersâ€™ Equity for each three month periods ended during the nine months ended September 30, 2024 and 2023 5 Condensed Consolidated Statements of Cash Flows for the nine months ended September 30, 2024 and 2023 6 Notes to Condensed Consolidated Financial Statements 7 Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations 20 Item 3. Quantitative and Qualitative Disclosures About Market Risk 26 Item 4. Controls and Procedures 26 PART II OTHER INFORMATION 27 Item 1. Legal Proceedings 27 Item 1A. Risk Factors 27 Item 2. Unregistered Sales of Equity Securities and Use of Proceeds 30 Item 3. Defaults upon Senior Securities 30 Item 4. Mine Safety Disclosures 30 Item 5. Other Information 30 Item 6. Exhibits 31 SIGNATURES 32 Â 1 PART I. FINANCIAL STATEMENTS Â Item 1. Financial Statements Â VIVANI MEDICAL, INC.Â AND SUBSIDIARIES Â Condensed Consolidated Balance Sheets (unaudited)Â (In thousands, except per share data) Â Â Â September 30, Â Â December 31, Â Â Â Â 2024 Â Â 2023 Â ASSETS Â Â Â Â Â

development, net of grants Â $ 4,203 Â Â $ 4,441 Â $ 11,442 $ 12,260 General and administrative, net of grants Â Â 2,106 Â Â Â 2,703 Â 6,775 8,488 Total operating expenses Â Â 6,309 Â Â Â 7,144 Â 18,217 20,748 Loss from operations Â Â (6,309) Â Â (7,144) (18,217) (20,748) Other income, net Â Â 268 Â Â Â 362 Â 781 1,122 Net loss Â $ (6,041) Â $ (6,782) $ (17,436) $ (19,626) Net loss per common share - basic and diluted Â $ (0.11) Â $ (0.13) $ (0.32) $ (0.39) Weighted average common shares outstanding - basic and diluted Â Â 55,247 Â Â Â 50,837 Â 54,161 50,757 Â The accompanying notes are an integral part of these condensed consolidated financial statements. Â 3 VIVANI MEDICAL, INC. AND SUBSIDIARIES Â Condensed Consolidated Statements of Comprehensive Loss (unaudited) (In thousands) Â Â Three Months Ended September 30, Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â 2024 2023 Net loss Â $ (6,041) Â $ (6,782) $ (17,436) $ (19,626) Other comprehensive (loss) income: Â Â Â Â Â Â Â Â Foreign currency translation adjustments Â Â 29 Â Â (19) (48) 11 Comprehensive loss Â $ (6,012) Â $ (6,801) $ (17,484) $ (19,615) Â The accompanying notes are an integral part of these condensed consolidated financial statements. Â 4 VIVANI MEDICAL, INC.Â AND SUBSIDIARIES Â Condensed Consolidated Statements of Stockholdersâ€™ Equity (unaudited) (In thousands) Â Â Â Â Â Â Â Â

unaudited interim financial statements have been prepared in accordance with United States generally accepted accounting principles (â€œGAAPâ€) and following the requirements of the SEC for interim reporting. As permitted under those rules, certain footnotes or other financial information that are normally required by GAAP can be condensed or omitted. In our opinion, the unaudited interim financial statements have been prepared on the same basis as the audited financial statements and include all adjustments, which include only normal recurring adjustments, necessary for the fair presentation of our financial position and our results of operations and cash flows for periods presented. These statements do not include all disclosures required by GAAP and should be read in conjunction with our financial statements and accompanying notes for the fiscal year ended December 31, 2023, included within our Annual Report on Form 10-K filed with the SEC on March 26, 2024. The results of the interim periods are not necessarily indicative of the results expected for the full fiscal year or any other interim period or any future year or period. Â Principles of Consolidation Â The condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. Intercompany balances and transactions have been eliminated in consolidation. Â 9 Â Use of estimates Â The preparation of condensed consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements and the reported amounts of expenses during the reporting periods. On an ongoing basis, management evaluates its estimates, including, but not limited to, those related to useful lives of long-lived assets, stock-based compensation and evaluation of going concern. Management bases its estimates on historical experience and on various assumptions that management believes to be reasonable under the circumstances. Actual results could differ materially from those estimates. Operating Segments Â Operating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision-maker in making decisions regarding resource allocation and assessing performance. Our chief operating decision-maker, our Chief Executive Officer, reviews financial information presented for each of our segments. We have two reporting segments, specifically the Biopharm Division and Neurostimulation Division. Neither division is revenue producing. The Biopharm Division includes activities from NPM and Vivani Medical Australia Pty Ltd. The Neurostimulation Division includes activities from Cortigent and our subsidiary in Switzerland. Â During the three months ended September 30, 2024, theÂ BiopharmÂ Division andÂ NeurostimulationÂ Division incurred operating expenses of $5.7Â million and $0.6Â million, respectively. During the three months ended September 30, 2024, consolidated net loss for theÂ BiopharmÂ Division was $5.4Â million and for theÂ NeurostimulationÂ Division was $0.6Â million. During the nine months ended September 30, 2024, the Biopharm Division and Neurostimulation Division incurred operating expenses of $16.6 million and $1.6 million, respectively. During the nine months ended September 30, 2024, consolidated net loss for the Biopharm Division was $15.7 million and for the Neurostimulation Division was $1.7 million. As ofÂ September 30, 2024, total assets for the Biopharm Division and the Neurostimulation Division were $41.6 million and $1.3 million, respectively.Â The Companyâ€™s long-term assets are located in the United States. Â Significant Accounting Policies Â Our significant accounting policies are set forth in our financial statements for the year ended December 31, 2023, included within our Annual Report on Form 10-K for the fiscal year ended December 31, 2023 filed with the SEC on March 26, 2024. Â Recently Issued Accounting Pronouncements Â In November 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) No. 2023-07, Improvements to Reportable Segment Disclosures (Topic 280). This ASU updates reportable segment disclosure requirements by requiring disclosures of significant reportable segment expenses that are regularly provided to the Chief Operating Decision Maker (â€œCODMâ€) and included within each reported measure of a segmentâ€™s profit or loss. This ASU also requires disclosure of the title and position of the individual identified as the CODM and an explanation of how the CODM uses the reported measures of a segmentâ€™s profit or loss in assessing segment performance and deciding how to allocate resources. The ASU is effective for annual periods beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Adoption of the ASU should be applied retrospectively to all prior periods presented in the financial statements. Early adoption is also permitted. This ASU will likely result in us including the additional required disclosures when adopted. We are currently evaluating the provisions of this ASU and expect to adopt them for the year ending December 31, 2024. Â In December 2023, the FASB issued ASU No. 2023-09, Improvements to Income Tax Disclosures (Topic 740). The ASU requires disaggregated information about a reporting entityâ€™s effective tax rate reconciliation as well as additional information on income taxes paid. The ASU is effective on a prospective basis for annual periods beginning after December 15, 2024. Early adoption is also permitted for annual financial statements that have not yet been issued or made available for issuance. This ASU will result in the required additional disclosures being included in our consolidated financial statements, once adopted. Â 10 Â Note 3. Concentration of Risk Â Credit Risk Â Financial instruments that subject us to concentrations of credit risk consist primarily of cash, certificates of deposit and money market funds. We maintain cash, certificates of deposit and money market funds with financial institutions that we deem reputable. Â Foreign Operations Â The accompanying condensed consolidated financial statements as of September 30, 2024 and 2023 include assets amounting to approximately $27,000 and $0.1 million, respectively, relating to our operations in Switzerland. In the fourth quarter of 2023, Vivani Medical Australia Pty Ltd., a wholly owned subsidiary in Australia was established to support studies of our product candidates. Unanticipated events in foreign countries could disrupt our operations and impair the value of these assets. Note 4. Fair Value Measurements Â The authoritative guidance with respect to fair value establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value into three levels and requires that assets and liabilities carried at fair value be classified and disclosed in one of three categories, as presented below. Disclosure as to transfers in and out of Levels 1 and 2, and activity in Level 3 fair value measurements, is also required. Â Level 1. Observable inputs such as quoted prices in active markets for an identical asset or liability that we have the ability to access as of the measurement date. Financial assets and liabilities utilizing Level 1 inputs include active-exchange traded securities and exchange-based derivatives. Â Level 2. Inputs, other than quoted prices included within Level 1, which are directly observable for the asset or liability or indirectly observable through corroboration with observable market data. Financial assets and liabilities utilizing Level 2 inputs include fixed income securities, non-exchange-based derivatives, mutual funds, and fair-value hedges. Â Level 3. Unobservable inputs in which there is little or no market data for the asset or liability which requires the reporting entity to develop its own assumptions. Financial assets and liabilities utilizing Level 3 inputs include infrequently traded non-exchange-based derivatives and commingled investment funds, and are measured using present value pricing models. Â We determine the level in the fair value hierarchy within which each fair value measurement falls in its entirety, based on the lowest level input that is significant to the fair value measurement in its entirety. In determining the appropriate levels, we perform an analysis of the assets and liabilities at each reporting period end. Â Cash equivalents, which include certificates of deposit and money market funds, are the only financial instruments measured and recorded at fair value on our condensed consolidated balance sheet, and are valued using Level 1 inputs. As of September 30, 2024 and 2023, we did not have any Level 1 and Level 2 financial liabilities or Level 3 financial assets or liabilities measured at fair value on a recurring basis. We did not have any transfers between Level 1 and Level 2 or transfers in or out of Level 3 during the three and nine months ended September 30, 2024 and 2023. The following table summarizes assets measured at fair value on a recurring basis by level within the fair value hierarchy (in thousands): Â Â As of September 30, 2024 Â Â Â Total Â Â Level 1 Â Â Level 2 Â Â Level 3 Â Assets Â Â Â Â Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Certificates of deposit Â $ 7,112 Â Â $ 7,112 Â Â $ - Â Â $ - Â Money market funds Â Â 11,112 Â Â Â 11,112 Â Â Â - Â Â Â - Â Total Â $ 18,224 Â Â $ 18,224 Â Â $ - Â Â $ - Â Â Â Â As of December 31, 2023 Â Â Total Â Â Level 1 Â Â Level 2 Â Â Level 3 Â Assets Â Â Â Â Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Money market funds Â $ 18,629 Â Â $ 18,629 Â Â $ - Â Â $ - Â Total Â $ 18,629 Â Â $ 18,629 Â Â $ - Â Â $ - Â 11 Â Note 5.Â Insurance Premium Financing Â In September 2024, we entered into a finance agreement with First Insurance Funding in order to fund a portion of our insurance premiums for our professional liability policies. The amount financed is approximately $426,000Â and incurs interest at a rate ofÂ 7.2%. The Company is required to make nine monthly payments of approximately $47,000Â throughÂ May 2025. The outstanding balance as ofÂ September 30, 2024Â was approximately $379,000Â and is included in accrued expenses in the accompanying condensed consolidated balance sheet. Â Note 6. Selected Balance Sheet Detail Â Property and Equipment, Net Â Property and equipment, net consisted of the following (in thousands): Â Â Â September 30, Â Â December 31, Â Â Â 2024 Â Â 2023 Â Property and equipment at cost: Â Â Â Â Â Â Â Â Equipment Â $ 3,789 Â Â $ 3,511 Â Furniture and fixtures Â Â 367 Â Â Â 354 Â Computer software Â Â 30 Â Â Â 7 Â Construction in progress Â Â - Â Â Â 299 Â Total property and equipment Â Â 4,186 Â Â Â 4,171 Â Accumulated depreciation and amortization Â Â (2,542) Â Â (2,442) Property and equipment, net Â $ 1,644 Â Â $ 1,729 Â Â Note 7. Equity Securities Â We are authorized to issue 300,000,000 shares of common stock with 55,266,435 issued and outstanding as of September 30, 2024. In addition, we are authorized to issue 10,000,000 shares of preferred stock with none issued as of September 30, 2024. Â Securities Purchase Agreement Â On March 1, 2024, the Company entered into the Securities Purchase Agreement relating to the issuance of 3,947,368 shares of the common stock and Warrants to purchase up to an aggregate of 3,947,368 shares of common stock, at a purchase price of $3.80 per share and accompanying warrants in the Offering. The Warrants have an exercise price of $3.80 per share, are exercisable immediately upon issuance and will expire three yearsÂ following the date of issuance. The Company also entered into a Placement Agency Agreement with Maxim, who acted as the sole placement agent for the Offering. In connection with the Placement Agency Agreement, the Company agreed to pay Maxim an aggregate cash fee of 7.0% of the aggregate proceeds raised from the sale and issuance of the shares of common stock and accompanying warrants. Pursuant to the Placement Agency Agreement, the Company also agreed to reimburse Maxim up to $65,000 for its legal expenses. The gross proceeds of $15.0Â million from the Offering, before paying the placement agent fees and other estimated offering costs, were received on March 5, 2024. In connection with the Securities Purchase Agreement, the Company paid issuance costs of $1.3 million, resulting in net proceeds of $13.7 million. Â Pursuant to the terms of the Securities Purchase Agreement, until 45 days following the closing of the Offering, the Company agreed not to issue (or enter into any agreement to issue) any shares of common stock or common stock equivalents, subject to certain exceptions. The Company has further agreed not to enter into an agreement involving a variable rate transaction until one year following the closing of the Offering. In addition, the Companyâ€™s directors and officers have entered into lock-up agreements with the Company pursuant to which each of them has agreed not to, for a period of 90 days from the closing of the Offering, offer, sell, transfer or otherwise dispose of the Companyâ€™s securities, subject to certain exceptions. At-the-Market Sales Agreement On April 22, 2024, the Company entered into the Sales Agreement with Jefferies, under which the Company may offer and sell, from time to time at its sole discretion, shares of the common stock, having an aggregate offering price of up to $75.0 million through Jefferies as its sales agent. Also on April 22, 2024, the Company filed a Registration Statement on Form S-3, which was declared effective on May 3, 2024, including a sales agreement prospectus relating to the offering of up to $75.0 million shares of its common stock in accordance with the Sales Agreement. Â 12 The Company may sell the common stock under the Sales Agreement (A) in privately negotiated transactions; (B) as block transactions; or (C) by any other method permitted by law deemed to be an â€œat-the-marketâ€ offering as defined in Rule 415(a)(4) under the Securities Act of 1933, as amended, including sales made directly on the Nasdaq Capital Market or sales made into any other existing trading market for the shares of Common Stock. Jefferies will use commercially reasonable efforts to place the shares of common stock from time to time, based upon the Company's instructions (including any price, time or size limits or other customary parameters or conditions we may impose). The Company will pay Jefferies a commission of up to three percent (3.0%) of the gross sales proceeds of any common stock sold through Jefferies under the Sales Agreement, and also has provided Jefferies with customary indemnification rights. In addition, the Company has agreed to reimburse certain legal expenses and fees incurred by Jefferies in connection with the offering. The Company is not obligated to make any sales of common stock under the Sales Agreement. The offering of shares of common stock pursuant to the Sales Agreement will terminate upon the earlier of (i) the sale of all common stock subject to the Sales Agreement or (ii) termination of the Sales Agreement in accordance with its terms. During the nine months endedÂ September 30, 2024, the Company issued 287,970 shares of common stock for gross proceeds of $504,000 as part of the Sales Agreement with Jefferies. The Company paid expenses of $344,000, resulting in net proceeds of $160,000. Â Note 8. Warrants Â A summary of warrant activity for the nine months ended September 30, 2024 is presented below (in thousands, except per share and contractual life data). Â Â Â Number of Â Shares Â Â Weighted Average Exercise Price Per Share Â Â Weighted Average Remaining Contractual Life (in Years) Â Warrants outstanding as of December 31, 2023 Â Â 9,733 Â Â $ 11.60 Â Â Â 1.4 Â Issued Â Â 3,947 Â Â $ 3.80 Â Â Â Â Â Exercised Â Â - Â Â $ - Â Â Â Â Â Forfeited or expired Â Â (3,768) Â $ 24.98 Â Â Â Â Â Warrants outstanding as of September 30, 2024 Â Â 9,912 Â Â $ 3.41 Â Â Â 2.28 Â Warrants exercisable as of September 30, 2024 Â Â 9,912 Â Â $ 3.41 Â Â Â 2.28 Â Â NPM, prior to the merger with Second Sight, issued common stock and warrants (collectively, the â€œunitâ€ or â€œunitsâ€) in 2019, 2020 and 2021 for $3.15 per unit. Outstanding warrants to purchase common stock are shown in the table above and generally expire fiveÂ years from the date of issuance at $3.15 per share exercise price are transferable into one share of common stock and may be exercised on a cashless basis. Â Second Sight underwriter warrants of 10,125 were outstanding and are convertible into 3,375 shares, included in the table above, and converted as part of the merger for Vivani warrants on a like-for-like basis. The weighted average exercise price of these warrants is $3.75. Â In connection with the Securities Purchase Agreement entered on March 1, 2024, relating to the issuance of 3,947,368 shares of the common stock, par value of $0.0001 per share, the Company issued Warrants to purchase 3,947,368 shares of common stock at an exercise price of $3.80 per share. These Warrants are exercisable immediately upon issuance and will expire three years following the date of issuance. The Warrants may be exercised on a cashless basis. Â The warrants outstanding as of September 30, 2024 had no intrinsic value. Note 9. Stock-Based Compensation Â Equity Incentive Plan Â The Vivani Medical, Inc. 2022 Omnibus Incentive Plan (the â€œ2022 Planâ€) became effective on August 30, 2022. Under the 2022 Plan, 10,033,333 shares were authorized for issuance at its effective date. The maximum number of shares with respect to which stock awards could be granted is offset and reduced by stock awards previously granted under the 2022 Plan. As of September 30, 2024, 2,165,958 shares of common stock were available for future issuance under the 2022 Plan pursuant to stock awards that had not previously been granted. Â For stock option grants, the option price is determined by the Board of Directors but cannot be less than the fair value of the shares at the grant date. Generally, the options vest ratably over four years and expire ten years from the grant date. The 2022 Plan provides for accelerated vesting if there is a change of control, as defined in the 2022 Plan. Â 13 Stock Options Â A summary of stock option activity is presented below (in thousands, except per share and contractual life data). Â Â Â Â Â Â Â Â Â Â Weighted Â Â Â Â Â Â Weighted Â Â Average Â Â Â Â Â Â Average Â Â Remaining Â Â Â Â Â Â Exercise Â Â Contractual Â Â Â Number of Â Â Price Â Â Life Â Â Â Shares Â Â Per Share Â Â (in Years) Â Options outstanding as of December 31, 2023 Â Â 6,091 Â Â $ 2.60 Â Â Â 6.96Â Â Granted Â Â 1,093 Â Â $ 1.57 Â Â Â Â Â Exercised Â Â - Â Â $ - Â Â Â Â Â Forfeited or expired Â Â (375) Â $ 1.19 Â Â Â Â Â Options outstanding, vested and expected to vest as of September 30, 2024 Â Â 6,809 Â Â $ 2.52 Â Â Â Â 6.80 Â Options exercisable as of September 30, 2024 Â Â 4,660 Â Â $ 2.94 Â Â Â Â 5.87 Â Â The estimated aggregate intrinsic value of stock options exercisable as of September 30, 2024 was $0.01 million. Restricted Stock Units (RSUs) Â A summary of restricted stock activity and related information (in thousands, except per share data): Â Â Number of Shares Â Â Weighted Average Grant Date Fair Value Per Share Â Outstanding as of December 31, 2023 Â Â 403 Â Â $ 0.93 Â Granted Â Â 292 Â Â $ 1.69 Â Vested and released Â Â - Â Â $ - Â Forfeited and canceled Â Â - Â Â $ - Â Outstanding as of September 30, 2024 Â Â 695 Â Â $ 1.25 Â Â During the nine months ended September 30, 2024, the Company granted 292,500 RSUs, subject to market conditions which required our stock price to exceed $3.15 per share for three consecutive days in the four years from grant date for the RSUs to vest. Upon achievement of the market condition, one-third of the award will vest, and thereafter, one-third of the award will vest on the first and second anniversary of the achievement date, subject to the recipientâ€™s continued service through each applicable vesting date. During the nine months ended September 30, 2023, the Company granted 402,500 RSUs, subject to market conditions which required our stock price to exceed $3.15 per share for three consecutive days in the four years from grant date for the RSUs to vest. Upon achievement of the market condition, one-third of the award will vest, and thereafter, one-third of the award will vest on the first and second anniversary of the achievement date, subject to the recipientâ€™s continued service through each applicable vesting date. Â Stock-Based Compensation Expense Â The following table summarizes total stock-based compensation expense for stock options and RSUs, which is included in the statements of operations (in thousands): Â Â Â Three Months Ended September 30, Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â 2024 2023 Research and development Â $ 275 Â Â $ 277 Â $ 757 $ 809 General and administrative Â Â 197 Â Â Â 234 Â 451 595 Total stock-based compensation expense Â $ 472 Â Â $ 511 Â $ 1,208 $ 1,404 14 Â As of September 30, 2024, there was $2.2 million of total unrecognized stock-based compensation expense related to outstanding stock options that will be recognized over a weighted average period of 1.4 years. As of September 30, 2024, there wasÂ $0.3 million of total unrecognized compensation expense related to outstanding RSUsÂ that will be recognized over a weighted average period of 0.8 year. Â Stock Options Â During the nine months ended September 30, 2024, we granted stock options to purchase 1,092,836 shares of common stock to certain employees and board members. The options are exercisable for a period of ten years from the date of grant at a weighted

average price of $1.57 per share, which was calculated at the fair value of our common stock on the respective grant date. The options generally vest over a period of four years. Â Stock Options (Service Vesting) Â During the nine months ended September 30, 2024, 1,092,836 stock options subject to service vesting, were issued and valued at $1.4 million using the Black-Scholes option-pricing model. During the nine months ended September 30, 2023, 1,093,817 stock options subject to service vesting, were issued and valued at $1.1 million using the Black-Scholes option-pricing model. The calculated value of each option grant was estimated on the date of grant using the Black-Scholes option-pricing model with the following weighted-average assumptions. Â Summary of Option Grant using the Black-Scholes Option-pricing Model Â Nine Months Ended September 30, Â 2024 Â 2023 Risk-free interest rate 3.79% to 5.53% Â 3.99% to 4.45% Expected dividend yield -% Â -% Expected volatility 100% Â 100% Expected term Â 5.04 to 6.08 years Â 4.00 to 6.20 years Stock Options (Market Conditions Vesting) Â During the nine months ended September 30, 2023, 200,000 stock options were granted and subject to market conditions which required our stock price to exceed $3.15 per share for three consecutive days in the four years from grant date for the stock option to vest. These stock options with market conditions vesting were valued at $0.1 million.Â The Company recognized the associated stock-based compensation expense of $20,000 and $20,000 during the three months ended September 30, 2024 and 2023, respectively, and $61,000 and $46,000 during the nine months ended September 30, 2024 and 2023, respectively. The fair value of these options subject to market conditions were valued using the Monte-Carlo Simulation model with the following assumptions: Â Â â— Beginning Stock Price. We utilized the Companyâ€™s publicly traded share price as of the Valuation Date as the beginning stock value. At the Valuation Date, the publicly traded common share price was $1.09 per share. Â Â â— Drift Rate. In determining the value of the instrument in the risk-neutral framework, risk-free rates were estimated based on the applicable treasury rate for the projection period. For each simulation, the term of the risk-free rate was based on the term from the Valuation Date through the latest date on which the award could vest (i.e., two yearsÂ following the Performance Period End Date). Please note that, for the purposes of calculating the service period associated with the Subject Interest, the Companyâ€™s cost of equity was utilized as the drift rate. Â â— Volatility. The total equity volatility (standard deviation) was based on a total equity volatility analysis. Â Â â— Period. The period was measured as the number of years from the Valuation Date through the PSO expiration date (10 years following the date of grant). Â Â â— Dividends. The Company has not historically paid dividends. In addition, the Company does not expect to pay dividends going forward. As such, no dividends were considered in our analysis. 15 Â Restricted Stock Units (RSUs) During the nine months ended September 30, 2024, the Company granted 292,500 RSUs. These RSUs are subject to performance vesting criteria, based on market conditions which required our stock price to exceed $3.15 per share for three consecutive days in the four years from grant date for the RSUs to vest.Â The Company recognized the associated stock-based compensation expense of $126,000 and $0 during the three months ended September 30, 2024 and 2023, respectively, and $197,000Â and $0 during the nine months ended September 30, 2024and 2023, respectively. The assumptions used to estimate the fair value of the performance-based restricted stock units granted during the nine months ended September 30, 2024Â and September 30, 2023 and valued using a Monte Carlo simulation were as follows: Nine Months Ended September 30, Nine Months Ended September 30, 2024 2023 RSUsÂ Granted 292,500 402,500 Valuation date stock price $1.81 $0.93 Risk-free interest rate 4.53% 4.13% Expected dividendÂ yield 0% 0% Expected volatility 100% 100% Simulation term 4 Years 1.1 Years The steps involved in utilizing the Monte Carlo simulation in order to value the performance-based RSUsÂ included the following: Â 1. Projection of the Companyâ€™s Common Stock Value. The performance-based RSUs were measured based on the Companyâ€™s underlying common stock value over the performance period (four yearsÂ following the Valuation Date).Â Â Additionally, we considered the two-year vesting period following achievement of the performance condition. Accordingly, our common stock value was simulated over a six-year period to capture iterations through which the performance condition was satisfied on the Performance Period End Date. The analysis involved projecting our common stock value starting with our current common stock value. The forecasted stock price was based on the Geometric Brownian motion (â€œGBMâ€), and the Monte Carlo simulation generated random variables using the GBM to forecast our stock price on a daily basis over the specified period assuming 252 trading days per year. The Monte Carlo simulation for the PSO utilized the following assumptions: Â â— Beginning Stock Price. As of the Valuation Date, we were a publicly traded company with an observable share price. Therefore, we utilized our publicly traded share price as of the Valuation Date as the beginning stock value.Â Â Â Â â— Drift Rate. In determining the value of the instrument in the risk-neutral framework, risk free rates were estimated based on the applicable treasury rate for the projection period. For each simulation, the term of the risk-free rate was based on the term from the Valuation Date through the latest date on which the award could vest (i.e., two yearsÂ following the Performance Period End Date). Please note that, for the purposes of calculating the service period associated with the Subject Interest, our cost of equity was utilized as the drift rate. Â Â Â Â â— Volatility. The total equity volatility (standard deviation) was based on a total equity volatility analysis. Â Â â— Period. The period was measured as the number of years from the Valuation Date through the latest date on which the award could vest. Â Â â— Dividends. We have not historically paid dividends nor do we expect to pay dividends going forward. As such, no dividends were considered in our analysis. 2. Consideration of the Performance-Vesting Schedule. As previously discussed, our publicly traded common share price must equal or exceed the Stock Price Hurdle amount of $3.15 over a 3-consecutive-trading-day rolling period on or before the Performance Period End Date. If such performance condition is achieved, 1/3 of the award shall vest on the Hurdle Achievement Date, 1/3 of the award shall vest one year following the Hurdle Achievement Date, and 1/3 of the award shall vest two years following the Hurdle Achievement Date.Â Â 3. Performance-Based RSU Value Conclusion. The proceeds from the vesting of common shares were then discounted to the Valuation Date using the applicable risk-free rate, which is consistent with the assumption utilized to project stock prices in our Monte Carlo simulation. Â For the purpose of calculating the weighted service period associated with the Subject Interest, a separate simulation was performed using our cost of equity as the drift rate. The service period was then determined based on the median Hurdle Achievement Date. 16 Note 10. Net Loss Per Share Â Basic net loss per share is computed by dividing the net loss by the weighted average number of shares of common stock outstanding during the period, without consideration of potential dilutive securities. Diluted net loss per share is computed by dividing the net loss by the sum of the weighted average number of shares of common stock outstanding during the period plus the dilutive effects of potentially dilutive securities outstanding during the period. Potentially dilutive securities include common stock options, RSUs and warrants issued and outstanding. Â The following table sets forth the computation of basic and diluted net loss per share (in thousands, except per share amounts):Â Â Â Â Three Months Ended September 30, Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â 2024 2023 Numerator: Â Â Â Â Â Â Net loss Â $ (6,041) Â $ (6,782) $ (17,436) $ (19,626) Denominator: Â Â Â Â Â Â Â Â Weighted average common shares outstanding - basic and diluted Â Â 55,247 Â Â Â 50,837 Â 54,161 50,757 Net loss per common share, basic and diluted Â $ (0.11) Â $ (0.13) $ (0.32) $ (0.39) Â Since the Company was in a loss position for all periods presented, basic net loss per share is the same as diluted net loss per share for all periods presented, as the inclusion of all potential common stock equivalents outstanding would have been antidilutive. Â During the periods ended September 30, 2024 and 2023, the following common stock equivalents were excluded from the computation of diluted net loss per share because including them would have been antidilutive (in thousands). Â Â SeptemberÂ 30, Â 2024 2023 Stock options issued and outstanding 6,809 6,043 UnvestedÂ restricted stock units issued and outstanding 695 403 Warrants to purchase common stock 9,912 10,311 Total 17,416 16,757 Â Â Note 11. Right-of-use Assets and Operating Lease Liabilities Â We lease certain office, laboratory, research and development space for our use. Leases with an initial term of 12 months or less are not recorded on the balance sheet. Lease costs are recognized in the income statement over the lease term on a straight-line basis. Depreciation is computed using the straight-line method over the estimated useful life of the respective assets. The depreciable life of assets and leasehold improvements are limited by the expected lease term. Our lease agreements do not contain any material residual value guarantees or restrictive covenants. As most of our leases do not provide an implicit rate, we used our estimated incremental borrowing rate based on the information available at commencement date in determining the present value of lease payments. Â On November 21, 2022, Vivani entered into a triple net lease agreement for a single building with 43,645 square feet of space in Alameda, California. The stated term of the lease commenced on June 1, 2023 and terminates on September 30, 2033, ten years and four months. The lease term is based on the non-cancellable period in the lease agreement. There are two options to extend the lease, each for a term of five years; however, the extension options were not included in the measurement of the ROU asset and lease liability since it is not reasonably certain that the Company will exercise such extension options. Payments increase annually from $2,676,311 to $3,596,784, or 124 monthly payments less the first four which are abated, totaling approximately $31.0 million. Vivani is responsible for insurance, property taxes and common area maintenance charges. Vivani deposited $1.3 million to guarantee a letter of credit to secure the lease and this amount is recorded as restricted cash, long-term on the balance sheets as of September 30, 2024 and December 31, 2023. The lease in Emeryville, California expired on September 30, 2023. Â On February 1, 2023, we entered into a lease agreement, effective March 1, 2023, to sublease office space to replace Cortigentâ€™s headquarters. Our rental payments amount to $22,158 per month plus operating expenses, to lease 14,823 square feet of office space at 27200 Tourney Road, Valencia, California 91355. The sublease has a term of two years and two months. We also entered into a lease for storage space on January 25, 2023, in the same building at a cost of $6,775 per month for a term of two years and one month. Â 17 Â The following table summarizes supplemental balance sheet information related to the Companyâ€™s operating leases (in thousands): Â Â Â Â Â September 30, Â Â December 31, Â Â Â Â Balance Sheet Classification Â 2024 Â Â 2023 Â Assets Â Â Â Â Â Â Â Â Â Â Non-current assets Â Right-of-use assets Â $ 18,383 Â Â $ 19,616 Â Liabilities Â Â Â Â Â Â Â Â Â Â Â Current Â Current operating lease liabilities Â $ 1,385 Â Â $ 1,383 Â Long-term Â Long-term operating lease liabilities Â $ 18,294 Â Â $ 19,313 Â Â Operating lease cost was $0.8 million and $1.1 million during the three months ended September 30, 2024 and 2023, respectively, and $2.5 million andÂ $1.9 million during theÂ nine months ended September 30, 2024 and 2023, respectively. Variable lease cost, comprising primarily of common area maintenance charges and taxes, for the operating lease was $0.1 million and $0.4 million during the three months ended September 30, 2024 and 2023, respectively, and $0.3 million and $0.6 million during the nine months ended September 30, 2024 and 2023, respectively. Â The following table summarizes a maturity analysis of our lease liabilities showing the aggregate lease payments as of September 30, 2024 (in thousands except weighted average data): Â Year Ending December 31, Â Â Amount Â 2024 Â Â $ 775 Â 2025 Â Â Â 2,914 Â 2026 Â Â Â 2,889 Â 2027 Â Â Â 2,976 Â 2028 Â Â Â 3,065 Â Thereafter Â Â Â 15,862 Â Total lease payments Â Â $ 28,481 Â Less imputed interest Â Â Â (8,802) Total lease liabilities Â Â $ 19,679 Â Â Â Â Â Â Â Weighted average discount rateÂ Â Â Â 8.40 % Weighted average remaining lease term Â Â Â 8.90 years Â Â Other information related to leases are as follows (in thousands): Â Â Â Â Three Months Ended September 30, Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â 2024 2023 Cash paid for operating lease liabilities Â $ 776 Â Â $ 375 Â $ 2,294 $ 1,134 Â Note 12. Commitments and Contingencies Â Indemnification Agreements Â We maintain indemnification agreements with our directors and officers that may require us to indemnify them against liabilities that arise by reason of their status or service as directors or officers, except as prohibited by applicable law. Â Clinical Trial Agreements Â Based upon FDA approval of Argus II, which was obtained in February 2013, we were required to collect follow-up data from subjects enrolled in our pre-approval trial for a period of up to ten years post-implant, which was extended through the year 2019. This requirement to collect follow-up data was halted in 2020 with FDA approval. In addition, we conducted three post-market studies to comply with U.S. FDA, French, and European post-market surveillance regulations and requirements and are conducting an early feasibility clinical study of Orion. We have contracted with various universities, hospitals, and medical practices to provide these services. Payments are based on procedures performed for each subject and are charged to clinical and regulatory expense as incurred. Total amounts expensed during the three months ended September 30, 2024 and 2023 were $3,000 and $4,000, respectively, and during the nine months ended September 30, 2024 and 2023 were $13,000 and $119,000, respectively. Â 18 Â Litigation, Claims and Assessments Â One opposition filed by Pixium Vision SA (â€œPixiumâ€) is pending in the European Patent Office challenging the validity of a European patent owned by Cortigent. The outcome of the challenge is not certain, however, if successful, it may affect our ability to block competitors from utilizing Cortigentâ€™s neurostimulation patented technology. We believe a successful challenge will not have a material effect on our ability to manufacture and sell our products, or otherwise have a material effect on Cortigentâ€™s operations. As described in the Companyâ€™s 10-K for the year ended December 31, 2020, the Company had entered into a Memorandum of Understanding (â€œMOUâ€) for a proposed business combination with Pixium. In response to a press release by Pixium dated March 24, 2021, and subsequent communications between us and Pixium, our Board of Directors determined that the business combination with Pixium was not in the best interest of our shareholders. On April 1, 2021, we gave notice to Pixium that we were terminating the MOU between the parties and seeking an amicable resolution of termination amounts that may be due, however no assurance can be given that an amicable resolution will be reached. We accrued $1,000,000 of liquidated damages as contemplated by the MOU in accounts payable as of March 31, 2021 and remitted that amount to Pixium in April 2021. Pixium indicated that it considered this termination wrongful, rejected the Companyâ€™s offers, but retained the $1,000,000 payment. On May 19, 2021, Pixium filed suit in the Paris Commercial Court, and currently claim damages of approximately â‚¬5.1 million or about $5.6 million. We believe we have fulfilled our obligations to Pixium with the liquidated damages payment of $1,000,000. On December 8, 2022, the Company received notice that the Paris Commercial Court has rendered its judgment, including finding that the Companyâ€™s termination of the MOU was not valid. In the judgment, the Company was ordered to pay to Pixium the amount of â‚¬2,500,000 minus a â‚¬947,780 credit for the $1,000,000 already paid for, a net amount payable of approximately â‚¬1,552,220. On May 24, 2023, the Company filed an appeal against the judgment from the Paris Commercial Court except in so far as such prior judgment dismissed (i) Pixiumâ€™s claim for the Company to pay it a sum of â‚¬480,693 relating to the alleged time spent by its teams, (ii) Pixiumâ€™s application to order the Company to pay it a sum of â‚¬1,500,000 in respect to alleged loss of opportunity and (iii) deducted the sum of $1,000,000 that we already paid Pixium and which Pixium retained converted into euros at the date of the judgment. Thereafter Pixium filed its brief with Paris Court of Appeal and filed a cross-appeal on January 18, 2024. Meanwhile, the Company received notice that the Paris Commercial Court had opened safeguard proceedings against Pixium by judgment dated October 9, 2023, then in its judgment dated November 13, 2023, converted safeguard proceedings into receivership, and in its judgment dated January 31, 2024, converted Pixiumâ€™s receivership proceedings to liquidation proceedings, the transfer plan being rejected. As a result, Pixiumâ€™s liquidator intervened on behalf of Pixium in the pending proceedings before the Paris Court of Appeal and filed its brief on March 21, 2024. The Company filed its brief in reply with the Paris Court of Appeal on April 17, 2024. Proceedings before the Paris Court of Appeal are pending. In parallel, since the Company has failed to enforce the judgment, Pixium has requested the pre-trial judge to strike out the Company's appeal for failure to enforce the judgment. The hearing took place on June 4, 2024 and on October 23, 2024, the pre-trial judge issued his order, striking out Vivani's appeal for failure to enforce the decision. Within two years, VivaniÂ will have to request that the case be reinstated on the court's docket, providing evidence that the judgment has been fully enforced or, at the very least, that an agreement has been reached. Failing this, the appeal proceedings will lapse. The Company recorded a charge of $1,675,000 for the year ended December 31, 2022, related to this matter but plans to continue its appeal against the preliminary judgment.Â We are party to litigation arising in the ordinary course of business. It is our opinion that the outcome of such matters will not have a material effect on our results of operations, however, the results of litigation and claims are inherently unpredictable. Regardless of the outcome, litigation can have an adverse impact on us because of defense and settlement costs, diversion of management resources and other factors. Â Note 13. Subsequent Event On November 8, 2024, the Company entered into a private sale transaction with one of its independent directors whereby the Company sold an aggregate of 3,968,253 shares of the Companyâ€™s common stock to the director at a price of $1.26 per share, which was the lower of the closing price of the Companyâ€™s common stock on the Nasdaq or the 5-day average closing price of the Companyâ€™s common stock on the Nasdaq, each immediately prior to the closing date, subject to adjustment for reverse and forward stock splits, stock dividends, stock combinations and other similar transactions of the common stock that occur after the date of the private sale transaction. The gross proceeds from this private sale transaction were $5,000,000.00. 19 Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations Â The following discussion and analysis of our financial condition and results of operations should be read together with our unaudited condensed financial statements and related notes included elsewhere in this Quarterly Report on Form 10-Q. Some of the information contained in this discussion and analysis or set forth elsewhere in this Quarterly Report, including information with respect to our products, plans and strategy for our business and related financing, contains forward-looking statements that involve risks and uncertainties, including statements regarding our expected financial results in future periods. The words â€œanticipates,â€ â€œbelieves,â€ â€œcould,â€ â€œestimates,â€ â€œexpects,â€ â€œintends,â€ â€œmay,â€ â€œmight,â€ â€œplans,â€ â€œprojects,â€ â€œwill,â€ â€œwould,â€ â€œstrategyâ€ and similar expressions are intended to identify forward-looking statements, although not all forward-looking statements contain these identifying words. Examples of forward-looking statements include, among others, statements we make regarding expectations for revenues, liquidity, cash flows and financial performance, the anticipated results of our development efforts and the timing for receipt of required regulatory approvals, including those required to commence clinical development of our product candidates, insurance reimbursements and product launches, our financing plans and future capital requirements, and statements regarding the anticipated or projected impact of our merger on our

business, results of operations, financial condition or prospects, the materially adverse impact of the COVID-19 coronavirus pandemic and related public health measures on our business. We may not actually achieve the plans, intentions or expectations disclosed in our forward-looking statements and you should not place undue reliance on our forward-looking statements. Actual results or events could differ materially from the plans, intentions and expectations disclosed in the forward-looking statements that we make. We assume no obligations to update these forward-looking statements to reflect events or circumstances after the date of this Quarterly Report or to reflect actual outcomes. Â Business Overview Â Vivani Medical, Inc. (â€œVivani,â€ the â€œCompany,â€ â€œwe,â€ â€œus,â€ â€œourâ€ or similar terms) is a preclinical stage biopharmaceutical company which develops miniaturized, subdermal implants utilizing its proprietary NanoPortalâ„¢ technology to enable ultra long-term, near constant-rate delivery of a broad range of medicines to treat chronic diseases. Vivani uses this platform technology to develop and potentially commercialize drug implant candidates, alone or in collaboration with pharmaceutical company partners to address a leading cause of poor clinical outcomes in the treatment of chronic disease, medication non-adherence. According to the U.S. Centers for Disease Control and Prevention, adherence is defined as the extent to which an individualâ€™s behavior, including taking medications, corresponds to recommendations from a health care provider. An alarmingly high proportion of patients, approximately 50%, do not take their medicine as prescribed by their physician in the real world, a statistic which holds for both weekly injectable and daily oral medications. In addition, a recent study has shown that 64% of patients taking WegovyÂ® (semaglutideÂ for weight management) discontinue therapy within the first year, a number which increases to 76% by year two. The Company is developing a portfolio of miniature, subdermal drug implant candidates that, unlike most oral and injectable medicines, are designed with the goal of guaranteeing medication adherence by delivering therapeutic drug levels for up to six months or longer. In addition, our aim is to minimize fluctuations in patientsâ€™ drug levels through the use of our proprietaryÂ NanoPortalâ„¢Â implant technology, which may improve the tolerability profiles for medicines, including GLP-1 receptor agonists, that produce side effects associated with fluctuating drug levels in the blood. Â Vivani resulted from the business combination of Second Sight Medical Products, Inc. (â€œSecond Sightâ€) and Nano Precision Medical, Inc. (â€œNPMâ€). On August 30, 2022, Second Sight and NPM closed their merger pursuant to which NPM became a wholly owned subsidiary of Second Sight and the combined company of NPM and Second Sight was renamed Vivani Medical, Inc. Vivaniâ€™s main priority is the further development of the companyâ€™s lead program NPM-115, a miniature, six-month, GLP-1 implant candidate for chronic weight management in obese or overweight patients with one or more risk factors and further development of the balance of companyâ€™s miniature, long-term drug implant portfolio. In parallel, Vivaniâ€™s management team remained committed to identifying and exploring strategic options that will enable further development of its pioneering neurostimulation systems from legacy company Second Sight aimed at helping patients recover critical body functions. Â Moving forward, Vivaniâ€™s focus will be on the further development of NPM-115 and its emerging pipeline of innovative miniature, long-term drug implants to treat patients with chronic diseases and high unmet medical need. The origins of this business started while its current Vivani CEO and NPM co-founder Adam Mendelsohn and two of his graduate school colleagues, Kathleen Fischer and Lily Peng, at the University of California, San Francisco (â€œUCSFâ€) and the University of California, Berkeley (â€œUCBâ€), entered business school competitions leveraging their growing knowledge of chemistry, drug delivery, and nanoscale technology to propose the development of new miniature, biocompatible, drug implant prototypes capable of releasing therapeutic drug levels over an extended period of time. Based on their success and encouragement from professors and others, including medical device/pharmaceutical icon Alfred E. Mann, Dr. Mendelsohn and colleagues started NPM in 2009 and operations began in 2011 in an incubator on the UCB campus. Today, the Company has grown to 36 full-time employees and its current headquarters and operations are located at 1350 South Loop Road, Alameda, California. 20 Vivaniâ€™s implant technology, which we refer to as NanoPortalâ„¢, utilizes a space-efficient design that allows a miniaturized implant to provide many months of therapeutic delivery of potent molecules. The technology has no moving parts, which is intended to minimize fluctuating drug delivery over the duration of the implant and is also tunable. Vivani has primarily been developing implant candidates around peptide therapeutics, but the technology has potential application across a wide range of molecular types. The key innovative component of the technology is a biocompatible titanium-oxide nano-porous membrane which consists of millions of precisely sized nanotubes whose inner diameters represent the only path for drug molecules to exit the reservoir once the implant is fully assembled. In December 2022, we contributed our neurostimulation assets and certain liabilities to Cortigent, Inc. (â€œCortigentâ€), a wholly owned subsidiary of Vivani. Cortigent has 5,000,000 shares of common stock outstanding, all owned by Vivani. Cortigent is advancing the Companyâ€™s pioneering neurostimulation technology. In March 2023, Vivani announced the filing of a Registration Statement on Form S-1 with the U.S. Securities and Exchange Commission (â€œSECâ€) for the proposed initial public offering of Cortigent. The Registration Statement on Form S-1 was recently amended and filed with the SEC on September 4,Â 2024 to refresh the financial information and provide minor updates to the business. Â On July 6, 2023, Vivani changed its state of incorporation from the State of California to the State of Delaware by means of a plan of conversion, effective July 5, 2023. The reincorporation, including the principal terms of the plan of conversion, was submitted to a vote of, and approved by, Vivaniâ€™s stockholders at its 2023 Annual Meeting of Stockholders held on June 15, 2023. As part of this change of incorporation the Company established a par value of $0.0001 per share and all periods have been retroactively adjusted to reflect this change. Â An Investigational New Drug Application (â€œINDâ€) for NPM-119 (GLP-1 implant for the treatment of type 2 diabetes) was filed with the U.S. Food and Drug Administration (â€œFDAâ€) on July 14, 2023, to support the initiation of the first-in-human study of NPM-119 in patients with type 2 diabetes. On August 18, 2023, FDA provided written notification that the proposed NPM-119 study was on full clinical hold, primarily due to insufficient Chemistry, Manufacturing, and Controls (â€œCMCâ€) information to assess the risk to human subjects. VivaniÂ provided the FDA with the requested CMC information and the FDA subsequently cleared the IND and lifted the full clinical hold on June 13, 2024. Â On August 25, 2023, Vivani and Cortigent entered into an Amendment No. 1 (the â€œAmendmentâ€) to the Transition Funding, Support and Services Agreement dated March 19, 2023 (the â€œTFSSAâ€). Pursuant to the TFSSA, Vivani has agreed to advance funds and provide or cause to be provided to Cortigent the services and funding intended to cover salaries and related costs, rent and other overhead in order to permit Cortigent to operate in substantially the same manner in which business operations of Cortigent were previously operated by Second Sight, prior to the formation of Cortigent, which obligations will continue, in the case of the funding obligations, until the earlier of December 31, 2024 or the closing of an initial public offering of Cortigent (the â€œFunding Support Termâ€). Under the Amendment, Cortigent has agreed to repay $1,500,000 to Vivani at the conclusion of the Funding Support Term. In addition, at the conclusion of the Funding Support Term, Cortigent will enter into a five-year promissory note at 5% interest for $2,000,000 in favor of Vivani. Consequently, Vivani will forgive any remaining amounts due by Cortigent to the Company under the TFSSA. In October 2023, Vivani implemented a reduction-in-force to conserve cash that decreased Cortigentâ€™s employees while continuing the ongoing OrionÂ® clinical study and basic operations. Â In the fourth quarter of 2023, Vivani Medical Australia Pty Ltd., a wholly-owned subsidiary in Australia was established to support studies of our product candidates. Â In February 2024, Vivani announced positive preclinical weight loss data with a GLP-1 (exenatide) implant comparable to semaglutide, the active ingredient in OzempicÂ®/WegovyÂ®, and a strategic shiftÂ to prioritize our obesity portfolio including our NPM-115 program. In a study of high-fat diet-induced obese mice, NPM-115 generated weight loss of approximately 20% compared to a sham implant control after a 28-day treatment duration, comparable to weight loss observed in mice treated with semaglutide injections (OzempicÂ®/WegovyÂ®) in the same study. The Company also disclosed that semaglutide is the active pharmaceutical ingredient in NPM-139, a miniature, subdermal GLP-1 implant in development for chronic weight management, with the added potential benefit of once-yearly administration. On March 1, 2024, the Company entered into a securities purchase agreement with an institutional investor to purchase 3,947,368 shares of common stock and warrants to purchase up to an aggregate of 3,947,368 shares of common stock at a purchase price of $3.80 per share and accompanying warrant in a registered direct offering. The warrants have an exercise price of $3.80 per share, are exercisable immediately upon issuance, and will expire three years following the date of issuance. For additional information, refer to Note 7. Equity Securities of the Notes to Condensed Consolidated Financial Statements in this quarterly report on Form 10-Q. On March 6, 2024, the Company announced the appointment of Daniel Bradbury to its Board of Directors. Under Bradburyâ€™s leadership as CEO, Amylin Pharmaceuticals, with partner Alkermes, secured the 2012 approval of BydureonÂ® (exenatide injection), the worldâ€™s first weekly GLP-1 receptor agonist, a class of drugs that now includes blockbusters OzempicÂ®, TrulicityÂ® and WegovyÂ®. Â On April 22, 2024, the Company entered into a sales agreement with an underwriter, under which the Company may offer and sell, from time to time at its sole discretion, shares of common stock, having an aggregate offering price of up to $75.0 million through such underwriter as its sales agent. Also on April 22, 2024, the Company filed a Registration Statement on Form S-3, which was declared effective on May 3, 2024, including a sales agreement prospectus relating to the offering of up to $75.0 million shares of common stock in accordance with the sales agreement. For additional information, refer to Note 7. Equity Securities of the Notes to Condensed Consolidated Financial Statements. 21 On May 28, 2024, VivaniÂ announced the publication of positive weigh loss data supporting the potential veterinary use of OKV-119, the Company's miniature, long-term GLP-1 implant under development with partner OkavaÂ for the treatment of pre-diabetes, diabetes, and obesity in companion felines. The device is intended to be conveniently inserted under the skin during routine veterinary visitsÂ and is being designed to deliver six months of GLP-1 therapy with a single implant. On June 13, 2024,Â the Company announced that the FDA cleared the IND for NPM-119, a miniature, long-term subdermal GLP-1 implant under investigation to address medication non-adherence and potentially improve tolerability in patients with type 2 diabetes. The proposed first-in-human clinical study was designed to evaluate the safety, tolerability and pharmacokinetic profile of the exenatide implant versus the marketedÂ exenatide injectable, Bydureon BCiseÂ®. On July 11, 2024, the Company provided an update of the clinical development plans for NPM-115, the miniature, long-acting GLP-1 (high-dose exenatide) implant for the treatment of chronic weight management in obese and overweight individuals. The Company has redesigned the first-in-human study, LIBERATE-1, to explore the safety, tolerability and pharmacokinetics of an exenatide implant (initially using the same test article proposed for NPM-119) in obese and overweight patients. The study will enroll patients who will be titrated on weekly semaglutide injections for eight weeks before being randomized to receive a single exenatide implant, weekly exenatide injections (Bydureon BCiseÂ®) or weekly semaglutide injections (WegovyÂ®) for a nine-week treatment duration. The LIBERATE-1 study will be conducted in Australia and is anticipated to be initiated in the fourth quarter of 2024, pending regulatory clearance, with data from the study expected in 2025. On September 4, 2024,Â VivaniÂ announced positive preclinical liver fat results with its miniature, ultra long-acting GLP-1Â implant currently under development chronic weight management in obese and overweight individuals and type 2 diabetes. The Company's GLP-1 (exenatide) implant produced sham-implant adjusted liver fat reduction of 82% in an obese mouse model from a single administration with expected twice-yearly dosing. These liver fat data are consistent with published results from similar investigations with semaglutide, the active pharmaceutical ingredient in OzempicÂ®Â and WegovyÂ®. On September 26, 2024, the Company reported receiving regulatory approval to initiate its first in human clinical trial with a miniature, ultra long-acting GLP-1 (exenatide) implant in obese and overweight individuals in Australia. This clinical trial, known as LIBERATE-1â„¢, is part of the NPM-115 program and will investigate the safety, tolerability and full pharmacokinetic profile of an exenatide implant. The trial also represents the first clinical application of the Companyâ€™s proprietary NanoPortalâ„¢ drug implant technology. LIBERATE-1 is designed to enroll participants who will be titrated on weekly semaglutide injections for 8 weeks (0.25 mg/week for 4 weeks followed by 0.5 mg/week for 4 weeks) before being randomized to receive a single administration of Vivaniâ€™s exenatide implant (n=8), weekly exenatide injections (n=8), or weekly 1 mg semaglutide injections (n=8) for a 9-week treatment duration. Changes in weight will be measured. The trial is expected to be initiated later this year with data projected to be available in 2025. Â Funding and Liquidity Â Capital Funding Â From inception, our operations have been funded primarily through the sales of our common stock and warrants. On March 1, 2024, the Company entered into the Securities Purchase Agreement relating to the issuance of 3,947,368 shares of the Companyâ€™s common stock, par value of $0.0001 per share (the â€œcommon stockâ€) and warrants to purchase up to an aggregate of 3,947,368 shares of common stock (the â€œWarrantsâ€), to such investor at a purchase price of $3.80 per share and accompanying warrants in a registered direct offering (the â€œOfferingâ€). The Warrants have an exercise price of $3.80 per share, are exercisable immediately upon issuance and will expire three years following the date of issuance. Simultaneously, the Company also entered into a placement agency agreement with Maxim Group LLC (â€œMaximâ€ and such agreement, the â€œPlacement Agency Agreement,â€ and together with the Securities Purchase Agreement, the â€œAgreementsâ€), who acted as the sole placement agent for the Offering. The gross proceeds of $15.0 million from the Offering, before paying the placement agent fees and other offering costs, were received on March 5, 2024. In connection with the Securities Purchase Agreement, the Company paid issuance costs of $1.3 million, resulting in net proceeds of $13.7 million. For additional information, refer to Note 7. Equity Securities of the Notes to Condensed Consolidated Financial Statements in this quarterly report on Form 10-Q. On April 22, 2024, the Company entered into an Open Market Sale AgreementSM (the â€œSales Agreementâ€) with Jefferies LLC (â€œJefferiesâ€), under which the Company may offer and sell, from time to time at its sole discretion, shares of the common stock, having an aggregate offering price of up to $75.0 million through Jefferies as its sales agent. Also on April 22, 2024, the Company filed a Registration Statement on Form S-3, which was declared effective on May 3, 2024, including a sales agreement prospectus relating to the offering of up to $75.0 million shares of its common stock in accordance with the Sales Agreement. For additional information, refer to Note 7. Equity Securities of the Notes to Condensed Consolidated Financial Statements.Â Â Â Â Â During the three months and nine months ended September 30, 2024,Â the Company received net proceeds of $48,000 and 160,000 from issuing common stocks under the Sales Agreement with Jefferies, respectively. Â 22 Non-Capital Funding From time to time, we receive grants that help fund specific development programs. Any amounts received pursuant to grants are offset against the related operating expenses as the costs are incurred. Commencing in January 2018, we were awarded a grant from the National Institutes of Health (the â€œNIHâ€) to fund the â€œEarly Feasibility Clinical Trial of a Visual Cortical Prosthesisâ€. The final year of the grant ended in March 2024, however the NIH issued us a no-cost extension allowing us to utilize the unfunded amount through March 2025. During the nine months ended September 30, 2024 and 2023 total grants offsetting against operating expenses were $0.2Â million and $0.4Â million, respectively. As of September 30, 2024, we expect $70,000 will be available to offset future operating expenses. Â Liquidity Â We have experienced recurring operating losses and negative operating cash flows since inception and have financed our working capital requirements through the recurring sale of our equity securities. Our financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. To finance our operations, we will need to raise additional capital, which cannot be assured. Our operating plan may change as a result of many factors currently unknown to us, and we will need to seek additional funds through public or private equity offerings or debt financings, grants, collaborations, strategic partnerships or other sources. However, we may be unable to raise additional capital or enter into such other arrangements when needed on favorable terms or at all. If we are unable to obtain funding on a timely basis, we may be required to significantly curtail, delay or discontinue one or more of our research or development programs, or we may be unable to expand or maintain our operations, maintain our current organization and employee base or otherwise capitalize on our business opportunities, as desired, which could materially and adversely affect our business, financial condition and results of operations. Â We estimate that currently available cash will provide sufficient funds to enable the Company to meet its planned obligations for at least the next twelve months. Our ability to continue as a going concern is dependent on our ability to raise additional capital and/or develop profitable operations through implementation of our business initiatives, however, there can be no assurances that we will be able to do so. Â Critical Accounting Policies and Estimates Â The preparation of our condensed consolidated financial statements in conformity with generally accepted accounting principles in the United States (â€œGAAPâ€) and the requirements of the United States Securities and Exchange Commission require management to make estimates, assumptions and judgments that affect the amounts, liabilities, revenue and expenses reported in the financial statements and the notes to the financial statements. On an ongoing basis, we evaluate our critical accounting policies and estimates. We base our estimates on historical experience and on various other assumptions that we believe to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities that are not readily apparent from other sources. Some of those judgments can be subjective and complex, and therefore, actual results could differ materially from those estimates under different assumptions or conditions. Â There have been no material changes to our critical accounting policies during the nine months ended September 30, 2024Â compared to those disclosed in our Form 10-K for the year ended December 31, 2023. Â Results of Operations Â Operating Expenses. We recognize our operating expenses as incurred in two general operational categories: research and development and general and administrative. Our operating expenses also include a non-cash component related to the amortization of stock-based compensation for research and development and general and administrative personnel. From time-to-time we have received grants from institutions or agencies, such as the National Institutes of Health, to help fund some of the cost of our development efforts. We have recorded these grants as reductions to operating expenses. â— Research and development expense consist primarily of employee compensation and consulting costs related to the design, development, and enhancements of our current and potential future products, as well as internal and external costs associated with conducting clinical trials and maintaining relationships with regulatory agencies, as well as facilities costs, which include expenses for rent,

maintenance of facilities and depreciation of equipment, offset by grant revenue received in support of specific research projects. We expense our research and development costs as they are incurred. We expect research and development expenses to increase in the future as we pursue further enhancements of our existing product and develop technology for our potential future products. We also expect to receive additional grants in the future that will primarily offset research and development costs. â— General and administrative expense consist primarily of salaries and related expenses for executive, legal, finance, human resources, information technology and administrative personnel, as well as recruiting and professional fees, patent filing and annuity costs, insurance costs and other general corporate expenses, including rent and other facility related costs. We expect general and administrative expenses to increase as we add personnel and incur additional costs related to the growth of our business and operate as a public company. 23 Comparison of the Three Months Ended September 30, 2024 and 2023 Â Research and development expense. Research and development expense during the three months ended September 30, 2024 was $4.2 million, compared to $4.4 million during the three months ended September 30, 2023. The decrease of $0.2 million, or 5%, was primarily attributable toÂ staffing reduction and reduced use of outside servicesÂ from our neurostimulation division, partially offset by the increase in Alameda site facility expenseÂ from ourÂ BiopharmaÂ division.Â Â General and administrative expense. General and administrative expense during the three months ended September 30, 2024 was $2.1 million, compared to $2.7 million during the three months ended September 30, 2023. The decrease of $0.6 million, or 22%, was primarily attributable toÂ staffing reductions along with reduced outside legal services from our neurostimulation division, in addition to reducedÂ professional servicesÂ from our Biopharma division. Â Other income, net. Other income, net during the three months ended September 30, 2024 was $0.3 million, compared to $0.4 million during the three months ended September 30, 2023. The change was not significant. Â Comparison of the Nine Months Ended September 30, 2024 and 2023 Â Research and development expense.Â Research and development expenseÂ decreased by $0.8 million, or 7%, to $11.4 million in the first nine months of 2024 from $12.3 million in the same period of 2023. The costs decreased was primarily attributable toÂ staffing reduction and reduced use of outside services from our neurostimulationÂ division, partially offset by the increase in Alameda site facility expenseÂ from ourÂ BiopharmaÂ division.Â Â General and administrative expense.Â General and administrative expense decreased $1.7 million, or 20%, to $6.8 million in the first nine months of 2024 from $8.5 million in the same period of 2023. This decrease was primarily attributable to staffing reductions along with reduced outside legal servicesÂ fromÂ our neurostimulation division. Â Other income, net.Â Other income, net during theÂ nine months ended September 30, 2024Â was $0.8Â million, compared to $1.1Â million during theÂ nine months ended September 30, 2023. The decrease was due to lower interest associated with lower cash balances. Liquidity and Capital Resources Â We have experienced recurring operating losses and negative operating cash flows since inception and have financed our working capital requirements through the recurring sale of our equity securities. Our financial statements have been presented on the basis that our business is a going concern, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. Â On March 1, 2024, the Company entered into the Securities Purchase Agreement relating to the issuance of 3,947,368 shares of the Companyâ€™s common stock, par value of $0.0001 per share and warrants to purchase up to an aggregate of 3,947,368 shares of common stock at a purchase price of $3.80 per share and accompanying warrants in a registered direct offering. The Warrants have an exercise price of $3.80 per share, are exercisable immediately upon issuance and will expire three years following the date of issuance. In connection with the Placement Agency Agreement, the Company agreed to pay Maxim an aggregate cash fee of 7.0% of the aggregate proceeds raised from the sale and issuance of the shares of common stock and accompanying warrants. Pursuant to the Placement Agency Agreement, the Company also agreed to reimburse Maxim up to $65,000 for its legal expenses. The gross proceeds of $15.0 million from the Offering, before paying the placement agent fees and other estimated offering costs, were received on March 5, 2024. In connection with the Securities Purchase Agreement, the Company paid issuance costs of $1.3 million, resulting in net proceeds of $13.7 million, during the nine months ended September 30, 2024. For additional information, refer to Note 7. Equity Securities of the Notes to Condensed Consolidated Financial Statements in this quarterly report on Form 10-Q. On April 22, 2024, the Company entered into the Sales Agreement with Jefferies, under which the Company may offer and sell, from time to time at its sole discretion, shares of the common stock, having an aggregate offering price of up to $75.0 million through Jefferies as its sales agent. Also on April 22, 2024, the Company filed a Registration Statement on Form S-3, which was declared effective on May 3, 2024, including a sales agreement prospectus relating to the offering of up to $75.0 million shares of its common stock in accordance with the Sales Agreement. For additional information, refer to Note 7. Equity Securities of the Notes to Condensed Consolidated Financial Statements. Â We estimate that currently available cash will provide sufficient funds to enable the Company to meet its planned obligations for at least the next twelve months. Our ability to continue as a going concern is dependent on our ability to develop profitable operations through implementation of our business initiatives and/or raise additional capital, however, there can be no assurances that we will be able to do so. Â 24 We are subject to the risks and uncertainties associated with a business with no revenue that is developing a novel pharmaceutical product candidates and medical device candidates, including limitations on our operating capital resources and uncertain demand for our products. We have incurred recurring operating losses and negative operating cash flows since inception, and we expect to continue to incur operating losses and negative operating cash flows for the foreseeable future. We expect our operating expenses to increase significantly as we continue our business operations, particularly as we prepare to and initiate our planned clinical trial and conduct our other research and development activities. Conducting clinical trials is a time-consuming, expensive and uncertain process that takes many years to complete and we may never generate the necessary data or results required to obtain marketing approval. We do not expect revenues until we are successful in completing the development and obtaining marketing approval for our products. We expect expenses to increase in connection with our ongoing activities, particularly as we initiate clinical trials, initiate new research and development projects and seek marketing approval for any product candidates that we successfully develop. If we are required to conduct additional nonclinical or clinical activities preclinical or IND-enabling activities such as additional pre-clinical, our overall expenditures would increase. In addition, if we obtain marketing approval, we expect to incur significant additional expenses related to sales, marketing, distribution and other commercial infrastructure to commercialize such product. In addition, our product candidates, if approved, may not achieve commercial success. We incur significant costs associated with operating as a public company in a regulated industry. Until such time, if ever, we can generate product revenues, we anticipate that we will seek to fund our operations through public or private equity or debt financings, grants, collaborations, strategic partnerships or other sources. However, we may be unable to raise additional capital or enter into such other arrangements when needed on favorable terms or at all. To the extent that we raise additional capital through the sale of equity, convertible debt or other equity-linked securities, the ownership interests of some or all of our common stockholders will be diluted, the holders of new equity securities may have priority rights over our existing stockholders and the terms of these securities may include liquidation or other preferences that adversely affect the rights of our existing common stockholders. Debt financing, if available, may involve agreements that include covenants limiting or restricting our ability to take specific actions, such as incurring additional debt, making capital expenditures or declaring dividends. If adequate funds are not available, we may be required to curtail operations significantly or to obtain funds by entering into agreements on unattractive terms. If, for example, we raise funds through additional collaborations, strategic alliances or licensing arrangements with third parties, we may have to relinquish valuable rights to our technologies, future revenue streams, research programs or product candidates, or to grant licenses on terms that may not be favorable to us. Our inability to raise capital could have a material adverse effect on our business, financial condition and results of operations.Â Â Cash, cash equivalents and restricted cash decreased by $1.0 million from $22.0 million as of December 31, 2023 to $21.0 million as of September 30, 2024. Working capital was $15.1 million as of September 30, 2024, as compared to $17.3 million as of December 31, 2023, aÂ decrease of $2.2 million. We use our cash and cash equivalents and working capital to fund our operating activities. Â Cash Flows from Operating Activities Â During the nine months ended September 30, 2024, we used $15.0 million of cash in operating activities, consisting primarily of a net loss of $17.4 million, partially offset by $0.7 million provided by a net change in operating assets and liabilities and non-cash items totaling $1.8 million for depreciation and amortization of property and equipment, stock-based compensation and lease expense. Â During the nine months ended September 30, 2023, we used $20.2 million of cash in operating activities, consisting primarily of a net loss of $19.6Â million and a net increase in net operating assets of $3.0Â million, partially offset by non-cash charges of $2.4Â million for depreciation and amortization of property and equipment, stock-based compensation and lease expense. Â Cash Flows from Investing Activities Â Cash used for investing activities during the nine months ended September 30, 2024 and 2023 was $0.3 million and $0.1 million, respectively, primarily attributable to the purchase of property and equipment. Â Cash Flows from Financing Activities Â Cash provided by financing activities was $14.2 million during the nine months ended September 30, 2024, primarily attributable to a securities purchase agreement with an institutional investor. For additional information, refer to Note 7. Equity Securities of the Notes to Condensed Consolidated Financial Statements in this quarterly report on Form 10-Q. Â Cash provided by financing activities was $110,000 during theÂ nine months ended September 30, 2023Â from exercise of options. Â 25 Â Off-Balance Sheet Arrangements Â As of September 30, 2024, we did not have any transactions, obligations or relationships that constitute off-balance sheet arrangements. Â Item 3.Â Quantitative and Qualitative Disclosures about Market Risk Â Interest Rate Sensitivity Â The primary objective of our investment activities is to maintain the safety of principal and preserve liquidity without incurring significant risk. We invest cash in excess of our current needs in certificates of deposit and money market funds. In general, money market funds are not considered to be subject to interest rate risk because the interest paid on such funds fluctuates with the prevailing interest rate. As of September 30, 2024, our cash equivalents consisted of certificates of deposit, money market funds and restricted cash as collateral for our lease. Â Exchange Rate Sensitivity Â The majority of our operating expenses were denominated in U.S. dollars. We have not entered into foreign currency forward contracts to hedge our operating expense exposure to foreign currencies, but we may do so in the future. Â Item 4. Controls and Procedures Â Evaluation of Disclosure Controls and Procedures Â Our management, including our Chief Executive Officer (â€œCEOâ€) and our Chief Financial Officer (â€œCFOâ€), evaluated the effectiveness of our disclosure controls and procedures as of the end of the period covered by this report. The term â€œdisclosure controls and procedures,â€ as defined in Rules 13a-15(e) and 15d-15(e) under the Exchange Act, means controls and other procedures of a company that are designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the SECâ€™s rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is accumulated and communicated to the companyâ€™s management, including its principal executive and principal financial officers, as appropriate to allow timely decisions regarding required disclosure. As ofÂ September 30, 2024, based on the evaluation of these disclosure controls and procedures, our CEO and CFO have concluded that our disclosure controls and procedures were effective at a reasonable assurance level. Â Changes in Internal Control over Financial Reporting Â There has been no change in our internal control over financial reporting during the quarter ended September 30, 2024, that materially affected, or are reasonably likely to materially affect, our internal control over financial reporting. We are updating our internal control environment to address changes in our risks in financial reporting to accommodate our operating activities, staffing levels, and segregation of duties. Such changes may result in new or reduced controls. Â Inherent Limitations on Effectiveness of Controls Â Because of the inherent limitations of internal control over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may not be prevented or detected on a timely basis. Also, projections of any evaluation of the effectiveness of the internal control over financial reporting to future periods are subject to the risk that the controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate. A control system, no matter how well conceived and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. Further, the design of a control system must reflect the fact that there are resource constraints, and the benefits of controls must be considered relative to their costs. These inherent limitations include the realities that judgments in decision-making can be faulty, and that breakdowns can occur because of a simple error or mistake. Additionally, controls can be circumvented by the individual acts of some persons, by collusion of two or more people or by management override of the controls. The design of any system of controls also is based in part upon certain assumptions about the likelihood of future events, and there can be no assurance that any design will succeed in achieving its stated goals under all potential future conditions; over time, controls may become inadequate because of changes in conditions, or the degree of compliance with policies or procedures may deteriorate. Because of the inherent limitations in a cost-effective control system, misstatements due to error or fraud may occur and not be detected.Â 26 PART II-OTHER INFORMATION Â Item 1. Legal Proceedings Â One opposition filed by Pixium Vision SA (â€œPixiumâ€) is pending in the European Patent Office challenging the validity of a European patent owned by Cortigent. The outcome of the challenge is not certain, however, if successful, it may affect our ability to block competitors from utilizing Cortigentâ€™s neurostimulation patented technology. We believe a successful challenge will not have a material effect on our ability to manufacture and sell our products, or otherwise have a material effect on Cortigentâ€™s operations.Â Â As described in the Companyâ€™s 10-K for the year ended December 31, 2020, the Company had entered into a Memorandum of Understanding (â€œMOUâ€) for a proposed business combination with Pixium. In response to a press release by Pixium dated March 24, 2021, and subsequent communications between us and Pixium, our Board of Directors determined that the business combination with Pixium was not in the best interest of our shareholders. On April 1, 2021, we gave notice to Pixium that we were terminating the MOU between the parties and seeking an amicable resolution of termination amounts that may be due, however no assurance can be given that an amicable resolution will be reached. We accrued $1,000,000 of liquidated damages as contemplated by the MOU in accounts payable as of March 31, 2021 and remitted that amount to Pixium in April 2021. Pixium indicated that it considered this termination wrongful, rejected the Companyâ€™s offers, but retained the $1,000,000 payment. On May 19, 2021, Pixium filed suit in the Paris Commercial Court, and currently claim damages of approximately â‚¬5.1 million or about $5.6 million. We believe we have fulfilled our obligations to Pixium with the liquidated damages payment of $1,000,000. On December 8, 2022, the Company received notice that the Paris Commercial Court has rendered its judgment, including finding that the Companyâ€™s termination of the MOU was not valid. In the judgment, the Company was ordered to pay to Pixium the amount of â‚¬2,500,000 minus a â‚¬947,780 credit for the $1,000,000 already paid for, a net amount payable of approximately â‚¬1,552,220. On May 24, 2023, the Company filed an appeal against the judgment from the Paris Commercial Court except in so far as such prior judgment dismissed (i) Pixiumâ€™s claim for the Company to pay it a sum of â‚¬480,693 relating to the alleged time spent by its teams, (ii) Pixiumâ€™s application to order the Company to pay it a sum of â‚¬1,500,000 in respect to alleged loss of opportunity and (iii) deducted the sum of $1,000,000 that we already paid Pixium and which Pixium retained converted into euros at the date of the judgment. Thereafter Pixium filed its brief with Paris Court of Appeal and filed a cross-appeal on January 18, 2024. Meanwhile, the Company received notice that the Paris Commercial Court had opened safeguard proceedings against Pixium by judgment dated October 9, 2023, then in its judgment dated November 13, 2023, converted safeguard proceedings into receivership, and in its judgment dated January 31, 2024, converted Pixiumâ€™s receivership proceedings to liquidation proceedings, the transfer plan being rejected. As a result, Pixiumâ€™s liquidator intervened on behalf of Pixium in the pending proceedings before the Paris Court of Appeal and filed its brief on March 21, 2024. The Company filed its brief in reply with the Paris Court of Appeal on April 17, 2024. Proceedings before the Paris Court of Appeal are pending. In parallel, since the Company has failed to enforce the judgment, Pixium has requested the pre-trial judge to strike out the Company's appeal for failure to enforce the judgment.Â The hearing took place on June 4, 2024, and on October 23, 2024, the pre-trial judge issued his order, striking outÂ Vivani'sÂ appeal for failure to enforce the decision. Within two years,Â VivaniÂ will have to request that the case be reinstated on the court's docket, providing evidence that the judgment has been fully enforced or, at the very least, that an agreement has been reached. Failing this, the appeal proceedings will lapse. The Company recorded a charge of $1,675,000 for the year ended December 31, 2022, related to this matter but plans to continue its appeal against the preliminary judgment. Â We are party to litigation arising in the ordinary course of business. It is our opinion that the outcome of such matters will not have a material effect on our financial statements, however, the results of litigation and claims are inherently unpredictable. Regardless of the outcome, litigation can have an adverse impact on us because of defense and settlement costs, diversion of management resources and other factors.Â Item 1A. Risk Factors Â Our business is subject to numerous material and other risks. You should carefully consider the risks and uncertainties described below together with all of the other information contained in this Form 10-Q, including our consolidated financial statements and the related notes, and in our other filings with the SEC. If any of the stated risks actually occur, our business, prospects, operating results, and financial condition could suffer materially. In such event, the trading price of our common stock could decline and you might lose all or part of your investment. The material risks associated with our business were most recently discussed in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023 that we filed on March 26, 2024. There have been no material changes from the risk factors previously disclosed in such filing,Â expect as noted below: Â 27 Risks Related to Our Financial Position and Need for Additional Capital Â We will require substantial additional financing to pursue our business objectives, which may not be

available on acceptable terms, or at all. A failure to obtain this necessary capital when needed could force us to delay, limit, reduce or terminate our product development, commercialization efforts or other operations. Â Developing pharmaceutical products, including conducting preclinical studies and clinical trials, is a very time-consuming, expensive, and uncertain process that takes years to complete. Our operations have consumed substantial amounts of cash, and we expect our expenses to increase in connection with our ongoing activities, particularly as we conduct clinical trials of our product candidates. Even if one or more of our product candidates is approved for commercial sale, we will incur significant costs associated with sales, marketing, manufacturing, and distribution activities. Our expenses could increase beyond expectations if required by the FDA, the EMA or other regulatory agencies to perform clinical trials or preclinical studies in addition to those that we currently anticipate. For example, on June 13, 2024, the FDA lifted the full clinical hold that they had previously implemented on the LIBERATE-1 study on August 18, 2023 and have cleared us to initiate the LIBERATE-1TM Phase 1 clinical trial to assess the safety, tolerability and pharmacokinetics of NPM-119 (exenatide), our miniature, six-month GLP-1 implant in development for treatment of type 2 diabetes and on September 26, 2024, we received regulatory approval to initiate a first in human clinical trial, known as the LIBERATE-1â„¢, with the Companyâ€™s GLP-1 (exenatide) implant in obese and overweight individuals in Australia. Other unanticipated costs may also arise. Because the design and outcome of our planned and anticipated clinical trials are highly uncertain, we cannot reasonably estimate the actual amount of resources and funding that will be necessary to successfully complete the development and commercialization of any product candidate. We are not permitted to market or promote any product candidate before it receives marketing approval from the regulatory authorities. Accordingly, we will need to obtain substantial additional funding in order to continue our operations and pursue our business objectives. Â Risks Related to Product Development, Clinical Testing and Commercialization Â Clinical development involves a lengthy and expensive process with uncertain outcomes. We may incur additional costs and experience delays in developing our product candidates, and our clinical development efforts may not yield favorable results. Â To receive regulatory approval for our product candidates, adequate and well-controlled clinical trials must be conducted to demonstrate safety and efficacy in humans to the satisfaction of the FDA, the EMA, and comparable foreign authorities. We have not yet conducted clinical trials for our current product candidates and clinical testing of such product candidates may not yield results to support continued development or seeking regulatory approval. The development process is expensive, can take many years and has an uncertain outcome. Failure can occur at any stage of the process. We may experience numerous unforeseen events during, or as a result of, the development process that could delay or prevent development and approval of our product candidates, including the following: â€¢ we may be unable to initiate or conduct planned clinical trials on our anticipatedÂ timelines, including as a result of failing to obtain any clearances necessary to conduct clinical trials or being subject to clinical holds that prevent continuation of such trials; â€¢ clinical trials may produce negative or inconclusive results; â€¢ preclinical studies conducted with product candidates during clinical development to, among other things, evaluate their safety, tolerability and pharmacokinetics and optimize their formulation may produce unfavorable results; â€¢ patient recruitment and enrollment in clinical trials may be slower than anticipated; â€¢ costs of development may be greater than anticipated; â€¢ our product candidates may cause undesirable side effects that delay or preclude regulatory approval or limit their commercial use or market acceptance, if approved; â€¢ if one or more product candidates are developed in collaboration with third parties, such parties may not devote sufficient resources to these clinical trials or other preclinical studies of these candidates or conduct them in a timely manner; â€¢ we may face delays or other challenges associated with the availability and sourcing key raw materials and/or key components; and â€¢ we may encounter difficulties in developing product candidates related to our proprietaryÂ NanoPortalÂ implant technology or difficulties associated with the long-term purity, potency, safety, or stability of our product candidates. Â Â Â Â For example, on June 13, 2024, the FDA lifted the full clinical hold that they had previously implemented on the LIBERATE-1 study on August 18, 2023 and have cleared us to initiate the LIBERATE-1TM, a Phase 1 clinical trial to assess the safety, tolerability and pharmacokinetics of our miniature, 6-month, exenatide implant in patients with type 2 diabetes. In February 2024, Vivani announced a strategic shift to prioritize the Company's obesity portfolio and the LIBERATE-1 trial was revised to assess the safety, tolerability and pharmacokinetics of the exenatide implant in obese and overweight individuals. In addition, the Company announced that LIBERATE-1 would now be conducted in Australia and on September 26, 2024, the Company reported receiving regulatory approval to conduct the trial. Vivani anticipated initiation of LIBERATE-1 in 2024 and results from the study to be available in 2025. 28 We could experience delays in the commencement or completion of clinical trials, which could result in increased costs or otherwise impair our research and development efforts. Â Delays in the commencement or completion of clinical trials could significantly impact our drug development costs and otherwise impair our research and development efforts. We do not know whether planned clinical trials will begin on time or be completed on schedule, if at all. The commencement of clinical trials can be delayed for a variety of reasons, including, but not limited to, delays related to: Â â€¢ obtaining regulatory approval to commence one or more clinical trials; â€¢ reaching agreement on acceptable terms with prospective third-party contract research organizations and clinical trial sites; â€¢ obtaining institutional review board approval to conduct one or more clinical trials at a prospective site; â€¢ recruiting and enrolling patients to participate in one or more clinical trials; and â€¢ the failure of our collaborators to adequately resource our product candidates. Â Â Â For example, on June 13, 2024, the FDA lifted the full clinical hold that they had previously implemented on the LIBERATE-1 study on August 18, 2023 and have cleared us to initiate the LIBERATE-1TM Phase 1 clinical trial to assess the safety, tolerability and pharmacokinetics of NPM-119 (exenatide), our miniature, six-month GLP-1 implant in development for treatment of type 2 diabetes. In February 2024, Vivani announced a strategic shift to prioritize the Company's obesity portfolio and the LIBERATE-1 trial was revised to assess the safety, tolerability and pharmacokinetics of the exenatide implant in obese and overweight individuals. In addition, the Company announced that LIBERATE-1 would now be conducted in Australia and on September 26, 2024, the Company reported receiving regulatory approval to conduct the trial. Vivani anticipated initiation of LIBERATE-1 in 2024 and results from the study to be available in 2025. Our product candidates are subject to extensive regulation under the FDA, the EMA and comparable foreign authorities, and must undergo extensive clinical testing that can be costly and time consuming, with no assurance that regulatory approval will be obtained for any of our product candidates. Â The clinical development, manufacturing, labeling, storage, record-keeping, advertising, promotion, export, marketing, and distribution of our product candidates are subject to extensive regulation by the FDA and other U.S. regulatory agencies, the EMA, or comparable authorities in foreign markets. In the U.S., neither we nor any collaborators are permitted to conduct clinical testing in humans with our product candidates unless and until clearance is received to conduct clinical investigations under an IND from the FDA or receive similar authorizations abroad. For example, on June 13, 2024, the FDA lifted the full clinical hold that they had previously implemented on the LIBERATE-1 study on August 18, 2023 and have cleared us to initiate the LIBERATE-1TM Phase 1 clinical trial to assess the safety, tolerability and pharmacokinetics of NPM-119 (exenatide), our miniature, six-month GLP-1 implant in development for treatment of type 2 diabetes. The LIBERATE-1 study will be conducted in Australia and is anticipated to be initiated in the fourth quarter of 2024 after the HREC approval. In addition, marketing of such product candidates may not occur unless and until approval of a new drug application (â€œNDAâ€) from the FDA or similar approvals by comparable foreign regulatory authorities are secured. Â With respect to one or more of our product candidates, we may seek regulatory approval in the U.S. by filing an NDA under Section 505(b)(2) of the Federal Food, Drug, and Cosmetic Act, which is referred to as the 505(b)(2) pathway. The 505(b)(2) pathway allows at least some of the information required for NDA approval, such as safety and efficacy information on the active ingredient, to come from studies not conducted by or for the applicant. For our exenatide implants for example, we may intend to rely on certain information from BydureonÂ® and/or Bydureon BCiseÂ®, AstraZenecaâ€™s exenatide extended-release injectable products. If we are unable to reference data generated for BydureonÂ® and/or Bydureon BCiseÂ®, additional clinical studies, including a cardiovascular outcomes (â€œCVOTâ€) study, may be required and would add significant additional costs and a significant delay in our efforts to seek and secure marketing approval. Further, if a CVOT study were conducted, there can be no assurance that the study would generate favorable results and support regulatory approval. Â Risks Related to Ownership of Our Common Stock Â Because we became a reporting company under the Exchange Act by means other than a traditional underwritten initial public offering, we may not be able to attract the attention of research analysts at major brokerage firms. Â Vivani resulted from the August 2022 business combination of Second Sight and NPM. Vivaniâ€™s main priority is the further development of the Companyâ€™s lead program NPM-115, which is a miniature, six-month, GLP-1 implant candidate for the treatment of chronic weight management and the balance of the Companyâ€™s emerging portfolio of miniature, long-acting, GLP-1 implant candidates. In parallel, Vivaniâ€™s management team remained committed to identifying and exploring strategic options for the Neuromodulation Division (formerly Second Sight) that will enable further development of its pioneering neurostimulation systems to help patients recover critical body functions. Â Because the NPM business did not become a reporting company by conducting an underwritten initial public offering of our common stock, security analysts of brokerage firms may not provide coverage of our company. In addition, investment banks may be less likely to agree to underwrite secondary offerings on our behalf than they might if we became a public reporting company by means of an underwritten initial public offering, because they may be less familiar with our company as a result of more limited coverage by analysts and the media, and because we became public at an early stage in our development. The failure to receive research coverage or support in the market for our shares will have an adverse effect on our ability to develop a liquid market for our common stock. 29 Item 2. Unregistered Sales of Equity Securities and Use of Proceeds Â On November 8, 2024, the Company entered into a private sale transaction with one of its independent directors whereby the Company sold an aggregate of 3,968,253 shares of the Companyâ€™s common stock to the director at a price of $1.26 per share, which was the lower of the closing price of the Companyâ€™s common stock on the Nasdaq or the 5-day average closing price of the Companyâ€™s common stock on the Nasdaq, each immediately prior to the closing date, subject to adjustment for reverse and forward stock splits, stock dividends, stock combinations and other similar transactions of the common stock that occur after the date of the private sale transaction. The gross proceeds from this private sale transaction were $5,000,000.00. Â Item 3. Defaults upon Senior Securities Â None. Â Item 4. Mine Safety Disclosures Â Not applicable. Â Item 5. Other InformationÂ Â (a) Private Sale Transaction Â The information set forth below is included for the purpose of providing disclosure under â€œItemÂ 1.01Â - Entry into a Material Definitive Agreement,â€ and â€œItem 3.02 â€“ Unregistered Sales of Equity Securitiesâ€ of Form 8-K. Â On November 8, 2024, the Company entered into a private sale transaction with one of its independent directors whereby the Company sold an aggregate of 3,968,253 shares of the Companyâ€™s common stock to the director at a price of $1.26 per share, which was the lower of the closing price of the Companyâ€™s common stock on the Nasdaq or the 5-day average closing price of the Companyâ€™s common stock on the Nasdaq, each immediately prior to the closing date, subject to adjustment for reverse and forward stock splits, stock dividends, stock combinations and other similar transactions of the common stock that occur after the date of the private sale transaction. The gross proceeds from this private sale transaction were $5,000,000.00. Â (c) Rule 10b5-1 Trading Plan Disclosure No Rule 10b5-1 plans or non-Rule 10b5-1 trading arrangements were adopted, modified, or terminated by officers or directors of the Company, nor were there any material changes to the procedures by which security holders may recommend nominees to the Companyâ€™s Board of Directors, during the quarter ended September 30, 2024.Â Â 30 Item 6. ExhibitsÂ Â EXHIBIT INDEX Â Exhibit No. Exhibit Description Â 2.1 Agreement and Plan of Merger by and among Second Sight Medical Products, Inc. and Nano Precision Medical, Inc., dated February 4, 2022 (incorporated by reference to Exhibit 2.1 in the Registrantâ€™s Current Report on Form 8-K filed with the SEC on February 8, 2022). Â 3.1 Certificate of Incorporation of Vivani Medical, Inc., filed with the Secretary of State of Delaware and effective, July 6, 2023 (incorporated by reference to Exhibit 3.1 in the Registrantâ€™s Current Report on Form 8-K filed with the SEC on July 10, 2023). Â 3.2 Bylaws of Vivani Medical, Inc. effective July 6, 2023 (incorporated by reference to Exhibit 3.2 in the Registrantâ€™s Current Report on Form 8-K filed with the SEC on July 10, 2023). Â Â 31.1* Certification of Principal Executive Officer of Vivani Medical, Inc. pursuant to Section 302 of Sarbanes-Oxley Act of 2002. Â 31.2* Certification of Principal Financial and Accounting Officer of Vivani Medical, Inc. pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. Â 32.1** Certifications of Principal Executive Officer and Principal Financial and Accounting Officer of Vivani Medical, Inc. pursuant to Rule 13a-14(b) under the Exchange Act and 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. Â Â 101.INS* Inline XBRL Instant Document. Â 101.SCH* Inline XBRL Taxonomy Extension Schema Document. Â 101.CAL* Inline XBRL Taxonomy Extension Calculation Linkbase Document. Â 101.DEF* Inline XBRL Taxonomy Extension Definition Linkbase Document. Â 101.LAB* Inline XBRL Taxonomy Extension Label Linkbase Document. Â 101.PRE* Inline XBRL Taxonomy Extension Presentation Linkbase Document. Â 104* Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101) Â * Filed herewith. Â ** This certification will not be deemed â€œfiledâ€ for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the â€œExchange Actâ€), or otherwise subject to the liability of that section. Such certification will not be deemed to be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except to the extent specifically incorporated by reference into such filing. Â 31 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 thereunto duly authorized. Â Name Â Title Â Date Â Â Â Â Â /s/ Adam MendelsohnÂ Â Chief Executive Officer Â November 13, 2024 Adam Mendelsohn Â (Principal Executive Officer) Â Â Â Â Â Â Â Â /s/Â Brigid A. Makes Â Chief Financial Officer Â November 13, 2024 Brigid A. Makes Â (Principal Financial and Accounting Officer) Â Â Â 32 EX-101.DEF 2 vani-20240930_def.xml DEFINITION EX-101.PRE 3 vani-20240930_pre.xml PRESENTATION EX-101.CAL 4 vani-20240930_cal.xml CALCULATION EX-101.LAB 5 vani-20240930_lab.xml LABEL Antidilutive Securities [Domain] Gross proceeds Legal expenses, maximum payment under agreement Legal Fees Share price (in dollars per share) Class of Stock [Line Items] This member stands for the information pertaining to "Jefferies LLC (â€œJefferiesâ€)". Jefferies LLC (â€œJefferiesâ€) [Member] Jefferies LLC [Member] This member stands for the information pertaining to "Maxim Group LLC (â€œMaximâ€)". Maxim Group LLC (â€œMaximâ€) [Member] Maxim Group LLC [Member] Counterparty Name [Domain] Counterparty Name [Axis] Common Stock [Member] Class of Warrant or Right, Exercisable, Weighted Average Remaining Contractual Term Class of Warrant or Right, Outstanding, Weighted Average Remaining Contractual Term Weighted Average Exercise Price Per Share, Warrants exercisable at ending balance Class of Warrant or Right, Exercisable, Weighted Average Exercise Price Weighted Average Exercise Price Per Share, Forfeited or expired Weighted Average Exercise Price Per Share, Exercised Class of Warrant or Right, Exercises in Period, Weighted Average Exercise Price Weighted Average Exercise Price Per Share, Issued Class of Warrant or Right, Grants in Period, Weighted Average Exercise Price The number of share warrants exercisable that may be converted into shares under warrants agreement. Number of Shares, Warrants exercisable at ending balance Class of Warrant or Right, Exercisable, Number Number of Shares, Forfeited or expired Class of Warrant or Right, Forfeitures and Expirations in Period Class of Warrant or Right, Exercises in Period Number of Shares, Exercised The number of share warrants exercised during the period. The number of share warrants granted during the period. Number of Shares, Issued Class of Warrant or Right, Grants in Period Commitments and Contingencies Disclosure [Text Block] Subsequent Event Type [Domain] Options exercises (in shares) Property Plant And Equipment [Domain] Options exercised (in shares) Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block] Stock-Based Compensation Share-Based Payment Arrangement [Text Block] Charge related to legal settelment Loss Contingency, Loss in Period Revenue from contract with customer The number of weeks before being randomized to receive a therapy. Revenue from Contract with Customer, Including Assessed Tax Number of Weeks before being Randomized to Receive Therapy Number of weeks before being randomized to receive a therapy Period of specific therapy with a single administration The period for specific therapy with a single administration. The period for sham implant control therapy. Period of Specific Therapy with Single Administration Period of Sham Implant Control Therapy Period of sham implant control therapy The percentage of weight loss after exenatide implant therapy for patients whom has high-fat diet-induced obese mice. Percentage of weight loss after exenatide implant therapy for patients whom has high-fat diet-induced obese mice Percentage of Weight Loss after Exenatide Implant Therapy for Patients Whom has High-Fat Diet-Induced Obese Mice Number of employees after implemented a reduction-in-force to conserve cash The number of persons employed by the entity after implemented a reduction-in-force to conserve cash. The number of persons employed by the entity before implemented a reduction-in-force to conserve cash. Number of Employees after Implemented Reduction-In-Force to Conserve Cash The percentage of the patients whom taking Wegovy (semaglutide injectable) discontinue therapy within second year of treatment. Percentage of patients taking Wegovy (semaglutide injectable) discontinue therapy within second year of treatment Percentage of Patients Taking Wegovy (Semaglutide Injectable) Discontinue Therapy within Second Year of Treatment The percentage of the patients whom taking Wegovy (semaglutide injectable) discontinue therapy within first year of treatment. Percentage of patients taking Wegovy (semaglutide injectable) discontinue therapy within first year of treatment Percentage of Patients Taking Wegovy (Semaglutide Injectable) Discontinue Therapy within First Year of Treatment Disclosure of Organization, Consolidation and Presentation of Financial Statements [Line Items] Share-based payment award, award vesting period subsequent to performance period end date Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Grants in Period, Gross Estimated aggregate intrinsic value of stock options exercisable Equity Incentive Plans [Member] Restricted Stock Units (RSUs) [Member] The award vesting period including subsequent period to performance period end date over which grantee's right to exercise award under share-based payment arrangement, in 'PnYnMnDTnHnMnS'

format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Share-based payment award, award vesting period including subsequent period to performance period end date Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Including Subsequent Period to Performance Period End Date Share-based payment award, fair value assumptions, expected dividend payments Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Payments Equity Securities Granted, weighted average exercise price (in dollars per share) The gross proceeds of cash inflow from issuance of common stock and warrants in connection with at-the-market offering, during the reporting period. Proceeds from Issuance of Common Stock and Warrants in Connection with At-Market offering, Gross The amount authorized for sale of common shares in connection with at-the-market offering. Gross proceeds The weighted average remaining contractual term for warrants exercisable, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. Weighted Average Remaining Contractual Life, Warrants exercisable at ending balance (in Years) Weighted Average Remaining Contractual Life, Warrants outstanding at ending balance (in Years) Weighted Average Remaining Contractual Life, Warrants outstanding at beginning balance (in Years) The weighted average remaining contractual term for warrants outstanding, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. The weighted-average price as of the balance sheet date at which grantees can acquire the shares reserved for issuance on vested portions of warrants outstanding and currently exercisable under the warrants plan. The weighted average price per share amount of warrants that were either forfeited or expired. Class of Warrant or Right, Forfeitures and Expirations, Weighted Average Exercise Price The weighted average price per share amount at which warrant holders acquired shares when converting their share warrants into shares. The weighted average price per share amount at which grantees can acquire shares of common stock by exercise of warrants. The number of shares under warrants that were cancelled during the reporting period as a result of occurrence of a terminating event specified in contractual agreements pertaining to the warrants agreement or that expired. Cash and Cash Equivalents [Axis] Notes Payable, Other Payables [Member] Schedule of Organization, Consolidation and Presentation of Financial Statements [Table] Promissory note [Member] This member stands for the information pertaining to "Cortigent, Inc.". Cortigent, Inc. [Member] Cortigent, Inc. [Member] Debt Instrument, Name [Domain] Debt Instrument [Axis] Consolidated Entities [Domain] Consolidated Entities [Axis] Debt instrument, term Debt Instrument, Term The amount which has agreed to pay by related party upon agreement. Amount agreed to pay by related party Amount Agreed to Pay by Related Party The period for delivering therapeutic drug levels for medication adherence. Period for delivering therapeutic drug levels Period for Delivering Therapeutic Drug Levels The percentage of the patients do not take their medicine as prescribed in the real world. Percentage of patients do not take their medicine as prescribed in real world Percentage of Patients do not Take their Medicine as Prescribed in Real World Organization and Business Operations Maximum [Member] Minimum [Member] Number of employees before implemented a reduction-in-force to conserve cash Number of Employees before Implemented Reduction-In-Force to Conserve Cash Debt Instrument, Face Amount Debt instrument, face amount Debt instrument, interest rate, stated percentage Debt Instrument, Interest Rate, Stated Percentage Legal Entity [Axis] Common Stock [Member] Additional Paid-in Capital [Member] Equity Components [Axis] Accumulated Other Comprehensive Income [Member] Accumulated Deficit [Member] Collaborative Arrangement and Arrangement Other than Collaborative [Axis] Certificates of Deposit [Member] Fair Value Hierarchy and NAV [Axis] Fair Value, Inputs, Level 1 [Member] Measurement Frequency [Axis] Fair Value, Recurring [Member] Fair Value, Inputs, Level 2 [Member] Fair Value, Inputs, Level 3 [Member] Money Market Funds [Member] Long-Lived Tangible Asset [Axis] Equipment [Member] Furniture and Fixtures [Member] Construction in Progress [Member] Sale of Stock [Axis] Class of Warrant or Right [Axis] Warrant [Member] Equity Component [Domain] Statement of Stockholders' Equity [Abstract] Common stock, par value (in dollars per share) Plan Name [Axis] The amount by which the current fair value of the underlying stock exceeds the exercise price of warrants outstanding. Title and Position [Axis] Statement of Income Location, Balance [Axis] Research and Development Expense [Member] Award Type [Axis] Restricted Stock Units (RSUs) [Member] Warrant Disclosure [Text Block] Share-Based Payment Arrangement, Option [Member] General and Administrative Expense [Member] Statistical Measurement [Axis] Minimum [Member] Maximum [Member] Antidilutive Securities [Axis] The element represents stock options. Lease Contractual Term [Axis] The element represents significant accounting policies policy text block. Common stock, shares available for future issuance Subsequent Event Type [Axis] Subsequent Event [Member] The element represents eyes second sight switzerland sarl. Cover [Abstract] Document Type Amendment Flag Document Quarterly Report Document Transition Report Document Period End Date Document Fiscal Period Focus Document Fiscal Year Focus Current Fiscal Year End Date Entity File Number Entity Registrant Name Entity Central Index Key Entity Tax Identification Number Entity Incorporation, State or Country Code Entity Address, Address Line One Entity Address, City or Town Entity Address, State or Province Entity Address, Postal Zip Code City Area Code Local Phone Number Title of 12(b) Security Trading Symbol Security Exchange Name Entity Current Reporting Status Entity Interactive Data Current Entity Filer Category Entity Small Business Entity Emerging Growth Company Entity Shell Company Entity Common Stock, Shares Outstanding Statement of Financial Position [Abstract] ASSETS Current assets: Cash and cash equivalents Prepaid Expense and Other Assets, Current Total current assets Property, Plant and Equipment, Net Right-of-use assets Restricted cash The element represents liquidated damages paid value. Total assets LIABILITIES AND STOCKHOLDERSâ€™ EQUITY Current liabilities: Accounts payable Accrued expenses Litigation accrual Accrued compensation expense Current operating lease liabilities Total current liabilities Operating Lease, Liability, Noncurrent Total liabilities Commitments and Contingencies Stockholdersâ€™ equity: Preferred stock, par value $0.0001 per share; 10,000 shares authorized; none outstanding Common stock, par value $0.0001 per share; 300,000 shares authorized; shares issued and outstanding: 55,266 and 51,031 at September 30, 2024 and December 31, 2023, respectively Common Stock, Value, Issued Additional paid-in capital Accumulated other comprehensive income Accumulated deficit Equity, Attributable to Parent Total liabilities and stockholdersâ€™ equity Preferred stock, par value (in dollars per share) Preferred stock, shares authorized Preferred Stock, Shares Outstanding Common Stock, No Par Value Common stock, shares authorized Common Stock, Shares, Issued Ending balance (in shares) Income Statement [Abstract] Operating expenses: Research and development, net of grants General and administrative, net of grants Total operating expenses Loss from operations Other income, net Net loss Common Stock, Par or Stated Value Per Share Securities Purchase Agreement [Member] Net income attributable to Inter Parfums, Inc (in dollars) Other comprehensive (loss) income: Comprehensive loss Statement [Table] Statement [Line Items] Ending balance, value Beginning balance (in shares) Beginning balance, value Stock-based compensation expense Foreign currency translation adjustments Common stock, shares outstanding Statement of Cash Flows [Abstract] Net Cash Provided by (Used in) Operating Activities [Abstract] Adjustments, Noncash Items, to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Depreciation and amortization Stock-based compensation Changes in operating assets and liabilities: Increase (Decrease) in Prepaid Expense and Other Assets Accounts payable Accrued compensation expenses Accrued expenses Net cash used in operating activities Cash flows from investing activities: Purchases of property and equipment Net cash used in investing activities Cash flows from financing activities: The element represents stock issued during period value stock options warrants exercised. Percentage of Aggregate Proceeds Raised from Sale of Securities for Cash Fee Payment to Placement Agency Net cash provided by financing activities Effect of exchange rate changes on cash and cash equivalents Cash, cash equivalents and restricted cash: Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Balance at beginning of period Balance at end of period Supplemental disclosure of cash flow information: Income taxes Non-cash investing and financing activities: Second Sight Warrant [Member] Organization, Consolidation and Presentation of Financial Statements [Abstract] Organization and Business Operations Accounting Policies [Abstract] Basis of Presentation and Significant Accounting Policies Cash and Cash Equivalents [Abstract] Concentration of Risk Fair Value Disclosures [Abstract] Fair Value Measurements Selected Balance Sheet Detail Equity [Abstract] Equity Securities Lease term which are not recorded on the balance sheet Earnings Per Share [Abstract] Net Loss Per Share Statement of Income Location, Balance [Domain] Right-of-use Assets and Operating Lease Liabilities Commitments and Contingencies [Abstract] Commitments and Contingencies The element represents deposits and other assets Subsequent Events [Text Block] Basis of Presentation Principles of Consolidation Use of estimates Operating Segments Recently Issued Accounting Pronouncements The following table summarizes assets measured at fair value on a recurring basis by level within the fair value hierarchy (in thousands): Property and equipment, net consisted of the following (in thousands): A summary of warrant activity for the six months ended June 30, 2024 is presented below (in thousands, except per share and contractual life data). A summary of stock option activity is presented below (in thousands, except per share and contractual life data). A summary of restricted stock activity and related information (in thousands, except per share data): The following table summarizes total stock-based compensation expense for stock options and RSUs, which is included in the statements of operations (in thousands): Payments of Stock Issuance Costs Stock issuance costs The following table sets forth the computation of basic and diluted net loss per share (in thousands, except per share amounts): During the six months ended June 30, 2024 and 2023, the following common stock equivalents were excluded from the computation of diluted net loss per share because including them would have been antidilutive (in thousands). The following table summarizes supplemental balance sheet information related to the Companyâ€™s operating leases (in thousands): Other information related to leases are as follows (in thousands): Number of warrants convertible Common stock, purchase price, per share Warrant term Number of operating segments Operating expenses Total Assets Assets amount Fair Value, Recurring and Nonrecurring [Table] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Money market funds Property, Plant and Equipment [Table] Property, Plant and Equipment [Line Items] Property and equipment, gross Accumulated depreciation and amortization Preferred stock, shares issued Description of purchase agreement Equity Incentive Plans [Member] Class of Warrant or Right [Table] Class of Warrant or Right [Line Items] Outstanding warrants Exercise price per share The element represents clinical and regulatory expense. Sales Agreement [Member] This member stands for the information pertaining to "Stock Options with Market Conditions Vesting". The element represents lessor member. The element represent lease effective date. Class of Warrant or Right, Outstanding Class of Warrant or Right, Exercise Price of Warrants or Rights The element represents cash paid for operating lease liabilities. Stock-Based Compensation Stock Options with Market Conditions Vesting [Member] Share price (in dollars per share) Unrecognized compensation cost Weighted Average Exercise Price Per Share, Warrants outstanding at ending balance Number of Shares, Warrants outstanding at ending balance Class of Warrant or Right, Number of Securities Called by Warrants or Rights Common stock, shares issued Common stock, par value (in dollars per share) Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table] Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Options outstanding at beginning, number of shares (in shares) Options outstanding at beginning, weighted average exercise price (in dollars per share) Granted Granted, weighted average exercise price (in dollars per share) Issuance shares of common stock Exercised Exercised, weighted average exercise price (in dollars per share) Forfeited or expired Forfeited or expired, weighted average exercise price (in dollars per share) Options outstanding at ending, number of shares (in shares) Options outstanding at ending, vested and expected to vest (in dollars per share) Options outstanding at ending, vested and expected to vest (in years) Options exercisable, number of shares (in shares) Options exercisable, weighted average exercise price (in dollars per share) Options exercisable period (in years) Outstanding at beginning, number of shares (in shares) Outstanding at beginning, weighted average grant date fair value (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Granted Vested and released Vested and released Forfeited/canceled Forfeited/canceled Outstanding at ending, number of shares (in shares) Outstanding at ending, weighted average grant date fair value (in dollars per share) Allocated share-based compensation expense Risk-free interest rate Expected dividend yield Expected volatility Expected term Issuance shares of common stock Share-Based Payment Award, Performance Vesting Criteria, Stock Price Trigger Stock options exercisable Weighted average period (in years) Net Income (Loss) Attributable to Parent Weighted average shares Earnings Per Share, Basic Antidilutive Security, Excluded EPS Calculation [Table] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Total Liabilities, other than long-term debt, noncurrent The percentage of the aggregate proceeds raised from the sale of securities for cash fee payment to placement agency under agreement. Warrants outstanding, intrinsic value Warrants and Rights Outstanding, Term This member stands for the information pertaining to "Nano Precision Medical, Inc., Warrant". Class Of Warrant Or Right [Domain] Weighted average discount rate Weighted average remaining lease term The element represents second sight warrant member. Lease terminates Net lease agreement description Computer Software [Member] Rental payments Description of lease Description of sub lease terms Operating lease cost Operating lease maintenance charges This member stands for the information pertaining to "Sales Agreement". The element represents warrant disclosure text block. Description of contract termination and claims Loss contingency, damages paid, value Demanded damages, value Description of legal settlement Sale of Stock [Domain] Collaborative Arrangement and Arrangement Other than Collaborative [Domain] The element represents biopharm division member. The element represents neuromodulation division member. Liquidated damages Clinical and regulatory expense Lease agreement, effective date Cash paid for operating lease liabilities Award Type [Domain] Share-Based Payment Arrangement, Option [Member] Stock Options (Market Conditions Vesting) Share-Based Payment Arrangement, Nonvested Award, Cost Not yet Recognized, Amount The gross proceeds of cash inflow from issuance of common stock and warrants in connection with securities purchase agreement during the reporting period. Sale of Common Stock At-Market offering, Authorized, Amount Aggregate offering price Weighted average period (in years) Following Table Summarizes Maturity Analysis Of Our Lease Liabilities Showing Aggregate Lease Payments As Of March 31 2024 In Thousands Except Weighted Average Data Sales Agreement [Member] Weighted Average Exercise Price Per Share, Warrants outstanding at beginning balance Class of Warrant or Right, Number of Securities Called by Each Warrant or Right Number of securities called by each warrant Number of Shares, Warrants outstanding at beginning balance Number of securities called by warrants Class of Warrant or Right, Outstanding, Intrinsic Value Nano Precision Medical, Inc., Warrant [Member] Warrant [Member] Nano Precision Medical, Inc., Warrant [Member] Securities Purchase Agreement [Member] Common Stock, Capital Shares Reserved for Future Issuance Following Table Summarizes Supplemental Balance Sheet Information Related To Companys Operating Leases In Thousands Significant Accounting Policies Right-of-use Assets And Operating Lease Liabilities Warrants Warrants Area of Real Estate Property Option exercises Maximum Period for Lease Term Which are Not Recorded on Balance Sheet Title and Position [Domain] Deposits And Other Assets Income Taxes Paid, Net [Abstract] Cash paid during the period for: Sublease Storage Space [Member] The element represents establishment of operating right of use assets through operating lease obligations. Lessor [Member] Valencia CA [Member] Alameda CA [Member] Stock Options [Member] The element represents equity incentive plans member. Stock, Class of Stock [Table] Second Sight Warrant Member Software and Software Development Costs [Member] Eyes Second Sight Switzerland Sarl [Member] Assets, Current Liabilities, Current Liabilities Total stockholdersâ€™ equity Liabilities and Equity Operating Income (Loss) Comprehensive Income (Loss), Net of Tax, Attributable to Parent Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax, Portion Attributable to Parent Prepaid expenses and other assets Increase (Decrease) in Accounts Payable Increase (Decrease) in Accrued Liabilities Net Cash Provided by (Used in) Operating Activities Payments to Acquire Property, Plant, and Equipment Net Cash Provided by (Used in) Investing Activities Issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs Net Cash Provided by (Used in) Financing Activities Net decrease Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations Neuromodulation Division [Member] Subsequent Event Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment Securities Purchased under Agreements to Resell, Setoff Rights, Description Biopharm Division [Member] The element represents securities purchase agreement. The element represents other comprehensive income foreign currency transaction and translation adjustment net of tax portion attributable to parent 01. Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Exercised Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures and Expirations in Period Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Number Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Weighted Average Exercise Price Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value Granted Share-Based Payment Award, Forecasted Stock Price, Specified Period Per Year Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value Basic (in dollars per share) Foreign currency translation adjustments Foreign Currency Translation Adjustments Establishment of operating right-of-use assets through operating lease obligations Stock Issued During Period, Value, Issuance of Common Stock and Warrants in Connection with Securities

Purchase Agreement, Net of Issuance Costs Proceeds from Issuance of Common Stock and Warrants in Connection with Securities Purchase Agreement, Gross Percentage of the aggregate proceeds raised from the sale of securities for cash fee payment to placement agency Insider Trading Arrangements [Line Items] Trading Arrangements, by Individual [Table] Trading Arrangement [Axis] All Trading Arrangements [Member] Individual [Axis] All Individuals [Member] Trading Arrangement, Securities Aggregate Available Amount Trading Arrangement Duration Trading Arrangement Expiration Date Trading Arrangement Termination Date Rule 10b5-1 Arrangement Adopted [Flag] Non-Rule 10b5-1 Arrangement Adopted [Flag] Rule 10b5-1 Arrangement Terminated [Flag] Non-Rule 10b5-1 Arrangement Terminated [Flag] Trading Arrangement Adoption Date Trading Arrangement, Individual Title Trading Arrangement, Individual Name Material Terms of Trading Arrangement [Text Block] Depreciation, Depletion and Amortization Preferred Stock, Value, Issued Cash and Cash Equivalents, at Carrying Value Prepaid expenses and other current assets Property and equipment, net Operating Lease, Right-of-Use Asset Accounts Payable, Current Accrued Liabilities, Current LitigationReserveCurrent EmployeeRelatedLiabilitiesCurrent Operating Lease, Liability, Current Long-term operating lease liabilities Commitments and contingencies (Note 12) Additional Paid in Capital Accumulated Other Comprehensive Income (Loss), Net of Tax Retained Earnings (Accumulated Deficit) Other Assets, Noncurrent Preferred Stock, Par or Stated Value Per Share Preferred Stock, Shares Authorized Preferred stock, shares outstanding Common Stock, Shares Authorized Common Stock, Shares, Outstanding Research and Development Expense General and Administrative Expense Other Operating Income (Expense), Net Plan Name [Domain] Additional Paid-in Capital [Member] Other assets Net loss Share-Based Payment Arrangement, Noncash Expense Increase (Decrease) in Employee Related Liabilities Lease Contractual Term [Domain] Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations Income Taxes Paid, Net Establishment Of Operating Right-Of-Use Assets Through Operating Lease Obligations Cash Flow, Noncash Investing and Financing Activities Disclosure [Abstract] Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect [Abstract] Cash flows from operating activities: Net Cash Provided by (Used in) Investing Activities [Abstract] Net Cash Provided by (Used in) Financing Activities [Abstract] Increase (Decrease) in Operating Capital [Abstract] Supplemental Cash Flow Information [Abstract] Adjustments to reconcile net loss to net cash used in operating activities: Property and equipment, net Total property and equipment Earnings Per Share, Diluted Net loss per common share - basic Net loss per common share - diluted Weighted average common shares outstanding - basic Weighted Average Number of Shares Outstanding, Diluted Weighted average common shares outstanding - diluted Operating Lease, Right-of-Use Asset, Periodic Reduction Non-cash lease expense Impairment, Long-Lived Asset, Held-for-Use Fixed assets write-off Proceeds from Stock Options Exercised Net proceeds from exercise of options Proceeds from issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs Proceeds from Issuance of Common Stock and Warrants in Connection with Securities Purchase Agreement, Net of Issuance Costs Proceeds from issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs The cash inflow from the issuance of common stock and warrants in connection with At-the-Market offering, net of issuance costs during the reporting period. Proceeds from issuance of common stock in connection with the At-the-Market offering, net of issuance costs Proceeds from Issuance of Common Stock and Warrants in Connection with At-Market offering, Net of Issuance Costs The value of stock issued during the period upon issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs. Stock Issued During Period, Shares, Issuance of Common Stock and Warrants in Connection with Securities Purchase Agreement, Net of Issuance Costs Issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs (in shares) The number of shares issued during the period upon issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs. Stock Issued During Period, Value, Issuance of Common Stock and Warrants in Connection with At-Market Offering, Net of Issuance Costs Issuance of common stock in connection with At-the-Market offering, net of issuance costs The value of stock issued during the period upon issuance of common stock and warrants in connection with at-the-market offering, net of issuance costs. Stock Issued During Period, Shares, Issuance of Common Stock and Warrants in Connection with At-Market Offering, Net of Issuance Costs Issuance of common stock in connection with At-the-Market offering, net of issuance costs (in shares) The number of shares issued during the period upon issuance of common stock and warrants in connection with at-the-market offering, net of issuance costs. Adjustments to Additional Paid in Capital, Common Stock and Warrants Issued in Connection with Securities Purchase Agreement, Issuance Costs Issuance of common stock and warrants in connection with securities purchase agreement, issuance costs The amount of decrease in additional paid in capital (APIC) resulting from direct costs associated with issuing common stock and warrants in connection with securities purchase agreement. Includes, but is not limited to, legal and accounting fees and direct costs associated with stock issues under a shelf registration. Adjustments to Additional Paid in Capital, Common Stock and Warrants Issued in Connection with At-Market Offering, Issuance Costs Issuance of common stock in connection with At-the-Market offering, issuance costs The amount of decrease in additional paid in capital (APIC) resulting from direct costs associated with issuing common stock and warrants in connection with at-the-market offering. Includes, but is not limited to, legal and accounting fees and direct costs associated with stock issues under a shelf registration. The maximum period for lease term which are not recorded on the balance sheet, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Area of building property Leases [Abstract] Right-of-use Assets And Operating Lease Liabilities Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year 2024 Lessee, Operating Lease, Liability, to be Paid, Year One 2025 Lessee, Operating Lease, Liability, to be Paid, Year Two 2026 Lessee, Operating Lease, Liability, to be Paid, Year Three 2027 Lessee, Operating Lease, Liability, to be Paid, Year Four 2028 Lessee, Operating Lease, Liability, to be Paid, after Year Five Thereafter Lessee, Operating Lease, Liability, to be Paid Total lease payments Lessee, Operating Lease, Liability, Undiscounted Excess Amount Imputed interest Operating Lease, Liability Total lease liabilities Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Weighted Average Grant Date Fair Value Share-based compensation arrangement by share-based payment award, fair value assumptions, weighted average grant date fair value The weighted average grant-date fair value of share-based payment awards granted during the reporting period as calculated by applying the disclosed pricing methodology upon fair value assumptions. Share-based payment award, performance vesting criteria, stock price trigger The share price of the entity's common stock which would be required to be attained for the performance vesting criteria, based on market conditions in share-based payment arrangement. Share-Based Payment Award, Performance Vesting Criteria, Threshold Consecutive Trading Days Share-based payment award, performance vesting criteria, threshold consecutive trading days The threshold period of specified consecutive trading days within which common stock price would be required to be attained for the performance vesting criteria, based on market conditions in share-based payment arrangement. Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Share-based payment award, award vesting period Common share price Share price The subsequent period to performance period end date over which grantee's right to exercise award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Share-based payment award, award vesting period Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Subsequent to Performance Period End Date Share-Based Compensation Arrangement by Share-Based Payment Award, Expiration Period Share-based payment award, award expiration period Share-based payment award, forecasted stock price, specified period per year The specified period per year for forecasted common stock price using the valuation assumptions in share-based payment arrangement. Share-Based Payment Award, Percentage of Award Shall Vest on Hurdle Achievement Date Subject to Achievement of Performance Condition Percentage of award shall vest on hurdle achievement date subject to achievement of performance condition The percentage of award shall vest on hurdle achievement date subject to achievement of performance condition in share-based payment arrangement. Share-Based Payment Award, Percentage of Award Shall Vest First Anniversary after Hurdle Achievement Date Subject to Achievement of Performance Condition Percentage of award shall vest first anniversary after hurdle achievement date subject to achievement of performance condition The percentage of award shall vest first anniversary after hurdle achievement date subject to achievement of performance condition in share-based payment arrangement. Share-Based Payment Award, Percentage of Award Shall Vest Second Anniversary after Hurdle Achievement Date Subject to Achievement of Performance Condition Percentage of award shall vest second anniversary after hurdle achievement date subject to achievement of performance condition The percentage of award shall vest second anniversary after hurdle achievement date subject to achievement of performance condition in share-based payment arrangement. RSUs Granted Schedule of Share-Based Payment Award, Restricted Stock Units, Valuation Assumptions [Table Text Block] Summary of Restricted Stock Units Grant using the Monte Carlo Simulation model Tabular disclosure of the significant assumptions used during the year to estimate the fair value of restricted stock units, including, but not limited to: (a) expected term, (b) expected volatility of the entity's shares, (c) expected dividends, (d) risk-free rate(s), and (e) discount for post-vesting restrictions. Summary of Option Grant using the Black-Scholes Option-pricing Model Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Statistical Measurement [Domain] All Award Types Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Intrinsic Value, Amount Per Share Valuation date stock price Number of Weeks for Weekly Semaglutide Injections Therapy Number of weeks for weekly semaglutide injections therapy The number of weeks for weekly semaglutide injections therapy. Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] The following table summarizes a maturity analysis of our lease liabilities showing the aggregate lease payments as of March 31, 2024 (in thousands except weighted average data): AOCI Attributable to Parent [Member] Retained Earnings [Member] Total Net proceeds from insurance premium loan Proceeds from Insurance Premium Loan The cash inflow from the issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs during the reporting period. The cash inflow from insurance premium loan under finance agreement during the reporting period. Percentage of liver fat reduction after exenatide implant therapy for patients whom has high-fat diet-induced obese mice The percentage of liver fat reduction after exenatide implant therapy for patients whom has high-fat diet-induced obese mice. Percentage of Liver Fat Reduction after Exenatide Implant Therapy for Patients Whom has High-Fat Diet-Induced Obese Mice Debt Disclosure [Abstract] Short-Term Debt [Text Block] Insurance Premium Financing Insurance Premium Financing Number of Periodic Payments The number of periodic payments of debt instrument under the debt agreement. Number of periodic payments Short-Term Debt [Table] Short-Term Debt, Type [Axis] Short-Term Debt, Type [Domain] Loans Payable [Member] Short-Term Debt [Line Items] Short-Term Debt, Percentage Bearing Fixed Interest Rate Debt Instrument, Frequency of Periodic Payment Debt Instrument, Periodic Payment Short-Term Debt Stock-based compensation expense recognized Debt instrument, outstanding amount Debt instrument, interest rate Debt instrument, principal amount Subsequent Events Private Placement [Member] Subsequent Event [Table] Independent Director, One [Member] Independent Director, One [Member] This member stands for the information pertaining to "Independent Director, One". Subsequent Event [Line Items] Shares, Issued Period Of Average Closing Price Of Entity'S Common Stock On Securities Exchange Period of average closing price of the Companyâ€™s common stock on the Nasdaq The period of average closing price of Entity's common stock on Securities Exchange. Proceeds from Issuance of Private Placement Gross proceeds from the private sale transaction EX-101.SCH 6 vani-20240930.xsd SCHEMA 00000001 - Document - Cover link:presentationLink link:definitionLink link:calculationLink 00000002 - Statement - Condensed Consolidated Balance Sheets (unaudited) link:presentationLink link:definitionLink link:calculationLink 00000003 - Statement - Condensed Consolidated Balance Sheets (unaudited) (Parenthetical) link:presentationLink link:definitionLink link:calculationLink 00000004 - Statement - Condensed Consolidated Statements of Operations (unaudited) link:presentationLink link:definitionLink link:calculationLink 00000005 - Statement - Condensed Consolidated Statements of Comprehensive Loss (unaudited) link:presentationLink link:definitionLink link:calculationLink 00000006 - Statement - Condensed Consolidated Statements of Stockholders' Equity (unaudited) link:presentationLink link:definitionLink link:calculationLink 000000065 - Statement - Condensed Consolidated Statements of Stockholders' Equity (unaudited) (Parentheticals) link:presentationLink link:definitionLink link:calculationLink 00000007 - Statement - Condensed Consolidated Statements of Cash Flows (unaudited) link:presentationLink link:definitionLink link:calculationLink 00000008 - Disclosure - Organization and Business Operations link:presentationLink link:definitionLink link:calculationLink 00000009 - Disclosure - Basis of Presentation and Significant Accounting Policies link:presentationLink link:definitionLink link:calculationLink 00000010 - Disclosure - Concentration of Risk link:presentationLink link:definitionLink link:calculationLink 00000011 - Disclosure - Fair Value Measurements link:presentationLink link:definitionLink link:calculationLink 000000115 - Disclosure - Insurance Premium Financing link:presentationLink link:definitionLink link:calculationLink 00000012 - Disclosure - Selected Balance Sheet Detail link:presentationLink link:definitionLink link:calculationLink 00000013 - Disclosure - Equity Securities link:presentationLink link:definitionLink link:calculationLink 00000014 - Disclosure - Warrants link:presentationLink link:definitionLink link:calculationLink 00000015 - Disclosure - Stock-Based Compensation link:presentationLink link:definitionLink link:calculationLink 00000016 - Disclosure - Net Loss Per Share link:presentationLink link:definitionLink link:calculationLink 00000017 - Disclosure - Right-of-use Assets and Operating Lease Liabilities link:presentationLink link:definitionLink link:calculationLink 00000018 - Disclosure - Commitments and Contingencies link:presentationLink link:definitionLink link:calculationLink 00000019 - Disclosure - Subsequent Events link:presentationLink link:definitionLink link:calculationLink 9954471 - Disclosure - Basis of Presentation and Significant Accounting Policies (Policies) link:presentationLink link:definitionLink link:calculationLink 9954472 - Disclosure - Fair Value Measurements (Tables) link:presentationLink link:definitionLink link:calculationLink 9954473 - Disclosure - Selected Balance Sheet Detail (Tables) link:presentationLink link:definitionLink link:calculationLink 9954474 - Disclosure - Warrants (Tables) link:presentationLink link:definitionLink link:calculationLink 9954475 - Disclosure - Stock-Based Compensation (Tables) link:presentationLink link:definitionLink link:calculationLink 9954476 - Disclosure - Net Loss Per Share (Tables) link:presentationLink link:definitionLink link:calculationLink 9954477 - Disclosure - Right-of-use Assets and Operating Lease Liabilities (Tables) link:presentationLink link:definitionLink link:calculationLink 9954478 - Disclosure - Organization and Business Operations (Details Narrative) link:presentationLink link:definitionLink link:calculationLink 9954479 - Disclosure - Basis of Presentation and Significant Accounting Policies (Details Narrative) link:presentationLink link:definitionLink link:calculationLink 9954480 - Disclosure - Concentration of Risk (Details Narrative) link:presentationLink link:definitionLink link:calculationLink 9954481 - Disclosure - The following table summarizes assets measured at fair value on a recurring basis by level within the fair value hierarchy (in thousands): (Details) link:presentationLink link:definitionLink link:calculationLink 99544815 - Disclosure - Insurance Premium Financing (Details Narrative) link:presentationLink link:definitionLink link:calculationLink 9954482 - Disclosure - Selected Balance Sheet Detail (Details) link:presentationLink link:definitionLink link:calculationLink 9954483 - Disclosure - Equity Securities (Details Narrative) link:presentationLink link:definitionLink link:calculationLink 9954484 - Disclosure - A summary of warrant activity for the nine months ended September 30, 2024 is presented below (in thousands, except per share and contractual life data). (Details) link:presentationLink link:definitionLink link:calculationLink 9954485 - Disclosure - Warrants (Details Narrative) link:presentationLink link:definitionLink link:calculationLink 9954486 - Disclosure - A summary of stock option activity is presented below (in thousands, except per share and contractual life data). (Details) link:presentationLink link:definitionLink link:calculationLink 9954487 - Disclosure - A summary of restricted stock activity and related information (in thousands, except per share data): (Details) link:presentationLink link:definitionLink link:calculationLink 9954488 - Disclosure - The following table summarizes total stock-based compensation expense for stock options and RSUs, which is included in the statements of operations (in thousands): (Details) link:presentationLink link:definitionLink link:calculationLink 9954489 - Disclosure - Summary of Option and Restricted Stock Units Grant using the Black-Scholes Option-pricing Model and Monte Carlo Simulation model (Details) link:presentationLink link:definitionLink link:calculationLink 9954490 - Disclosure - Stock-Based Compensation (Details Narrative) link:presentationLink link:definitionLink link:calculationLink 9954491 - Disclosure - Net Loss Per Share (Details) link:presentationLink link:definitionLink link:calculationLink 9954492 - Disclosure - Net Loss Per Share (Details 1) link:presentationLink link:definitionLink link:calculationLink 9954493 - Disclosure - Right-of-use Assets and Operating Lease Liabilities (Details) link:presentationLink link:definitionLink link:calculationLink 9954494 - Disclosure - Right-of-use Assets and Operating Lease Liabilities (Details 1) link:presentationLink link:definitionLink link:calculationLink 9954495 - Disclosure - Right-of-use Assets and Operating Lease Liabilities (Details 2) link:presentationLink link:definitionLink link:calculationLink 9954496 - Disclosure - Right-of-use Assets and Operating Lease Liabilities (Details Narrative) link:presentationLink link:definitionLink link:calculationLink 9954497 - Disclosure - Commitments and Contingencies (Details Narrative) link:presentationLink link:definitionLink link:calculationLink 9954498 - Disclosure - Subsequent Events (Details Narrative) link:presentationLink link:definitionLink link:calculationLink EX-31.1 7 ex311_1.htm EXHIBIT 31.1 Exhibit 31.1 Â CERTIFICATION OF THE CHIEF EXECUTIVE OFFICER Â PURSUANT TO RULE 13a-14(a) AND 15d-14(a) OF THE SECURITIES EXCHANGE ACT, AS ADOPTEDÂ PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 Â I, Adam Mendelsohn, certify that: Â 1. I have reviewed this Quarterly Report on Form 10-Q of Vivani Medical, Inc.; Â 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; Â 3. Based on my knowledge, the financial statements, and

other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; Â 4. The registrantâ€™s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: Â (a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; Â (b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; Â (c) evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and Â (d) disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and Â 5. The registrantâ€™s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions): Â (a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and Â (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Â Date: November 13, 2024 /s/ Adam Mendelsohn Â Adam MendelsohnÂ Chief Executive OfficerÂ (Principal Executive Officer) Â EX-31.2 8 ex312_2.htm EXHIBIT 31.2 Exhibit 31.2 Â CERTIFICATION OF THE CHIEF FINANCIAL OFFICER PURSUANT TO RULE 13a-14(a) AND 15d-14(a) OF THE SECURITIES EXCHANGE ACT, AS ADOPTED Â PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 Â I, Brigid A. Makes, certify that: Â 1. I have reviewed this Quarterly Report on Form 10-Q of Vivani Medical, Inc.; Â 2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report; Â 3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report; Â 4. The registrantâ€™s other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have: Â (a) designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared; Â (b) designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles; Â (c) evaluated the effectiveness of the registrantâ€™s disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and Â (d) disclosed in this report any change in the registrantâ€™s internal control over financial reporting that occurred during the registrantâ€™s most recent fiscal quarter (the registrantâ€™s fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrantâ€™s internal control over financial reporting; and Â 5. The registrantâ€™s other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrantâ€™s auditors and the audit committee of the registrantâ€™s board of directors (or persons performing the equivalent functions): Â (a) all significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrantâ€™s ability to record, process, summarize and report financial information; and Â (b) any fraud, whether or not material, that involves management or other employees who have a significant role in the registrantâ€™s internal control over financial reporting. Â Date: November 13, 2024 /s/ Brigid A. Makes Â Brigid A. MakesÂ Chief Financial OfficerÂ (Principal Financial and Accounting Officer) Â EX-32.1 9 ex321_3.htm EXHIBIT 32.1 Exhibit 32.1 Â Certifications of Principal Executive Officer and Principal Financial Officer Pursuant to 18 U.S.C. Section 1350, As AdoptedÂ Pursuant To Section 906 of the Sarbanes-Oxley Act of 2002 Â Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002 (18 U.S.C. 1350), Adam Mendelsohn, Chief Executive Officer (Principal Executive Officer) and Brigid A. Makes, Chief Financial Officer (Principal Financial and Accounting Officer) of Vivani Medical, Inc. (the â€œCompanyâ€), each hereby certifies that, to the best of his or her knowledge: Â 1. The Quarterly Report of the Company on Form 10-Q (the â€œReportâ€) for the nine months ended September 30, 2024, to which this Certification is attached as Exhibit 32.1, fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934; and Â 2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company. Â Date: November 13, 2024 /s/ Adam Mendelsohn Â Adam MendelsohnÂ Chief Executive OfficerÂ (Principal Executive Officer) Â Â Â /s/ Brigid A. Makes Â Brigid A. MakesÂ Chief Financial OfficerÂ (Principal Financial and Accounting Officer) Â Â This certification accompanies the Form 10-Q to which it relates, is not deemed filed with the Securities and Exchange Commission and is not to be incorporated by reference into any filing of Vivani Medical, Inc. under the Securities Act of 1933, as amended, or the Securities Exchange Act of 1934, as amended (whether made before or after the date of the Form 10-Q), irrespective of any general incorporation language contained in such filing. Â XML 11 R1.htm IDEA: XBRL DOCUMENT v3.24.3 Cover - shares 9 Months Ended Sep. 30, 2024 Nov. 12, 2024 Cover [Abstract] Â Â Document Type 10-Q Â Amendment Flag false Â Document Quarterly Report true Â Document Transition Report false Â Document Period End Date Sep. 30, 2024 Â Document Fiscal Period Focus Q3 Â Document Fiscal Year Focus 2024 Â Current Fiscal Year End Date --12-31 Â Entity File Number 001-36747 Â Entity Registrant Name Vivani Medical, Inc. Â Entity Central Index Key 0001266806 Â Entity Tax Identification Number 02-0692322 Â Entity Incorporation, State or Country Code DE Â Entity Address, Address Line One 1350 S. Loop Road Â Entity Address, City or Town Alameda Â Entity Address, State or Province CA Â Entity Address, Postal Zip Code 94502 Â City Area Code (415) Â Local Phone Number 506-8462 Â Title of 12(b) Security Common Stock, par value $0.0001 per share Â Trading Symbol VANI Â Security Exchange Name NASDAQ Â Entity Current Reporting Status Yes Â Entity Interactive Data Current Yes Â Entity Filer Category Non-accelerated Filer Â Entity Small Business true Â Entity Emerging Growth Company false Â Entity Shell Company false Â Entity Common Stock, Shares Outstanding Â 59,234,689 X - DefinitionBoolean flag that is true when the XBRL content amends previously-filed or accepted submission. + ReferencesNo definition available. + Details Name: dei_AmendmentFlag Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionArea code of city + ReferencesNo definition available. + Details Name: dei_CityAreaCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCover page. + ReferencesNo definition available. + Details Name: dei_CoverAbstract Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionEnd date of current fiscal year in the format --MM-DD. + ReferencesNo definition available. + Details Name: dei_CurrentFiscalYearEndDate Namespace Prefix: dei_ Data Type: xbrli:gMonthDayItemType Balance Type: na Period Type: duration X - DefinitionFiscal period values are FY, Q1, Q2, and Q3. 1st, 2nd and 3rd quarter 10-Q or 10-QT statements have value Q1, Q2, and Q3 respectively, with 10-K, 10-KT or other fiscal year statements having FY. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalPeriodFocus Namespace Prefix: dei_ Data Type: dei:fiscalPeriodItemType Balance Type: na Period Type: duration X - DefinitionThis is focus fiscal year of the document report in YYYY format. For a 2006 annual report, which may also provide financial information from prior periods, fiscal 2006 should be given as the fiscal year focus. Example: 2006. + ReferencesNo definition available. + Details Name: dei_DocumentFiscalYearFocus Namespace Prefix: dei_ Data Type: xbrli:gYearItemType Balance Type: na Period Type: duration X - DefinitionFor the EDGAR submission types of Form 8-K: the date of the report, the date of the earliest event reported; for the EDGAR submission types of Form N-1A: the filing date; for all other submission types: the end of the reporting or transition period. The format of the date is YYYY-MM-DD. + ReferencesNo definition available. + Details Name: dei_DocumentPeriodEndDate Namespace Prefix: dei_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as an quarterly report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Form 10-Q -Number 240 -Section 308 -Subsection a + Details Name: dei_DocumentQuarterlyReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true only for a form used as a transition report. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Forms 10-K, 10-Q, 20-F -Number 240 -Section 13 -Subsection a-1 + Details Name: dei_DocumentTransitionReport Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe type of document being provided (such as 10-K, 10-Q, 485BPOS, etc). The document type is limited to the same value as the supporting SEC submission type, or the word 'Other'. + ReferencesNo definition available. + Details Name: dei_DocumentType Namespace Prefix: dei_ Data Type: dei:submissionTypeItemType Balance Type: na Period Type: duration X - DefinitionAddress Line 1 such as Attn, Building Name, Street Name + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine1 Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the City or Town + ReferencesNo definition available. + Details Name: dei_EntityAddressCityOrTown Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionCode for the postal or zip code + ReferencesNo definition available. + Details Name: dei_EntityAddressPostalZipCode Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionName of the state or province. + ReferencesNo definition available. + Details Name: dei_EntityAddressStateOrProvince Namespace Prefix: dei_ Data Type: dei:stateOrProvinceItemType Balance Type: na Period Type: duration X - DefinitionA unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityCentralIndexKey Namespace Prefix: dei_ Data Type: dei:centralIndexKeyItemType Balance Type: na Period Type: duration X - DefinitionIndicate number of shares or other units outstanding of each of registrant's classes of capital or common stock or other ownership interests, if and as stated on cover of related periodic report. Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument. + ReferencesNo definition available. + Details Name: dei_EntityCommonStockSharesOutstanding Namespace Prefix: dei_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionIndicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesNo definition available. + Details Name: dei_EntityCurrentReportingStatus Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityEmergingGrowthCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionCommission file number. The field allows up to 17 characters. The prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the optional suffix may contain 1-4 characters, and the fields are separated with a hyphen. + ReferencesNo definition available. + Details Name: dei_EntityFileNumber Namespace Prefix: dei_ Data Type: dei:fileNumberItemType Balance Type: na Period Type: duration X - DefinitionIndicate whether the registrant is one of the following: Large Accelerated Filer, Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in Rule 12b-2 of the Exchange Act. This information should be based on the registrant's current or most recent filing containing the related disclosure. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityFilerCategory Namespace Prefix: dei_ Data Type: dei:filerCategoryItemType Balance Type: na Period Type: duration X - DefinitionTwo-character EDGAR code representing the state or country of incorporation. + ReferencesNo definition available. + Details Name: dei_EntityIncorporationStateCountryCode Namespace Prefix: dei_ Data Type: dei:edgarStateCountryItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant has submitted electronically every Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or for such shorter period that the registrant was required to submit such files). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-T -Number 232 -Section 405 + Details Name: dei_EntityInteractiveDataCurrent Namespace Prefix: dei_ Data Type: dei:yesNoItemType Balance Type: na Period Type: duration X - DefinitionThe exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityRegistrantName Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionBoolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityShellCompany Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionIndicates that the company is a Smaller Reporting Company (SRC). + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntitySmallBusiness Namespace Prefix: dei_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - DefinitionThe Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b-2 + Details Name: dei_EntityTaxIdentificationNumber Namespace Prefix: dei_ Data Type: dei:employerIdItemType Balance Type: na Period Type: duration X - DefinitionLocal phone number for entity. + ReferencesNo definition available. + Details Name: dei_LocalPhoneNumber Namespace Prefix: dei_ Data Type: xbrli:normalizedStringItemType Balance Type: na Period Type: duration X - DefinitionTitle of a 12(b) registered security. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection b + Details Name: dei_Security12bTitle Namespace Prefix: dei_ Data Type: dei:securityTitleItemType Balance Type: na Period Type: duration X - DefinitionName of the Exchange on which a security is registered. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Exchange Act -Number 240 -Section 12 -Subsection d1-1 + Details Name: dei_SecurityExchangeName Namespace Prefix: dei_ Data Type: dei:edgarExchangeCodeItemType Balance Type: na Period Type: duration X - DefinitionTrading symbol of an instrument as listed on an exchange. + ReferencesNo definition available. + Details Name: dei_TradingSymbol Namespace Prefix: dei_ Data Type: dei:tradingSymbolItemType Balance Type: na Period Type: duration XML 12 R2.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets (unaudited) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Current assets: Â Â Cash and cash equivalents $ 19,646 $ 20,654 Prepaid expenses and other current assets 1,753 2,408 Total current assets 21,399 23,062 Property and equipment, net 1,644 1,729 Right-of-use assets 18,383 19,616 Restricted cash 1,338 1,338 Other assets 132 52 Total assets 42,896 45,797 Current liabilities: Â Â Accounts payable 815 542 Accrued expenses 2,024 1,727 Litigation accrual 1,675 1,675 Accrued compensation expense 371 396 Current operating lease liabilities 1,385 1,383 Total current liabilities 6,270 5,723 Long-term operating lease liabilities 18,294 19,313 Total liabilities 24,564 25,036 Stockholdersâ€™ equity: Â Â Preferred stock, par value $0.0001 per share; 10,000 shares authorized; none outstanding Common stock, par value $0.0001 per share; 300,000 shares authorized; shares issued and outstanding: 55,266 and 51,031 at September 30, 2024 and December 31, 2023, respectively 6 5 Additional paid-in capital 134,108 119,054 Accumulated other comprehensive income 92 140 Accumulated deficit (115,874) (98,438) Total stockholdersâ€™ equity 18,332 20,761 Total liabilities and stockholdersâ€™ equity $ 42,896 $ 45,797 X - DefinitionCarrying value as of the balance sheet date of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210

-SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10 + Details Name: us-gaap_AccountsPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-11Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-14 + Details Name: us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapital Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI 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Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: 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http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name 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https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_AssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_AssetsCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashAndCashEquivalentsAtCarryingValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_CommonStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_EmployeeRelatedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liability recognized for present obligation requiring transfer or otherwise providing economic benefit to others. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph

(SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 15: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30 + Details Name: us-gaap_Liabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liabilities and equity items, including the portion of equity attributable to noncontrolling interests, if any. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(32)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LiabilitiesAndStockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionTotal obligations incurred as part of normal operations that are expected to be paid during the following twelve months or within one business cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-5Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 21: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7 + Details Name: us-gaap_LiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionCarrying amount of reserve for known or estimated probable loss from litigation, which may include attorneys' fees and other litigation costs, which is expected to be paid within one year of the date of the statement of financial position. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_LitigationReserveCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as noncurrent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of noncurrent assets classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAssetsNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAggregate par or stated value of issued nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable preferred shares, par value and other disclosure concepts are in another section within stockholders' equity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(21)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_PreferredStockValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for costs that provide economic benefits in future periods, and amount of other assets that are expected to be realized or consumed within one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_PrepaidExpenseAndOtherAssetsCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -

Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(23)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 8: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_RetainedEarningsAccumulatedDeficit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StockholdersEquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe element represents deposits and other assets + ReferencesNo definition available. + Details Name: vani_DepositsAndOtherAssets Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 13 R3.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets (unaudited) (Parenthetical) - $ / shares Sep. 30, 2024 Dec. 31, 2023 Statement of Financial Position [Abstract] Â Â Preferred stock, par value (in dollars per share) $ 0.0001 $ 0.0001 Preferred stock, shares authorized 10,000,000 10,000,000 Preferred stock, shares outstanding 0 0 Common stock, par value (in dollars per share) $ 0.0001 $ 0.0001 Common stock, shares authorized 300,000,000 300,000,000 Common stock, shares issued 55,266,435 51,031,000 Common stock, shares outstanding 55,266,435 51,031,000 X - DefinitionFace amount per share of no-par value common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockNoParValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_PreferredStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfFinancialPositionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 14 R4.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Operations (unaudited) - USD ($) shares in Thousands, $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Operating expenses: Â Â Â Â Research and development, net of grants $ 4,203 $ 4,441 $ 11,442 $ 12,260 General and administrative, net of grants 2,106 2,703 6,775 8,488 Total operating expenses 6,309 7,144 18,217 20,748 Loss from operations (6,309) (7,144) (18,217) (20,748) Other income, net 268 362 781 1,122 Net loss $ (6,041) $ (6,782) $ (17,436) $ (19,626) Net loss per common share - basic $ (0.11) $ (0.13) $ (0.32) $ (0.39) Net loss per common share - diluted $ (0.11) $ (0.13) $ (0.32) $ (0.39) Weighted average common shares outstanding - basic 55,247 50,837 54,161 50,757 Weighted average common shares outstanding - diluted 55,247 50,837 54,161 50,757 X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3:

http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total of expenses of managing and administering the affairs of an entity, including affiliates of the reporting entity, which are not directly or indirectly associated with the manufacture, sale or creation of a product or product line. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(2)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_GeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting 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-URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionGenerally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense. + ReferencesNo definition available. + Details Name: us-gaap_OperatingExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OperatingExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe net result for the period of deducting operating expenses from operating revenues. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap_OperatingIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe net amount of other operating income and expenses, the components of which are not separately disclosed on the income statement, from items that are associated with the entity's normal revenue producing operations. + ReferencesNo definition available. + Details Name: us-gaap_OtherOperatingIncomeExpenseNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 730 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482916/730-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 912 -SubTopic 730 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479532/912-730-25-1 + Details Name: us-gaap_ResearchAndDevelopmentExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 15 R5.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Comprehensive Loss (unaudited) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Income Statement [Abstract] Â Â Â Â Net loss $ (6,041) $ (6,782) $ (17,436) $ (19,626) Other comprehensive (loss) income: Â Â Â Â Foreign currency translation adjustments 29 (19) (48) 11 Comprehensive loss $ (6,012) $ (6,801) $ (17,484) $ (19,615) X - DefinitionAmount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive

income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(26)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 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available. + Details Name: us-gaap_IncomeStatementAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: 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vani_OtherComprehensiveIncomeForeignCurrencyTransactionAndTranslationAdjustmentNetOfTaxPortionAttributableToParent01 Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 16 R6.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Stockholders' Equity (unaudited) - USD ($) $ in Thousands Total Common Stock [Member] Additional Paid-in Capital [Member] Accumulated Other Comprehensive Income [Member] Accumulated Deficit [Member] Beginning balance, value at Dec. 31, 2022 $ 44,308 $ 5 $ 117,054 $ 35 $ (72,786) Beginning balance (in shares) at Dec. 31, 2022 Â 50,736,000 Â Â Â Option exercises Options exercises (in shares) Â 53,000 Â Â Â Stock-based compensation expense 369 369 Foreign currency translation adjustments 9 9 Net loss (6,318) (6,318) Ending balance, value at Mar. 31, 2023 38,368 $ 5 117,423 44 (79,104) Ending balance (in shares) at Mar. 31, 2023 Â 50,789,000 Â Â Â Beginning balance, value at Dec. 31, 2022 44,308 $ 5 117,054 35 (72,786) Beginning balance (in shares) at Dec. 31, 2022 Â 50,736,000 Â Â Â Net loss (19,626) Â Â Â Â Ending balance, value at Sep. 30, 2023 26,207 $ 5 118,568 46 (92,412) Ending balance (in shares) at Sep. 30, 2023 Â 51,025 Â Â Â Beginning balance, value at Mar. 31, 2023 38,368 $ 5 117,423 44 (79,104) Beginning balance (in shares) at Mar. 31, 2023 Â 50,789,000 Â Â Â Option exercises 7 7 Options exercises (in shares) Â 10,000 Â Â Â Stock-based compensation expense 524 524 Foreign currency translation adjustments 21 21 Net loss (6,526) (6,526) Ending balance, value at Jun. 30, 2023 32,394 $ 5 117,954 65 (85,630) Ending balance (in shares) at Jun. 30, 2023 Â 50,799,000 Â Â Â Option exercises Â Â Options exercises (in shares) Â 226,000 Â Â Â Stock-based compensation expense 511 511 Foreign currency translation adjustments (19) (19) Net loss (6,782) (6,782) Ending balance, value at Sep. 30, 2023 26,207 $ 5 118,568 46 (92,412) Ending balance (in shares) at Sep. 30, 2023 Â 51,025 Â Â Â Beginning balance, value at Dec. 31, 2023 $ 20,761 $ 5 119,054 140 (98,438) Beginning balance (in shares) at Dec. 31, 2023 51,031,000 51,031,000 Â Â Â Issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs $ 13,687 13,687 Issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs (in shares) Â 3,947,000 Â Â Â Stock-based compensation expense 353 353 Foreign currency translation adjustments (52) (52) Net loss (6,039) (6,039) Ending balance, value at Mar. 31, 2024 28,710 $ 5 133,094 88 (104,477) Ending balance (in shares) at Mar. 31, 2024 Â 54,978,000 Â Â Â Beginning balance, value at Dec. 31, 2023 $ 20,761 $ 5 119,054 140 (98,438) Beginning balance (in shares) at Dec. 31, 2023 51,031,000 51,031,000 Â Â Â Net loss $ (17,436) Â Â Â Â Ending balance, value at Sep. 30, 2024 $ 18,332 $ 6 134,108 92 (115,874) Ending balance (in shares) at Sep. 30, 2024 55,266,435 55,266,000 Â Â Â Beginning balance, value at Mar. 31, 2024 $ 28,710 $ 5 133,094 88 (104,477) Beginning balance (in shares) at Mar. 31, 2024 Â 54,978,000 Â Â Â Issuance of common stock in connection with At-the-Market offering, net of issuance costs 112 $ 1 111 Issuance of common stock in connection with At-the-Market offering, net of issuance costs (in shares) Â 219,000 Â Â Â Stock-based compensation expense 383 383 Foreign currency translation adjustments (25) (25) Net loss (5,356) Â (5,356) Ending balance, value at Jun. 30, 2024 23,824 $ 6 133,588 63 (109,833) Ending balance (in shares) at Jun. 30, 2024 Â 55,197,000 Â Â Â Option exercises 103 Â 103 Â Â Issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs Â Â Â Issuance of common stock in connection with At-the-Market offering, net of issuance costs 48 48 Â Â Issuance of common stock in connection with At-the-Market offering, net of issuance costs (in shares) Â 69,000 Â Â Â Stock-based compensation expense 472 472 Foreign currency translation adjustments 29 29 Net loss (6,041) (6,041) Ending balance, value at Sep. 30, 2024 $ 18,332 $ 6 $ 134,108 $ 92 $ (115,874) Ending balance (in shares) at Sep. 30, 2024 55,266,435 55,266,000 Â Â Â X - DefinitionAmount of increase to additional paid-in capital (APIC) for recognition of cost for award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-13Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 20 -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481089/718-20-55-12 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10:

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https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount after tax and reclassification adjustments of gain (loss) on foreign currency translation adjustments, foreign currency transactions designated and effective as economic hedges of a net investment in a foreign entity and intra-entity foreign currency transactions that are of a long-term-investment nature, attributable to parent entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-20Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(3) -SubTopic 10 -Topic 810 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1A + Details Name: us-gaap_OtherComprehensiveIncomeForeignCurrencyTransactionAndTranslationAdjustmentNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of share options (or share units) exercised during the current period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1 + Details Name: us-gaap_StockIssuedDuringPeriodSharesStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 13: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 14: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 4.E) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480418/310-10-S99-2 + Details Name: us-gaap_StockholdersEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe number of shares issued during the period upon issuance of common stock and warrants in connection with at-the-market offering, net of issuance costs. + ReferencesNo definition available. + Details Name: vani_StockIssuedDuringPeriodSharesIssuanceOfCommonStockAndWarrantsInConnectionWithAtMarketOfferingNetOfIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares issued during the period upon issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs. + ReferencesNo definition available. + Details Name: vani_StockIssuedDuringPeriodSharesIssuanceOfCommonStockAndWarrantsInConnectionWithSecuritiesPurchaseAgreementNetOfIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe value of stock issued during the period upon issuance of common stock and warrants in connection with at-the-market offering, net of issuance costs. + ReferencesNo definition available. + Details Name: vani_StockIssuedDuringPeriodValueIssuanceOfCommonStockAndWarrantsInConnectionWithAtMarketOfferingNetOfIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe value of stock issued during the period upon issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs. + ReferencesNo definition available. + Details Name: vani_StockIssuedDuringPeriodValueIssuanceOfCommonStockAndWarrantsInConnectionWithSecuritiesPurchaseAgreementNetOfIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe element represents stock issued during period value stock options warrants exercised. + ReferencesNo definition available. + Details Name: vani_StockIssuedDuringPeriodValueStockOptionsWarrantsExercised Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 17 R7.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Stockholders' Equity (unaudited) (Parentheticals) - Additional Paid-in Capital [Member] - USD ($) $ in Thousands 3 Months Ended Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Issuance of common stock and warrants in connection with securities purchase agreement, issuance costs Â Â $ 1,300 Issuance of common stock in connection with At-the-Market offering, issuance costs $ 43 $ 301 Â X - DefinitionThe amount of decrease in additional paid in capital (APIC) resulting from direct costs associated with issuing common stock and warrants in connection with at-the-market offering. Includes, but is not limited to, legal and accounting fees and direct costs associated with stock issues under a shelf registration. + ReferencesNo definition available. + Details Name: vani_AdjustmentsToAdditionalPaidInCapitalCommonStockAndWarrantsIssuedInConnectionWithAtMarketOfferingIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of decrease in additional paid in capital (APIC) resulting from direct costs associated with issuing common stock and warrants in connection with securities purchase agreement. Includes, but is not limited to, legal and accounting fees and direct costs associated with stock issues under a shelf registration. + ReferencesNo definition available. + Details Name: vani_AdjustmentsToAdditionalPaidInCapitalCommonStockAndWarrantsIssuedInConnectionWithSecuritiesPurchaseAgreementIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_AdditionalPaidInCapitalMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 18 R8.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Cash Flows (unaudited) - USD ($) $ in Thousands 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Cash flows from operating activities: Â Â Net loss $ (17,436) $ (19,626) Adjustments to reconcile net loss to net cash used in operating activities: Â Â Depreciation and amortization 311 259 Stock-based compensation 1,208 1,404 Non-cash lease expense 216 829 Fixed assets write-off 34 Changes in operating assets and liabilities: Â Â Prepaid expenses and other assets 575 (3,286) Accounts payable 274 718 Accrued compensation expenses (25) 18 Accrued expenses (131) (534) Net cash used in operating activities (14,974) (20,218) Cash flows from investing activities: Â Â Purchases of property and equipment (260) (144) Net cash used in investing activities (260) (144) Cash flows from financing activities: Â Â Net proceeds from exercise of options 110 Proceeds from issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs 13,687 Proceeds from issuance of common stock in connection with the At-the-Market offering, net of issuance costs 160 Net proceeds from insurance premium loan 379 Net cash provided by financing activities 14,226 110 Effect of exchange rate changes on cash and cash equivalents (3) Cash, cash equivalents and restricted cash: Â Â Net decrease (1,008) (20,255) Balance at beginning of period 21,992 46,442 Balance at end of period 20,984 26,187 Cash paid during the period for: Â Â Income taxes 2 Non-cash investing and financing activities: Â Â Establishment of operating right-of-use assets through operating lease obligations $ 20,755 X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsNoncashItemsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-4 + Details Name: us-

gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffectAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate expense recognized in the current period that allocates the cost of tangible assets, intangible assets, or depleting assets to periods that benefit from use of the assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22 + Details Name: us-gaap_DepreciationDepletionAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) from effect of exchange rate changes on cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in foreign currencies; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 830 -SubTopic 230 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate amount of write-downs for impairments recognized during the period for long lived assets held for use (including those held for disposal by means other than sale). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-2Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-4 + Details Name: us-gaap_ImpairmentOfLongLivedAssetsHeldForUse Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-23Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-22Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-2 + Details Name: us-gaap_IncomeTaxesPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncomeTaxesPaidNetAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate amount of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccountsPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate amount of expenses incurred but not yet paid. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInAccruedLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate amount of obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInEmployeeRelatedLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in prepaid expenses, and assets classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow (outflow) from financing activities, including discontinued operations. Financing activity cash flows include obtaining resources from owners and providing them with a return on, and a return of, their investment; borrowing money and repaying amounts borrowed, or settling the obligation; and obtaining and paying for other resources obtained from creditors on long-term credit. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from investing activities, including discontinued operations. Investing activity cash flows include making and collecting loans and acquiring and disposing of debt or equity instruments and property, plant, and equipment and other productive assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24 + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash inflow (outflow) from operating activities, including discontinued operations. Operating activity cash flows include transactions, adjustments, and changes in value not defined as investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-24Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic

205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of periodic reduction over lease term of carrying amount of right-of-use asset from operating lease. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_OperatingLeaseRightOfUseAssetAmortizationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash outflow associated with the acquisition of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale; includes cash outflows to pay for construction of self-constructed assets. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquirePropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash inflow from exercise of option under share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Subparagraph (a) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2A + Details Name: us-gaap_ProceedsFromStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of noncash expense for share-based payment arrangement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_ShareBasedCompensation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe element represents establishment of operating right of use assets through operating lease obligations. + ReferencesNo definition available. + Details Name: vani_EstablishmentOfOperatingRightofuseAssetsThroughOperatingLeaseObligations Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from insurance premium loan under finance agreement during the reporting period. + ReferencesNo definition available. + Details Name: vani_ProceedsFromInsurancePremiumLoan Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from the issuance of common stock and warrants in connection with At-the-Market offering, net of issuance costs during the reporting period. + ReferencesNo definition available. + Details Name: vani_ProceedsFromIssuanceOfCommonStockAndWarrantsInConnectionWithAtMarketOfferingNetOfIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from the issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs during the reporting period. + ReferencesNo definition available. + Details Name: vani_ProceedsFromIssuanceOfCommonStockAndWarrantsInConnectionWithSecuritiesPurchaseAgreementNetOfIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 19 R9.htm IDEA: XBRL DOCUMENT v3.24.3 Organization and Business Operations 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Organization and Business Operations Note 1. Organization and Business Operations Â Vivani Medical, Inc. (â€œVivani,â€ the â€œCompany,â€ â€œwe,â€ â€œus,â€ â€œourâ€ or similar terms) is a preclinical stage biopharmaceutical company which develops miniaturized, subdermal implants utilizing its proprietary NanoPortalâ„¢ technology,Â which is designed to enable long-term, near constant-rate delivery of a broad range of medicines to treat chronic diseases. Vivani uses this platform technology to develop and potentially commercialize drug implant candidates, alone or in collaboration with pharmaceutical company partners to address a leading cause of poor clinical outcomes in the treatment of chronic disease, medication non-adherence. According to the U.S. Centers for Disease Control and Prevention, adherence is defined as the extent to which an individualâ€™s behavior, including taking medications, corresponds to recommendations from a health care provider.Â An alarmingly high proportion of patients, approximately 50%, do not take their medicine as prescribed in the real world, a statistic that applies to both daily oral as well as weekly injectable medicines.Â For example, a recent study has shown that 64% of patients taking WegovyÂ®Â (semaglutideÂ injectable) discontinue therapy within the first year ofÂ treatment, a number that increases to 76% by the second year. Unfortunately, GLP-1 discontinuation may result in a quick reversal of the health benefits in the majority of patients. At Vivani,Â we are developing a portfolio of miniature,Â subdermalÂ drug implant candidates that, unlike most oral and injectable medicines, are designed with the goal of guaranteeing medication adherence by delivering therapeutic drug levels for up to six monthsÂ or longer. In addition, our aim is to minimize fluctuations in patientsâ€™ drug levels through the use of our NanoPortalâ„¢ technology, which may improve the tolerability profiles for medicines, including GLP-1 receptor agonists, that produce side effects associated with fluctuating drug levels in the blood. Â Vivani resulted from the business combination of Second Sight Medical Products, Inc. (â€œSecond Sightâ€) and Nano Precision Medical, Inc. (â€œNPMâ€). On August 30, 2022, Second Sight and NPM completed their merger pursuant to which NPM became a wholly owned subsidiary of Second Sight and the combined company of NPM and Second Sight was renamed Vivani Medical, Inc. Vivaniâ€™s main priority is the further development of its lead program NPM-115, a miniature, 6-month, GLP-1 implant candidate for chronic weight management in obese or overweight patients with one or more risk factors and further development of the balance of companyâ€™s miniature, long-actingÂ drug implant portfolio. In parallel, Vivaniâ€™s management team remains committed to identifying and exploring strategic options that will enable further development of its pioneering neurostimulation systems from legacy company Second Sight aimed at helping patients recover critical body functions. In December 2022, we contributed our neurostimulation assets and certain liabilities to Cortigent, Inc. (â€œCortigentâ€), a wholly owned subsidiary of Vivani. Cortigent has 5,000,000 shares of common stock outstanding, all owned by Vivani. Cortigent is advancing the Companyâ€™s pioneering neurostimulation technology. In March 2023, Vivani announced the filing of a Registration Statement on Form S-1 with the U.S. Securities and Exchange Commission (â€œSECâ€) for the proposed initial public offering of Cortigent. The Registration Statement on Form S-1 was recently amended and filed with the SEC on September 4, 2024 to refresh the financial information and provide minor updates to the business. Â On July 6, 2023, Vivani changed its state of incorporation from the State of California to the State of Delaware by means of a plan of conversion, effective July 5, 2023. The reincorporation, including the principal terms of the plan of conversion, was submitted to a vote of, and approved by, Vivaniâ€™s stockholders at its 2023 Annual Meeting of Stockholders held on June 15, 2023. As part of this change of incorporation the Company established a par value of $0.0001 per share and all periods have been retroactively adjusted to reflect this change. Â An Investigational New Drug Application (â€œINDâ€) for NPM-119 (GLP-1 implant) was filed with the U.S. Food and Drug Administration (â€œFDAâ€) on July 14, 2023, to support the initiation of a first-in-human study of anÂ exenatide implant in patients with type 2 diabetes. On August 18, 2023, FDA provided written notification that the study was on full clinical hold, primarily due to insufficient Chemistry, Manufacturing, and Controls (â€œCMCâ€) information to assess the risk to human subjects. After providing additional information to sufficiently address the FDA's requests, the FDA lifted the clinical hold on NPM-119 on June 13, 2024 allowing for the proposed study to proceed. The primary objective of this first-in-human clinical study was to evaluate the safety, tolerability and pharmacokinetics of NPM-119 in type 2 diabetes patients. The initial study design also incorporated Bydureon BCiseÂ® (exenatide injection) for comparison purposes. On August 25, 2023, the Company and Cortigent entered into an Amendment 1 (the â€œAmendmentâ€) to the Transition Funding, Support and Services Agreement dated March 19, 2023 (the â€œTFSSAâ€). Pursuant to the TFSSA, Vivani has agreed to advance funds and provide or cause to be provided to Cortigent the services and funding intended to cover salaries and related costs, rent and other overhead in order to permit Cortigent to operate in substantially the same manner in which business operations of Cortigent were previously operated by Second Sight, prior to the formation of Cortigent, which obligations will continue, in the case of the funding obligations, until the earlier of December 31, 2024 or the closing of an initial public offering of Cortigent (the â€œFunding Support Termâ€). Under the Amendment, Cortigent has agreed to repay $1,500,000 to Vivani at the conclusion of the Funding Support Term. In addition, at the conclusion of the Funding Support Term, Cortigent will enter into a five-year promissory note at 5% interest for $2,000,000 in favor of Vivani. Consequently, Vivani will forgive any remaining amounts due by Cortigent to the Company under the TFSSA. In October 2023, Vivani implemented a reduction-in-force to conserve cash that decreased Cortigentâ€™s employees from 14 to 7 while continuing the ongoing OrionÂ® clinical study and basic operations. Â In the fourth quarter of 2023, Vivani Medical Australia Pty Ltd., a wholly owned subsidiary in Australia was established to support studies of our product candidates. Â In February 2024, Vivani announced positive preclinical weight loss data with its exenatideÂ implant that was comparable to semaglutide, the active ingredient in OzempicÂ®/WegovyÂ®, and aÂ strategic shift to prioritize the Company'sÂ obesity portfolio. In a study of high-fat diet-induced obese mice, the exenatideÂ implantÂ generated weight loss of approximately 20% compared to a sham implant control after a 28-day treatment duration, comparable to the extent of weight loss observed in mice treated with semaglutide injections (OzempicÂ®) in the same study. In February, the Company also disclosed that semaglutide is the active pharmaceutical ingredient in NPM-139, another miniature, long term subdermal GLP-1 implant in development for chronic weight management further demonstrating our prioritization on obesity. NPM-139 also has the added potential benefitÂ of once-yearly administration. On March 1, 2024, the Company entered into a securities purchase agreement (â€œSecurities Purchase Agreementâ€) with an institutional investor to purchase 3,947,368 shares of common stock, par value $0.0001 per share (the â€œCommon Stockâ€) and warrants to purchase up to an aggregate of 3,947,368 shares of common stock at a purchase price of $3.80 per share and accompanying warrant in a registered direct offering (the â€œOfferingâ€). The warrants have an exercise price of $3.80 per share, are exercisable immediately upon issuance, and will expire three years following the date of issuance. Â On April 22, 2024, the Company entered into an Open Market Sale AgreementSM (the â€œSales Agreementâ€) with Jefferies LLC (â€œJefferiesâ€), under which the Company may offer and sell, from time to time at its sole discretion, shares of the common stock, having an aggregate offering price of up to $75.0 million through Jefferies as its sales agent. Also on April 22, 2024, the Company filed a Registration Statement on Form S-3, which was declared effective on May 3, 2024, including a sales agreement prospectus relating to the offering of up to $75.0 million shares of its common stock in accordance with the Sales Agreement. On May 28, 2024, VivaniÂ announced the publication of positive weight loss data supporting theÂ potentialÂ veterinary use of OKV-119, the company's miniature, long-actingÂ GLP-1 implant under development with partner OkavaÂ Pharmaceuticals, Inc. ("Okava") for the treatment of pre-diabetes, diabetes and obesity in companion felines. The device is intended to be conveniently inserted under the skin during routine veterinary visits and is being designed to deliver six monthsÂ of GLP-1 therapy with a single administration.Â Â As stated previously, on June 13, 2024, VivaniÂ announced that the FDA cleared the IND and lifted the clinical hold for NPM-119, the Company's miniature, six-month GLP-1 implant under development for the treatment of patients with type 2 diabetes. On July 11, 2024, the Company provided an update of the clinical development plans for NPM-115, the clinical program associated with the miniature, long-acting GLP-1 (high-dose exenatide) implant for chronic weight management in obese and overweight individuals. The Company has redesigned the First-in-Human study, LIBERATE-1, initially intended to explore the safety, tolerability and pharmacokinetics of its exenatide implant in patients with type 2 diabetes, to evaluate the implant in obese and overweight patients. The study will enroll patients who will be titrated on weekly semaglutide injections for eight weeks before being randomized to receive a single exenatide implant, weekly exenatide injections (Bydureon BCiseÂ®) or weekly semaglutide injections (WegovyÂ®) for a nine-week treatment duration. The LIBERATE-1 study will be conducted in Australia and is anticipated to be initiated in the fourth quarter of 2024, subject to regulatory clearance, with data from the study expected in 2025. On September 4, 2024, Vivani announced positive preclinical liver fat results with its miniature, ultra long-acting GLP-1Â implant currently under development chronic weight management in obese and overweight individuals and type 2 diabetes. The Company's GLP-1 (exenatide) implant produced sham-implant adjusted liver fat reduction of 82% in an obese mouse model from a single administration with expected twice-yearly dosing. These liver fat data are consistent with published results from similar investigations with semaglutide, the active pharmaceutical ingredient in OzempicÂ® and WegovyÂ®. On September 26, 2024, the Company reported receiving regulatory approval to initiate its first in human clinical trial with a miniature, ultra long-acting GLP-1 (exenatide) implant in obese and overweight individuals in Australia. This clinical trial, known as LIBERATE-1â„¢, is part of the NPM-115 program and will investigate the safety, tolerability and full pharmacokinetic profile of an exenatide implant. The trial also represents the first clinical application of the Companyâ€™s proprietary NanoPortalâ„¢ drug implant technology. LIBERATE-1 is designed to enroll participants who will be titrated on weekly semaglutide injections for 8 weeks (0.25 mg/week for 4 weeks followed by 0.5 mg/week for 4 weeks) before being randomized to receive a single administration of Vivaniâ€™s exenatide implant (n=8), weekly exenatide injections (n=8), or weekly 1 mg semaglutide injections (n=8) for a 9-week treatment duration. Changes in weight will be measured. The trial is expected to be initiated later this year with data projected to be available in 2025. Â Liquidity and Capital Resources From inception, our operations have been funded primarily through the sales of our common stock and warrants. Â Our financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. We are subject to the risks and uncertainties associated with a business with no revenue that is developing novel medical devices, including limitations on our operating capital resources. We have incurred recurring operating losses and negative operating cash flows since inception, and we expect to continue to incur operating losses and negative operating cash flows for the foreseeable future. On March 1, 2024, the Company entered into the Securities Purchase Agreement relating to the issuance of 3,947,368 shares of the common stock and warrants to purchase up to an aggregate of 3,947,368 shares of common stock (the â€œWarrantsâ€), to such investor at a purchase price of $3.80 per share and accompanying warrants in the Offering. The Warrants have an exercise price of $3.80 per share, are exercisable immediately upon issuance and will expire three yearsÂ following the date of issuance. Simultaneously, the Company also entered into a placement agency agreement with Maxim Group LLC (â€œMaximâ€ and such agreement, the â€œPlacement Agency Agreement,â€ and together with the Securities Purchase Agreement, the â€œAgreementsâ€), who acted as the sole placement agent for the Offering. The gross proceeds of $15.0Â million from the Offering, before paying the placement agent fees and other offering costs, were received on March 5, 2024. In connection with the Securities Purchase Agreement, the Company paid issuance costs of $1.3 million, resulting in net proceeds of $13.7 million. For additional information, refer to Note 7. Equity Securities of the Notes to Condensed Consolidated Financial Statements. OnÂ April 22, 2024, the Company entered into the Sales Agreement with Jefferies, under which the Company may offer and sell, from time to time at its sole discretion, shares of the common stock, having an aggregate offering price of up to $75.0 million through Jefferies as its sales agent. Also on April 22, 2024, the Company filed a Registration Statement on Form S-3, which was declared effective on May 3, 2024, including a sales agreement prospectus relating to the offering of up to $75.0 million shares of its common stock in accordance with the Sales Agreement. For additional information, refer to Note 7. Equity Securities of the Notes to Condensed Consolidated Financial Statements. We estimate that currently available cash will provide sufficient funds to enable the Company to meet its planned obligationsÂ for at least the next twelve months. Our ability to continue as a going concern is dependent on our ability to develop profitable operations through implementation of our business initiatives and/or raise additional capital, however, there can be no assurances that we will be able to do so. X - DefinitionThe entire disclosure for the nature of an entity's business, major products or services, principal markets including location, and the relative importance of its operations in each business and the basis for the determination, including but not limited to, assets, revenues, or earnings. For an entity that has not commenced principal operations, disclosures about the risks and uncertainties related to the activities in which the entity is currently engaged and an understanding of what those activities are being directed toward. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 275 -Publisher FASB -URI https://asc.fasb.org/275/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1 + Details Name: us-gaap_NatureOfOperations Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na

Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 20 R10.htm IDEA: XBRL DOCUMENT v3.24.3 Basis of Presentation and Significant Accounting Policies 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Basis of Presentation and Significant Accounting Policies Note 2. Basis of Presentation and Significant Accounting Policies Â Basis of Presentation Â These unaudited interim financial statements have been prepared in accordance with United States generally accepted accounting principles (â€œGAAPâ€) and following the requirements of the SEC for interim reporting. As permitted under those rules, certain footnotes or other financial information that are normally required by GAAP can be condensed or omitted. In our opinion, the unaudited interim financial statements have been prepared on the same basis as the audited financial statements and include all adjustments, which include only normal recurring adjustments, necessary for the fair presentation of our financial position and our results of operations and cash flows for periods presented. These statements do not include all disclosures required by GAAP and should be read in conjunction with our financial statements and accompanying notes for the fiscal year ended December 31, 2023, included within our Annual Report on Form 10-K filed with the SEC on March 26, 2024. The results of the interim periods are not necessarily indicative of the results expected for the full fiscal year or any other interim period or any future year or period. Â Principles of Consolidation Â The condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. Intercompany balances and transactions have been eliminated in consolidation. Â Use of estimates Â The preparation of condensed consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements and the reported amounts of expenses during the reporting periods. On an ongoing basis, management evaluates its estimates, including, but not limited to, those related to useful lives of long-lived assets, stock-based compensation and evaluation of going concern. Management bases its estimates on historical experience and on various assumptions that management believes to be reasonable under the circumstances. Actual results could differ materially from those estimates. Operating Segments Â Operating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision-maker in making decisions regarding resource allocation and assessing performance. Our chief operating decision-maker, our Chief Executive Officer, reviews financial information presented for each of our segments. We have two reporting segments, specifically the Biopharm Division and Neurostimulation Division. Neither division is revenue producing. The Biopharm Division includes activities from NPM and Vivani Medical Australia Pty Ltd. The Neurostimulation Division includes activities from Cortigent and our subsidiary in Switzerland. Â During the three months ended September 30, 2024, theÂ BiopharmÂ Division andÂ NeurostimulationÂ Division incurred operating expenses of $5.7Â million and $0.6Â million, respectively. During the three months ended September 30, 2024, consolidated net loss for theÂ BiopharmÂ Division was $5.4Â million and for theÂ NeurostimulationÂ Division was $0.6Â million. During the nine months ended September 30, 2024, the Biopharm Division and Neurostimulation Division incurred operating expenses of $16.6 million and $1.6 million, respectively. During the nine months ended September 30, 2024, consolidated net loss for the Biopharm Division was $15.7 million and for the Neurostimulation Division was $1.7 million. As ofÂ September 30, 2024, total assets for the Biopharm Division and the Neurostimulation Division were $41.6 million and $1.3 million, respectively.Â The Companyâ€™s long-term assets are located in the United States. Â Significant Accounting Policies Â Our significant accounting policies are set forth in our financial statements for the year ended December 31, 2023, included within our Annual Report on Form 10-K for the fiscal year ended December 31, 2023 filed with the SEC on March 26, 2024. Â Recently Issued Accounting Pronouncements Â In November 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) No. 2023-07, Improvements to Reportable Segment Disclosures (Topic 280). This ASU updates reportable segment disclosure requirements by requiring disclosures of significant reportable segment expenses that are regularly provided to the Chief Operating Decision Maker (â€œCODMâ€) and included within each reported measure of a segmentâ€™s profit or loss. This ASU also requires disclosure of the title and position of the individual identified as the CODM and an explanation of how the CODM uses the reported measures of a segmentâ€™s profit or loss in assessing segment performance and deciding how to allocate resources. The ASU is effective for annual periods beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Adoption of the ASU should be applied retrospectively to all prior periods presented in the financial statements. Early adoption is also permitted. This ASU will likely result in us including the additional required disclosures when adopted. We are currently evaluating the provisions of this ASU and expect to adopt them for the year ending December 31, 2024. Â In December 2023, the FASB issued ASU No. 2023-09, Improvements to Income Tax Disclosures (Topic 740). The ASU requires disaggregated information about a reporting entityâ€™s effective tax rate reconciliation as well as additional information on income taxes paid. The ASU is effective on a prospective basis for annual periods beginning after December 15, 2024. Early adoption is also permitted for annual financial statements that have not yet been issued or made available for issuance. This ASU will result in the required additional disclosures being included in our consolidated financial statements, once adopted. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the basis of presentation and significant accounting policies concepts. Basis of presentation describes the underlying basis used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). Accounting policies describe all significant accounting policies of the reporting entity. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 235 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/235/tableOfContent + Details Name: us-gaap_BasisOfPresentationAndSignificantAccountingPoliciesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 21 R11.htm IDEA: XBRL DOCUMENT v3.24.3 Concentration of Risk 9 Months Ended Sep. 30, 2024 Cash and Cash Equivalents [Abstract] Â Concentration of Risk Note 3. Concentration of Risk Â Credit Risk Â Financial instruments that subject us to concentrations of credit risk consist primarily of cash, certificates of deposit and money market funds. We maintain cash, certificates of deposit and money market funds with financial institutions that we deem reputable. Â Foreign Operations Â The accompanying condensed consolidated financial statements as of September 30, 2024 and 2023 include assets amounting to approximately $27,000 and $0.1 million, respectively, relating to our operations in Switzerland. In the fourth quarter of 2023, Vivani Medical Australia Pty Ltd., a wholly owned subsidiary in Australia was established to support studies of our product candidates. Unanticipated events in foreign countries could disrupt our operations and impair the value of these assets. X - ReferencesNo definition available. + Details Name: us-gaap_CashAndCashEquivalentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for cash and cash equivalent footnotes, which may include the types of deposits and money market instruments, applicable carrying amounts, restricted amounts and compensating balance arrangements. Cash and equivalents include: (1) currency on hand (2) demand deposits with banks or financial institutions (3) other kinds of accounts that have the general characteristics of demand deposits (4) short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Generally, only investments maturing within three months from the date of acquisition qualify. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_CashAndCashEquivalentsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 22 R12.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â Fair Value Measurements Note 4. Fair Value Measurements Â The authoritative guidance with respect to fair value establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value into three levels and requires that assets and liabilities carried at fair value be classified and disclosed in one of three categories, as presented below. Disclosure as to transfers in and out of Levels 1 and 2, and activity in Level 3 fair value measurements, is also required. Â Level 1. Observable inputs such as quoted prices in active markets for an identical asset or liability that we have the ability to access as of the measurement date. Financial assets and liabilities utilizing Level 1 inputs include active-exchange traded securities and exchange-based derivatives. Â Level 2. Inputs, other than quoted prices included within Level 1, which are directly observable for the asset or liability or indirectly observable through corroboration with observable market data. Financial assets and liabilities utilizing Level 2 inputs include fixed income securities, non-exchange-based derivatives, mutual funds, and fair-value hedges. Â Level 3. Unobservable inputs in which there is little or no market data for the asset or liability which requires the reporting entity to develop its own assumptions. Financial assets and liabilities utilizing Level 3 inputs include infrequently traded non-exchange-based derivatives and commingled investment funds, and are measured using present value pricing models. Â We determine the level in the fair value hierarchy within which each fair value measurement falls in its entirety, based on the lowest level input that is significant to the fair value measurement in its entirety. In determining the appropriate levels, we perform an analysis of the assets and liabilities at each reporting period end. Â Cash equivalents, which include certificates of deposit and money market funds, are the only financial instruments measured and recorded at fair value on our condensed consolidated balance sheet, and are valued using Level 1 inputs. As of September 30, 2024 and 2023, we did not have any Level 1 and Level 2 financial liabilities or Level 3 financial assets or liabilities measured at fair value on a recurring basis. We did not have any transfers between Level 1 and Level 2 or transfers in or out of Level 3 during the three and nine months ended September 30, 2024 and 2023. The following table summarizes assets measured at fair value on a recurring basis by level within the fair value hierarchy (in thousands): Â Â As of September 30, 2024 Â Â Â Total Â Â Level 1 Â Â Level 2 Â Â Level 3 Â Assets Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Certificates of deposit Â $ 7,112 Â Â $ 7,112 Â Â $ - Â Â $ - Â Money market funds Â Â 11,112 Â Â Â 11,112 Â Â Â - Â Â Â - Â Total Â $ 18,224 Â Â $ 18,224 Â Â $ - Â Â $ - Â Â Â Â As of December 31, 2023 Â Â Â Total Â Â Level 1 Â Â Level 2 Â Â Level 3 Â Assets Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Money market funds Â $ 18,629 Â Â $ 18,629 Â Â $ - Â Â $ - Â Total Â $ 18,629 Â Â $ - Â Â $ - Â X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 107 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-107Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2EReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-6AReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 940 -SubTopic 820 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478119/940-820-50-1 + Details Name: us-gaap_FairValueDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 23 R13.htm IDEA: XBRL DOCUMENT v3.24.3 Insurance Premium Financing 9 Months Ended Sep. 30, 2024 Debt Disclosure [Abstract] Â Insurance Premium Financing Note 5.Â Insurance Premium Financing Â In September 2024, we entered into a finance agreement with First Insurance Funding in order to fund a portion of our insurance premiums for our professional liability policies. The amount financed is approximately $426,000Â and incurs interest at a rate ofÂ 7.2%. The Company is required to make nine monthly payments of approximately $47,000Â throughÂ May 2025. The outstanding balance as ofÂ September 30, 2024Â was approximately $379,000Â and is included in accrued expenses in the accompanying condensed consolidated balance sheet. X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for short-term debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 470 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/470/tableOfContent + Details Name: us-gaap_ShortTermDebtTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R14.htm IDEA: XBRL DOCUMENT v3.24.3 Selected Balance Sheet Detail 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Selected Balance Sheet Detail Note 6. Selected Balance Sheet Detail Â Property and Equipment, Net Â Property and equipment, net consisted of the following (in thousands): Â Â Â September 30, Â Â Â December 31, Â Â Â Â 2024 Â Â 2023 Â Property and equipment at cost: Â Â Â Â Â Â Â Â Equipment Â $ 3,789 Â Â $ 3,511 Â Furniture and fixtures Â Â 367 Â Â Â 354 Â Computer software Â Â 30 Â Â Â 7 Â Construction in progress Â Â - Â Â Â 299 Â Total property and equipment Â Â 4,186 Â Â Â 4,171 Â Accumulated depreciation and amortization Â Â (2,542) Â Â (2,442) Property and equipment, net Â $ 1,644 Â Â $ 1,729 Â X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for supplemental balance sheet disclosures, including descriptions and amounts for assets, liabilities, and equity. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/210/tableOfContent + Details Name: us-gaap_SupplementalBalanceSheetDisclosuresTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 25 R15.htm IDEA: XBRL DOCUMENT v3.24.3 Equity Securities 9 Months Ended Sep. 30, 2024 Equity [Abstract] Â Equity Securities Note 7. Equity Securities Â We are authorized to issue 300,000,000 shares of common stock with 55,266,435 issued and outstanding as of September 30, 2024. In addition, we are authorized to issue 10,000,000 shares of preferred stock with none issued as of September 30, 2024. Â Securities Purchase Agreement Â On March 1, 2024, the Company entered into the Securities Purchase Agreement relating to the issuance of 3,947,368 shares of the common

stock and Warrants to purchase up to an aggregate of 3,947,368 shares of common stock, at a purchase price of $3.80 per share and accompanying warrants in the Offering. The Warrants have an exercise price of $3.80 per share, are exercisable immediately upon issuance and will expire three yearsÂ following the date of issuance. The Company also entered into a Placement Agency Agreement with Maxim, who acted as the sole placement agent for the Offering. In connection with the Placement Agency Agreement, the Company agreed to pay Maxim an aggregate cash fee of 7.0% of the aggregate proceeds raised from the sale and issuance of the shares of common stock and accompanying warrants. Pursuant to the Placement Agency Agreement, the Company also agreed to reimburse Maxim up to $65,000 for its legal expenses. The gross proceeds of $15.0Â million from the Offering, before paying the placement agent fees and other estimated offering costs, were received on March 5, 2024. In connection with the Securities Purchase Agreement, the Company paid issuance costs of $1.3 million, resulting in net proceeds of $13.7 million. Â Pursuant to the terms of the Securities Purchase Agreement, until 45 days following the closing of the Offering, the Company agreed not to issue (or enter into any agreement to issue) any shares of common stock or common stock equivalents, subject to certain exceptions. The Company has further agreed not to enter into an agreement involving a variable rate transaction until one year following the closing of the Offering. In addition, the Companyâ€™s directors and officers have entered into lock-up agreements with the Company pursuant to which each of them has agreed not to, for a period of 90 days from the closing of the Offering, offer, sell, transfer or otherwise dispose of the Companyâ€™s securities, subject to certain exceptions. At-the-Market Sales Agreement On April 22, 2024, the Company entered into the Sales Agreement with Jefferies, under which the Company may offer and sell, from time to time at its sole discretion, shares of the common stock, having an aggregate offering price of up to $75.0 million through Jefferies as its sales agent. Also on April 22, 2024, the Company filed a Registration Statement on Form S-3, which was declared effective on May 3, 2024, including a sales agreement prospectus relating to the offering of up to $75.0 million shares of its common stock in accordance with the Sales Agreement. The Company may sell the common stock under the Sales Agreement (A) in privately negotiated transactions; (B) as block transactions; or (C) by any other method permitted by law deemed to be an â€œat-the-marketâ€ offering as defined in Rule 415(a)(4) under the Securities Act of 1933, as amended, including sales made directly on the Nasdaq Capital Market or sales made into any other existing trading market for the shares of Common Stock. Jefferies will use commercially reasonable efforts to place the shares of common stock from time to time, based upon the Company's instructions (including any price, time or size limits or other customary parameters or conditions we may impose). The Company will pay Jefferies a commission of up to three percent (3.0%) of the gross sales proceeds of any common stock sold through Jefferies under the Sales Agreement, and also has provided Jefferies with customary indemnification rights. In addition, the Company has agreed to reimburse certain legal expenses and fees incurred by Jefferies in connection with the offering. The Company is not obligated to make any sales of common stock under the Sales Agreement. The offering of shares of common stock pursuant to the Sales Agreement will terminate upon the earlier of (i) the sale of all common stock subject to the Sales Agreement or (ii) termination of the Sales Agreement in accordance with its terms. During the nine months endedÂ September 30, 2024, the Company issued 287,970 shares of common stock for gross proceeds of $504,000 as part of the Sales Agreement with Jefferies. The Company paid expenses of $344,000, resulting in net proceeds of $160,000. X - ReferencesNo definition available. + Details Name: us-gaap_EquityAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for equity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-6Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-6Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(e)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/505/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 16 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-16Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18 + Details Name: us-gaap_StockholdersEquityNoteDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 26 R16.htm IDEA: XBRL DOCUMENT v3.24.3 Warrants 9 Months Ended Sep. 30, 2024 Warrants Â Warrants Note 8. Warrants Â A summary of warrant activity for the nine months ended September 30, 2024 is presented below (in thousands, except per share and contractual life data). Â Â Â Number of Â Shares Â Â Weighted Average Exercise Price Per Share Â Â Weighted Average Remaining Contractual Life (in Years) Â Warrants outstanding as of December 31, 2023 Â Â 9,733 Â Â $ 11.60 Â Â Â 1.4 Â Issued Â Â 3,947 Â Â $ 3.80 Â Â Â Â Â Exercised Â Â - Â Â $ - Â Â Â Â Â Forfeited or expired Â Â (3,768) Â $ 24.98 Â Â Â Â Â Warrants outstanding as of September 30, 2024 Â Â 9,912 Â Â $ 3.41 Â Â Â 2.28 Â Warrants exercisable as of September 30, 2024 Â Â 9,912 Â Â $ 3.41 Â Â Â 2.28 Â Â NPM, prior to the merger with Second Sight, issued common stock and warrants (collectively, the â€œunitâ€ or â€œunitsâ€) in 2019, 2020 and 2021 for $3.15 per unit. Outstanding warrants to purchase common stock are shown in the table above and generally expire fiveÂ years from the date of issuance at $3.15 per share exercise price are transferable into one share of common stock and may be exercised on a cashless basis. Â Second Sight underwriter warrants of 10,125 were outstanding and are convertible into 3,375 shares, included in the table above, and converted as part of the merger for Vivani warrants on a like-for-like basis. The weighted average exercise price of these warrants is $3.75. Â In connection with the Securities Purchase Agreement entered on March 1, 2024, relating to the issuance of 3,947,368 shares of the common stock, par value of $0.0001 per share, the Company issued Warrants to purchase 3,947,368 shares of common stock at an exercise price of $3.80 per share. These Warrants are exercisable immediately upon issuance and will expire three years following the date of issuance. The Warrants may be exercised on a cashless basis. Â The warrants outstanding as of September 30, 2024 had no intrinsic value. X - ReferencesNo definition available. + Details Name: vani_DisclosureWarrantsAbstract Namespace Prefix: vani_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe element represents warrant disclosure text block. + ReferencesNo definition available. + Details Name: vani_WarrantDisclosureTextBlock Namespace Prefix: vani_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 27 R17.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation 9 Months Ended Sep. 30, 2024 Stock-Based Compensation Â Stock-Based Compensation Note 9. Stock-Based Compensation Â Equity Incentive Plan Â The Vivani Medical, Inc. 2022 Omnibus Incentive Plan (the â€œ2022 Planâ€) became effective on August 30, 2022. Under the 2022 Plan, 10,033,333 shares were authorized for issuance at its effective date. The maximum number of shares with respect to which stock awards could be granted is offset and reduced by stock awards previously granted under the 2022 Plan. As of September 30, 2024, 2,165,958 shares of common stock were available for future issuance under the 2022 Plan pursuant to stock awards that had not previously been granted. Â For stock option grants, the option price is determined by the Board of Directors but cannot be less than the fair value of the shares at the grant date. Generally, the options vest ratably over four years and expire ten years from the grant date. The 2022 Plan provides for accelerated vesting if there is a change of control, as defined in the 2022 Plan. Â Stock Options Â A summary of stock option activity is presented below (in thousands, except per share and contractual life data). Â Â Â Â Â

Please note that, for the purposes of calculating the service period associated with the Subject Interest, our cost of equity was utilized as the drift rate. Â Â Â Â â— Volatility. The total equity volatility (standard deviation) was based on a total equity volatility analysis. Â Â â— Period. The period was measured as the number of years from the Valuation Date through the latest date on which the award could vest. Â Â â— Dividends. We have not historically paid dividends nor do we expect to pay dividends going forward. As such, no dividends were considered in our analysis. 2. Consideration of the Performance-Vesting Schedule. As previously discussed, our publicly traded common share price must equal or exceed the Stock Price Hurdle amount of $3.15 over a 3-consecutive-trading-day rolling period on or before the Performance Period End Date. If such performance condition is achieved, 1/3 of the award shall vest on the Hurdle Achievement Date, 1/3 of the award shall vest one year following the Hurdle Achievement Date, and 1/3 of the award shall vest two years following the Hurdle Achievement Date.Â Â 3. Performance-Based RSU Value Conclusion. The proceeds from the vesting of common shares were then discounted to the Valuation Date using the applicable risk-free rate, which is consistent with the assumption utilized to project stock prices in our Monte Carlo simulation. Â For the purpose of calculating the weighted service period associated with the Subject Interest, a separate simulation was performed using our cost of equity as the drift rate. The service period was then determined based on the median Hurdle Achievement Date. X - DefinitionThe entire disclosure for share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/718/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (l) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsShareBasedPaymentsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 28 R18.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â Net Loss Per Share Note 10. Net Loss Per Share Â Basic net loss per share is computed by dividing the net loss by the weighted average number of shares of common stock outstanding during the period, without consideration of potential dilutive securities. Diluted net loss per share is computed by dividing the net loss by the sum of the weighted average number of shares of common stock outstanding during the period plus the dilutive effects of potentially dilutive securities outstanding during the period. Potentially dilutive securities include common stock options, RSUs and warrants issued and outstanding. Â The following table sets forth the computation of basic and diluted net loss per share (in thousands, except per share amounts):Â Â Â Â Three Months Ended September 30, Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â 2024 2023 Numerator: Â Â Â Â Â Â Net loss Â $ (6,041) Â $ (6,782) $ (17,436) $ (19,626) Denominator: Â Â Â Â Â Â Â Â Weighted average common shares outstanding - basic and diluted Â Â 55,247 Â Â Â Â 50,837 Â 54,161 50,757 Net loss per common share, basic and diluted Â $ (0.11) Â $ (0.13) $ (0.32) $ (0.39) Â Since the Company was in a loss position for all periods presented, basic net loss per share is the same as diluted net loss per share for all periods presented, as the inclusion of all potential common stock equivalents outstanding would have been antidilutive. Â During the periods ended September 30, 2024 and 2023, the following common stock equivalents were excluded from the computation of diluted net loss per share because including them would have been antidilutive (in thousands). Â Â SeptemberÂ 30, Â 2024 2023 Stock options issued and outstanding 6,809 6,043 UnvestedÂ restricted stock units issued and outstanding 695 403 Warrants to purchase common stock 9,912 10,311 Total 17,416 16,757 Â X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for earnings per share. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/260/tableOfContentReference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-3 + Details Name: us-gaap_EarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 29 R19.htm IDEA: XBRL DOCUMENT v3.24.3 Right-of-use Assets and Operating Lease Liabilities 9 Months Ended Sep. 30, 2024 Right-of-use Assets And Operating Lease Liabilities Â Right-of-use Assets and Operating Lease Liabilities Note 11. Right-of-use Assets and Operating Lease Liabilities Â We lease certain office, laboratory, research and development space for our use. Leases with an initial term of 12 months or less are not recorded on the balance sheet. Lease costs are recognized in the income statement over the lease term on a straight-line basis. Depreciation is computed using the straight-line method over the estimated useful life of the respective assets. The depreciable life of assets and leasehold improvements are limited by the expected lease term. Our lease agreements do not contain any material residual value guarantees or restrictive covenants. As most of our leases do not provide an implicit rate, we used our estimated incremental borrowing rate based on the information available at commencement date in determining the present value of lease payments. Â On November 21, 2022, Vivani entered into a triple net lease agreement for a single building with 43,645 square feet of space in Alameda, California. The stated term of the lease commenced on June 1, 2023 and terminates on September 30, 2033, ten years and four months. The lease term is based on the non-cancellable period in the lease agreement. There are two options to extend the lease, each for a term of five years; however, the extension options were not included in the measurement of the ROU asset and lease liability since it is not reasonably certain that the Company will exercise such extension options. Payments increase annually from $2,676,311 to $3,596,784, or 124 monthly payments less the first four which are abated, totaling approximately $31.0 million. Vivani is responsible for insurance, property taxes and common area maintenance charges. Vivani deposited $1.3 million to guarantee a letter of credit to secure the lease and this amount is recorded as restricted cash, long-term on the balance sheets as of September 30, 2024 and December 31, 2023. The lease in Emeryville, California expired on September 30, 2023. Â On February 1, 2023, we entered into a lease agreement, effective March 1, 2023, to sublease office space to replace Cortigentâ€™s headquarters. Our rental payments amount to $22,158 per month plus operating expenses, to lease 14,823 square feet of office space at 27200 Tourney Road, Valencia, California 91355. The sublease has a term of two years and two months. We also entered into a lease for storage space on January 25, 2023, in the same building at a cost of $6,775 per month for a term of two years and one month. Â The following table summarizes supplemental balance sheet information related to the Companyâ€™s operating leases (in thousands): Â Â Â Â Â September 30, Â Â December 31, Â Â Â Balance Sheet Classification Â 2024 Â Â 2023 Â Assets Â Â Â Â Â Â Â Â Â Â Non-current assets Â Right-of-use assets Â $ 18,383 Â Â $ 19,616 Â Liabilities Â Â Â Â Â Â Â Â Â Â Current Â Current operating lease liabilities Â $ 1,385 Â Â $ 1,383 Â Long-term Â Long-term operating lease liabilities Â $ 18,294 Â Â $ 19,313 Â Â Operating lease cost was $0.8 million and $1.1 million during the three months ended September 30, 2024 and 2023, respectively, and $2.5 million andÂ $1.9 million during theÂ nine months ended September 30, 2024 and 2023, respectively. Variable lease cost, comprising primarily of common area maintenance charges and taxes, for the operating lease was $0.1 million and $0.4 million during the three months ended September 30, 2024 and 2023, respectively, and $0.3 million and $0.6 million during the nine months ended September 30, 2024 and 2023, respectively. Â The following table summarizes a maturity analysis of our lease liabilities showing the aggregate lease payments as of September 30, 2024 (in thousands except weighted average data): Â Year Ending December 31, Â Â Amount Â 2024 Â Â $ 775 Â 2025 Â Â Â 2,914 Â 2026 Â Â Â 2,889 Â 2027 Â Â Â 2,976 Â 2028 Â Â Â 3,065 Â Thereafter Â Â Â 15,862 Â Total lease payments Â Â $ 28,481 Â Less imputed interest Â Â Â (8,802) Total lease liabilities Â Â $ 19,679 Â Â Â Â Â Â Â Â Weighted average discount rateÂ Â Â Â 8.40 % Weighted average remaining lease term Â Â Â 8.90 years Â Â Other information related to leases are as follows (in thousands): Â Â Â Three Months Ended September 30, Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â 2024 2023 Cash paid for operating lease liabilities Â $ 776 Â Â $ 375 Â $ 2,294 $ 1,134 X - DefinitionThe entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/842-20/tableOfContent + Details Name: us-gaap_LesseeOperatingLeasesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: vani_DisclosureRightofuseAssetsAndOperatingLeaseLiabilitiesAbstract Namespace Prefix: vani_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 30 R20.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and Contingencies 9 Months Ended Sep. 30, 2024 Commitments and Contingencies [Abstract] Â Commitments and Contingencies Note 12. Commitments and Contingencies Â Indemnification Agreements Â We maintain indemnification agreements with our directors and officers that may require us to indemnify them against liabilities that arise by reason of their status or service as directors or officers, except as prohibited by applicable law. Â Clinical Trial Agreements Â Based upon FDA approval of Argus II, which was obtained in February 2013, we were required to collect follow-up data from subjects enrolled in our pre-approval trial for a period of up to ten years post-implant, which was extended through the year 2019. This requirement to collect follow-up data was halted in 2020 with FDA approval. In addition, we conducted three post-market studies to comply with U.S. FDA, French, and European post-market surveillance regulations and requirements and are conducting an early feasibility clinical study of Orion. We have contracted with various universities, hospitals, and medical practices to provide these services. Payments are based on procedures performed for each subject and are charged to clinical and regulatory expense as incurred. Total amounts expensed during the three months ended September 30, 2024 and 2023 were $3,000 and $4,000, respectively, and during the nine months ended September 30, 2024 and 2023 were $13,000 and $119,000, respectively. Â Litigation, Claims and Assessments Â One opposition filed by Pixium Vision SA (â€œPixiumâ€) is pending in the European Patent Office challenging the validity of a European patent owned by Cortigent. The outcome of the challenge is not certain, however, if successful, it may affect our ability to block competitors from utilizing Cortigentâ€™s neurostimulation patented technology. We believe a successful challenge will not have a material effect on our ability to manufacture and sell our products, or otherwise have a material effect on Cortigentâ€™s operations. As described in the Companyâ€™s 10-K for the year ended December 31, 2020, the Company had entered into a Memorandum of Understanding (â€œMOUâ€) for a proposed business combination with Pixium. In response to a press release by Pixium dated March 24, 2021, and subsequent communications between us and Pixium, our Board of Directors determined that the business combination with Pixium was not in the best interest of our shareholders. On April 1, 2021, we gave notice to Pixium that we were terminating the MOU between the parties and seeking an amicable resolution of termination amounts that may be due, however no assurance can be given that an amicable resolution will be reached. We accrued $1,000,000 of liquidated damages as contemplated by the MOU in accounts payable as of March 31, 2021 and remitted that amount to Pixium in April 2021. Pixium indicated that it considered this termination wrongful, rejected the Companyâ€™s offers, but retained the $1,000,000 payment. On May 19, 2021, Pixium filed suit in the Paris Commercial Court, and currently claim damages of approximately â‚¬5.1 million or about $5.6 million. We believe we have fulfilled our obligations to Pixium with the liquidated damages payment of $1,000,000. On December 8, 2022, the Company received notice that the Paris Commercial Court has rendered its judgment, including finding that the Companyâ€™s termination of the MOU was not valid. In the judgment, the Company was ordered to pay to Pixium the amount of â‚¬2,500,000 minus a â‚¬947,780 credit for the $1,000,000 already paid for, a net amount payable of approximately â‚¬1,552,220. On May 24, 2023, the Company filed an appeal against the judgment from the Paris Commercial Court except in so far as such prior judgment dismissed (i) Pixiumâ€™s claim for the Company to pay it a sum of â‚¬480,693 relating to the alleged time spent by its teams, (ii) Pixiumâ€™s application to order the Company to pay it a sum of â‚¬1,500,000 in respect to alleged loss of opportunity and (iii) deducted the sum of $1,000,000 that we already paid Pixium and which Pixium retained converted into euros at the date of the judgment. Thereafter Pixium filed its brief with Paris Court of Appeal and filed a cross-appeal on January 18, 2024. Meanwhile, the Company received notice that the Paris Commercial Court had opened safeguard proceedings against Pixium by judgment dated October 9, 2023, then in its judgment dated November 13, 2023, converted safeguard proceedings into receivership, and in its judgment dated January 31, 2024, converted Pixiumâ€™s receivership proceedings to liquidation proceedings, the transfer plan being rejected. As a result, Pixiumâ€™s liquidator intervened on behalf of Pixium in the pending proceedings before the Paris Court of Appeal and filed its brief on March 21, 2024. The Company filed its brief in reply with the Paris Court of Appeal on April 17, 2024. Proceedings before the Paris Court of Appeal are pending. In parallel, since the Company has failed to enforce the judgment, Pixium has requested the pre-trial judge to strike out the Company's appeal for failure to enforce the judgment. The hearing took place on June 4, 2024 and on October 23, 2024, the pre-trial judge issued his order, striking out Vivani's appeal for failure to enforce the decision. Within two years, VivaniÂ will have to request that the case be reinstated on the court's docket, providing evidence that the judgment has been fully enforced or, at the very least, that an agreement has been reached. Failing this, the appeal proceedings will lapse. The Company recorded a charge of $1,675,000 for the year ended December 31, 2022, related to this matter but plans to continue its appeal against the preliminary judgment.Â We are party to litigation arising in the ordinary course of business. It is our opinion that the outcome of such matters will not have a material effect on our results of operations, however, the results of litigation and claims are inherently unpredictable. Regardless of the outcome, litigation can have an adverse impact on us because of defense and settlement costs, diversion of management resources and other factors. X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for commitments and contingencies. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 405 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/405-30/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/450/tableOfContentReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 440 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478522/954-440-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 440 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/440/tableOfContent + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 31 R21.htm IDEA: XBRL DOCUMENT v3.24.3 Subsequent Events 9 Months Ended Sep. 30, 2024 Subsequent Events Â Subsequent Event Note 13. Subsequent Event On November 8, 2024, the Company entered into a private sale transaction with one of its independent directors whereby the Company sold an aggregate of 3,968,253 shares of the Companyâ€™s common stock to the director at a price of $1.26 per share, which was the lower of the closing price of the Companyâ€™s common stock on the Nasdaq or the 5-day average closing price of the Companyâ€™s common stock on the Nasdaq, each immediately prior to the closing date, subject to adjustment for reverse and forward stock splits, stock dividends, stock combinations and other similar transactions of the common stock that occur after the date of the private sale transaction. The gross proceeds from this private sale transaction were $5,000,000.00. X - ReferencesNo definition available. + Details Name: us-gaap_SubsequentEventsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for significant events or transactions that occurred after the balance sheet date through the date the financial statements were issued or the date the financial statements were available to be issued. Examples include: the sale of a capital stock issue, purchase of a business, settlement of litigation, catastrophic loss, significant foreign exchange rate changes, loans to insiders or affiliates, and transactions not in the ordinary course of business. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/855/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -

Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2 + Details Name: us-gaap_SubsequentEventsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 32 R22.htm IDEA: XBRL DOCUMENT v3.24.3 Insider Trading Arrangements 9 Months Ended Sep. 30, 2024 shares Trading Arrangements, by Individual [Table] Â Trading Arrangement, Securities Aggregate Available Amount 3,968,253 Rule 10b5-1 Arrangement Adopted [Flag] false Non-Rule 10b5-1 Arrangement Adopted [Flag] false Rule 10b5-1 Arrangement Terminated [Flag] false Non-Rule 10b5-1 Arrangement Terminated [Flag] false Material Terms of Trading Arrangement [Text Block] (a) Private Sale Transaction Â The information set forth below is included for the purpose of providing disclosure under â€œItemÂ 1.01Â - Entry into a Material Definitive Agreement,â€ and â€œItem 3.02 â€“ Unregistered Sales of Equity Securitiesâ€ of Form 8-K. Â On November 8, 2024, the Company entered into a private sale transaction with one of its independent directors whereby the Company sold an aggregate of 3,968,253 shares of the Companyâ€™s common stock to the director at a price of $1.26 per share, which was the lower of the closing price of the Companyâ€™s common stock on the Nasdaq or the 5-day average closing price of the Companyâ€™s common stock on the Nasdaq, each immediately prior to the closing date, subject to adjustment for reverse and forward stock splits, stock dividends, stock combinations and other similar transactions of the common stock that occur after the date of the private sale transaction. The gross proceeds from this private sale transaction were $5,000,000.00. Â (c) Rule 10b5-1 Trading Plan Disclosure No Rule 10b5-1 plans or non-Rule 10b5-1 trading arrangements were adopted, modified, or terminated by officers or directors of the Company, nor were there any material changes to the procedures by which security holders may recommend nominees to the Companyâ€™s Board of Directors, during the quarter ended September 30, 2024.Â X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_MtrlTermsOfTrdArrTextBlock Namespace Prefix: ecd_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrAdoptedFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_Rule10b51ArrTrmntdFlag Namespace Prefix: ecd_ Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TradingArrByIndTable Namespace Prefix: ecd_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph D + Details Name: ecd_TrdArrSecuritiesAggAvailAmt Namespace Prefix: ecd_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant XML 33 R23.htm IDEA: XBRL DOCUMENT v3.24.3 Basis of Presentation and Significant Accounting Policies (Policies) 9 Months Ended Sep. 30, 2024 Accounting Policies [Abstract] Â Basis of Presentation Basis of Presentation Â These unaudited interim financial statements have been prepared in accordance with United States generally accepted accounting principles (â€œGAAPâ€) and following the requirements of the SEC for interim reporting. As permitted under those rules, certain footnotes or other financial information that are normally required by GAAP can be condensed or omitted. In our opinion, the unaudited interim financial statements have been prepared on the same basis as the audited financial statements and include all adjustments, which include only normal recurring adjustments, necessary for the fair presentation of our financial position and our results of operations and cash flows for periods presented. These statements do not include all disclosures required by GAAP and should be read in conjunction with our financial statements and accompanying notes for the fiscal year ended December 31, 2023, included within our Annual Report on Form 10-K filed with the SEC on March 26, 2024. The results of the interim periods are not necessarily indicative of the results expected for the full fiscal year or any other interim period or any future year or period. Principles of Consolidation Principles of Consolidation Â The condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. Intercompany balances and transactions have been eliminated in consolidation. Use of estimates Use of estimates Â The preparation of condensed consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements and the reported amounts of expenses during the reporting periods. On an ongoing basis, management evaluates its estimates, including, but not limited to, those related to useful lives of long-lived assets, stock-based compensation and evaluation of going concern. Management bases its estimates on historical experience and on various assumptions that management believes to be reasonable under the circumstances. Actual results could differ materially from those estimates. Operating Segments Operating Segments Â Operating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision-maker in making decisions regarding resource allocation and assessing performance. Our chief operating decision-maker, our Chief Executive Officer, reviews financial information presented for each of our segments. We have two reporting segments, specifically the Biopharm Division and Neurostimulation Division. Neither division is revenue producing. The Biopharm Division includes activities from NPM and Vivani Medical Australia Pty Ltd. The Neurostimulation Division includes activities from Cortigent and our subsidiary in Switzerland. Â During the three months ended September 30, 2024, theÂ BiopharmÂ Division andÂ NeurostimulationÂ Division incurred operating expenses of $5.7Â million and $0.6Â million, respectively. During the three months ended September 30, 2024, consolidated net loss for theÂ BiopharmÂ Division was $5.4Â million and for theÂ NeurostimulationÂ Division was $0.6Â million. During the nine months ended September 30, 2024, the Biopharm Division and Neurostimulation Division incurred operating expenses of $16.6 million and $1.6 million, respectively. During the nine months ended September 30, 2024, consolidated net loss for the Biopharm Division was $15.7 million and for the Neurostimulation Division was $1.7 million. As ofÂ September 30, 2024, total assets for the Biopharm Division and the Neurostimulation Division were $41.6 million and $1.3 million, respectively.Â The Companyâ€™s long-term assets are located in the United States. Significant Accounting Policies Significant Accounting Policies Â Our significant accounting policies are set forth in our financial statements for the year ended December 31, 2023, included within our Annual Report on Form 10-K for the fiscal year ended December 31, 2023 filed with the SEC on March 26, 2024. Recently Issued Accounting Pronouncements Recently Issued Accounting Pronouncements Â In November 2023, the Financial Accounting Standards Board (â€œFASBâ€) issued Accounting Standards Update (â€œASUâ€) No. 2023-07, Improvements to Reportable Segment Disclosures (Topic 280). This ASU updates reportable segment disclosure requirements by requiring disclosures of significant reportable segment expenses that are regularly provided to the Chief Operating Decision Maker (â€œCODMâ€) and included within each reported measure of a segmentâ€™s profit or loss. This ASU also requires disclosure of the title and position of the individual identified as the CODM and an explanation of how the CODM uses the reported measures of a segmentâ€™s profit or loss in assessing segment performance and deciding how to allocate resources. The ASU is effective for annual periods beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Adoption of the ASU should be applied retrospectively to all prior periods presented in the financial statements. Early adoption is also permitted. This ASU will likely result in us including the additional required disclosures when adopted. We are currently evaluating the provisions of this ASU and expect to adopt them for the year ending December 31, 2024. Â In December 2023, the FASB issued ASU No. 2023-09, Improvements to Income Tax Disclosures (Topic 740). The ASU requires disaggregated information about a reporting entityâ€™s effective tax rate reconciliation as well as additional information on income taxes paid. The ASU is effective on a prospective basis for annual periods beginning after December 15, 2024. Early adoption is also permitted for annual financial statements that have not yet been issued or made available for issuance. This ASU will result in the required additional disclosures being included in our consolidated financial statements, once adopted. X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for basis of accounting, or basis of presentation, used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). + ReferencesNo definition available. + Details Name: us-gaap_BasisOfAccountingPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy regarding (1) the principles it follows in consolidating or combining the separate financial statements, including the principles followed in determining the inclusion or exclusion of subsidiaries or other entities in the consolidated or combined financial statements and (2) its treatment of interests (for example, common stock, a partnership interest or other means of exerting influence) in other entities, for example consolidation or use of the equity or cost methods of accounting. The accounting policy may also address the accounting treatment for intercompany accounts and transactions, noncontrolling interest, and the income statement treatment in consolidation for issuances of stock by a subsidiary. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1 + Details Name: us-gaap_ConsolidationPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy pertaining to new accounting pronouncements that may impact the entity's financial reporting. Includes, but is not limited to, quantification of the expected or actual impact. + ReferencesNo definition available. + Details Name: us-gaap_NewAccountingPronouncementsPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for segment reporting. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 54 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-54Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 36 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-36Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 47 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-47Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 29 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-29 + Details Name: us-gaap_SegmentReportingPolicyPolicyTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for the use of estimates in the preparation of financial statements in conformity with generally accepted accounting principles. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-9Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 11 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-11Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 12 -SubTopic 10 -Topic 275 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-12Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-8 + Details Name: us-gaap_UseOfEstimates Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionThe element represents significant accounting policies policy text block. + ReferencesNo definition available. + Details Name: vani_SignificantAccountingPoliciesPolicyPolicyTextBlock Namespace Prefix: vani_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 34 R24.htm IDEA: XBRL DOCUMENT v3.24.3 Fair Value Measurements (Tables) 9 Months Ended Sep. 30, 2024 Fair Value Disclosures [Abstract] Â The following table summarizes assets measured at fair value on a recurring basis by level within the fair value hierarchy (in thousands): The following table summarizes assets measured at fair value on a recurring basis by level within the fair value hierarchy (in thousands): Â Â As of September 30, 2024 Â Â Â Â Total Â Â Â Level 1 Â Â Â Level 2 Â Â Â Level 3 Â Assets Â Â Â Â Â Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Certificates of deposit Â $ 7,112 Â Â $ 7,112 Â Â $ - Â Â $ - Â Money market funds Â Â 11,112 Â Â Â Â 11,112 Â Â Â - Â Â Â - Â Total Â $ 18,224 Â Â $ 18,224 Â Â $ - Â Â $ - Â Â Â Â As of December 31, 2023 Â Â Â Total Â Â Â Level 1 Â Â Â Level 2 Â Â Â Level 3 Â Assets Â Â Â Â Â Â Â Â Â Â Â Â Â Â Cash equivalents: Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Money market funds Â $ 18,629 Â Â $ 18,629 Â Â $ - Â Â $ - Â Total Â $ 18,629 Â Â $ 18,629 Â Â $ - Â Â $ - Â X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the components of cash and cash equivalents. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfCashAndCashEquivalentsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 35 R25.htm IDEA: XBRL DOCUMENT v3.24.3 Selected Balance Sheet Detail (Tables) 9 Months Ended Sep. 30, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] Â Property and equipment, net consisted of the following (in thousands): Property and equipment, net consisted of the following (in thousands): Â Â Â September 30, Â Â December 31, Â Â Â 2024 Â Â 2023 Â Property and equipment at cost: Â Â Â Â Â Â Â Â Equipment Â $ 3,789 Â Â $ 3,511 Â Furniture and fixtures Â Â 367 Â Â Â 354 Â Computer software Â Â 30 Â Â Â 7 Â Construction in progress Â Â - Â Â Â 299 Â Total property and equipment Â Â 4,186 Â Â Â 4,171 Â Accumulated depreciation and amortization Â Â (2,542) Â Â (2,442) Property and equipment, net Â $ 1,644 Â Â $ 1,729 Â X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of physical assets used in the normal conduct of business and not intended for resale. Includes, but is not limited to, balances by class of assets, depreciation and depletion expense and method used, including composite depreciation, and accumulated deprecation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 36 R26.htm IDEA: XBRL DOCUMENT v3.24.3 Warrants (Tables) 9 Months Ended Sep. 30, 2024 Warrants Â A summary of warrant activity for the

six months ended June 30, 2024 is presented below (in thousands, except per share and contractual life data). A summary of warrant activity for the nine months ended September 30, 2024 is presented below (in thousands, except per share and contractual life data). Â Â Â Number of Â Shares Â Â Weighted Average Exercise Price Per Share Â Â Weighted Average Remaining Contractual Life (in Years) Â Warrants outstanding as of December 31, 2023 Â Â 9,733 Â Â $ 11.60 Â Â Â 1.4 Â Issued Â Â 3,947 Â Â $ 3.80 Â Â Â Â Â Exercised Â Â - Â Â $ - Â Â Â Â Â Forfeited or expired Â Â (3,768) Â $ 24.98 Â Â Â Â Â Warrants outstanding as of September 30, 2024 Â Â 9,912 Â Â $ 3.41 Â Â Â 2.28 Â Warrants exercisable as of September 30, 2024 Â Â 9,912 Â Â $ 3.41 Â Â Â 2.28 Â X - DefinitionTabular disclosure of warrants or rights issued. Warrants and rights outstanding are derivative securities that give the holder the right to purchase securities (usually equity) from the issuer at a specific price within a certain time frame. Warrants are often included in a new debt issue to entice investors by a higher return potential. The main difference between warrants and call options is that warrants are issued and guaranteed by the company, whereas options are exchange instruments and are not issued by the company. Also, the lifetime of a warrant is often measured in years, while the lifetime of a typical option is measured in months. Disclose the title of issue of securities called for by warrants and rights outstanding, the aggregate amount of securities called for by warrants and rights outstanding, the date from which the warrants or rights are exercisable, and the price at which the warrant or right is exercisable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-1 + Details Name: us-gaap_ScheduleOfStockholdersEquityNoteWarrantsOrRightsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: vani_DisclosureWarrantsAbstract Namespace Prefix: vani_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 37 R27.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation (Tables) 9 Months Ended Sep. 30, 2024 Stock-Based Compensation Â A summary of stock option activity is presented below (in thousands, except per share and contractual life data). A summary of stock option activity is presented below (in thousands, except per share and contractual life data). Â Â Â Â Â Â Â Â Â Â Â Weighted Â Â Â Â Â Â Â Weighted Â Â Average Â Â Â Â Â Â Average Â Â Remaining Â Â Â Â Â Â Exercise Â Â Contractual Â Â Â Number of Â Â Price Â Â Life Â Â Â Â Shares Â Â Per Share Â Â (in Years) Â Options outstanding as of December 31, 2023 Â Â 6,091 Â Â $ 2.60 Â Â Â 6.96Â Â Granted Â Â 1,093 Â Â $ 1.57 Â Â Â Â Â Exercised Â Â - Â Â $ - Â Â Â Â Â Forfeited or expired Â Â (375) Â $ 1.19 Â Â Â Â Â Options outstanding, vested and expected to vest as of September 30, 2024 Â Â 6,809 Â Â $ 2.52 Â Â Â 6.80 Â Options exercisable as of September 30, 2024 Â Â 4,660 Â Â $ 2.94 Â Â Â 5.87 Â A summary of restricted stock activity and related information (in thousands, except per share data): A summary of restricted stock activity and related information (in thousands, except per share data): Â Â Number of Shares Â Â Weighted Average Grant Date Fair Value Per Share Â Outstanding as of December 31, 2023 Â Â 403 Â Â $ 0.93 Â Granted Â Â 292 Â Â $ 1.69 Â Vested and released Â Â - Â Â $ - Â Forfeited and canceled Â Â - Â Â $ - Â Outstanding as of September 30, 2024 Â Â 695 Â Â $ 1.25 Â The following table summarizes total stock-based compensation expense for stock options and RSUs, which is included in the statements of operations (in thousands): The following table summarizes total stock-based compensation expense for stock options and RSUs, which is included in the statements of operations (in thousands): Â Â Â Three Months Ended September 30, Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â 2024 2023 Research and development Â $ 275 Â Â $ 277 Â $ 757 $ 809 General and administrative Â Â 197 Â Â Â 234 Â 451 595 Total stock-based compensation expense Â $ 472 Â Â $ 511 Â $ 1,208 $ 1,404 Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block] Summary of Option Grant using the Black-Scholes Option-pricing Model Â Nine Months Ended September 30, Â 2024 Â 2023 Risk-free interest rate 3.79% to 5.53% Â 3.99% to 4.45% Expected dividend yield -% Â -% Expected volatility 100% Â 100% Expected term Â 5.04 to 6.08 years Â 4.00 to 6.20 years Schedule of Share-Based Payment Award, Restricted Stock Units, Valuation Assumptions [Table Text Block] Nine Months Ended September 30, Nine Months Ended September 30, 2024 2023 RSUsÂ Granted 292,500 402,500 Valuation date stock price $1.81 $0.93 Risk-free interest rate 4.53% 4.13% Expected dividendÂ yield 0% 0% Expected volatility 100% 100% Simulation term 4 Years 1.1 Years X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfCompensationRelatedCostsSharebasedPaymentsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the significant assumptions used during the year to estimate the fair value of stock options, including, but not limited to: (a) expected term of share options and similar instruments, (b) expected volatility of the entity's shares, (c) expected dividends, (d) risk-free rate(s), and (e) discount for post-vesting restrictions. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 718 -SubTopic 10 -Subparagraph (f)(2) -Name Accounting Standards Codification -Paragraph 2 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionDisclosure of the number and weighted-average grant date fair value for restricted stock and restricted stock units that were outstanding at the beginning and end of the year, and the number of restricted stock and restricted stock units that were granted, vested, or forfeited during the year. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfSharebasedCompensationRestrictedStockAndRestrictedStockUnitsActivityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the significant assumptions used during the year to estimate the fair value of restricted stock units, including, but not limited to: (a) expected term, (b) expected volatility of the entity's shares, (c) expected dividends, (d) risk-free rate(s), and (e) discount for post-vesting restrictions. + ReferencesNo definition available. + Details Name: vani_ScheduleOfShareBasedPaymentAwardRestrictedStockUnitsValuationAssumptionsTableTextBlock Namespace Prefix: vani_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 38 R28.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share (Tables) 9 Months Ended Sep. 30, 2024 Earnings Per Share [Abstract] Â The following table sets forth the computation of basic and diluted net loss per share (in thousands, except per share amounts): The following table sets forth the computation of basic and diluted net loss per share (in thousands, except per share amounts):Â Â Â Â Three Months Ended September 30, Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â 2024 2023 Numerator: Â Â Â Â Â Net loss Â $ (6,041) Â $ (6,782) $ (17,436) $ (19,626) Denominator: Â Â Â Â Â Â Â Weighted average common shares outstanding - basic and diluted Â Â 55,247 Â Â Â 50,837 Â 54,161 50,757 Net loss per common share, basic and diluted Â $ (0.11) Â $ (0.13) $ (0.32) $ (0.39) During the six months ended June 30, 2024 and 2023, the following common stock equivalents were excluded from the computation of diluted net loss per share because including them would have been antidilutive (in thousands). During the periods ended September 30, 2024 and 2023, the following common stock equivalents were excluded from the computation of diluted net loss per share because including them would have been antidilutive (in thousands). Â Â SeptemberÂ 30, Â 2024 2023 Stock options issued and outstanding 6,809 6,043 UnvestedÂ restricted stock units issued and outstanding 695 403 Warrants to purchase common stock 9,912 10,311 Total 17,416 16,757 Â X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) in the future that were not included in the computation of diluted EPS because to do so would increase EPS amounts or decrease loss per share amounts for the period presented, by antidilutive securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of an entity's basic and diluted earnings per share calculations, including a reconciliation of numerators and denominators of the basic and diluted per-share computations for income from continuing operations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_ScheduleOfEarningsPerShareBasicAndDilutedTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 39 R29.htm IDEA: XBRL DOCUMENT v3.24.3 Right-of-use Assets and Operating Lease Liabilities (Tables) 9 Months Ended Sep. 30, 2024 Right-of-use Assets and Operating Lease Liabilities Â The following table summarizes supplemental balance sheet information related to the Companyâ€™s operating leases (in thousands): The following table summarizes supplemental balance sheet information related to the Companyâ€™s operating leases (in thousands): Â Â Â Â Â September 30, Â Â December 31, Â Â Â Balance Sheet Classification Â 2024 Â Â 2023 Â Assets Â Â Â Â Â Â Â Â Â Â Â Non-current assets Â Right-of-use assets Â $ 18,383 Â Â $ 19,616 Â Liabilities Â Â Â Â Â Â Â Â Â Â Current Â Current operating lease liabilities Â $ 1,385 Â Â $ 1,383 Â Long-term Â Long-term operating lease liabilities Â $ 18,294 Â Â $ 19,313 Â The following table summarizes a maturity analysis of our lease liabilities showing the aggregate lease payments as of March 31, 2024 (in thousands except weighted average data): The following table summarizes a maturity analysis of our lease liabilities showing the aggregate lease payments as of September 30, 2024 (in thousands except weighted average data): Â Year Ending December 31, Â Â Amount Â 2024 Â Â $ 775 Â 2025 Â Â Â 2,914 Â 2026 Â Â Â 2,889 Â 2027 Â Â Â 2,976 Â 2028 Â Â Â 3,065 Â Thereafter Â Â Â 15,862 Â Total lease payments Â Â $ 28,481 Â Less imputed interest Â Â Â (8,802) Total lease liabilities Â Â $ 19,679 Â Â Â Â Â Â Â Weighted average discount rateÂ Â Â Â 8.40 % Weighted average remaining lease term Â Â Â 8.90 years Â Other information related to leases are as follows (in thousands): Other information related to leases are as follows (in thousands): Â Â Â Three Months Ended September 30, Â Nine Months Ended September 30, Â Â 2024 Â Â 2023 Â 2024 2023 Cash paid for operating lease liabilities Â $ 776 Â Â $ 375 Â $ 2,294 $ 1,134 X - DefinitionTabular disclosure of lessee's lease cost. Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease cost, short-term lease cost, variable lease cost and sublease income. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_LeaseCostTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of components of income from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-6A + Details Name: us-gaap_OperatingLeaseLeaseIncomeTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: vani_DisclosureRightofuseAssetsAndOperatingLeaseLiabilitiesAbstract Namespace Prefix: vani_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 40 R30.htm IDEA: XBRL DOCUMENT v3.24.3 Organization and Business Operations (Details Narrative) 1 Months Ended 3 Months Ended 9 Months Ended Sep. 26, 2024 wk Sep. 04, 2024 Jul. 11, 2024 wk May 28, 2024 Mar. 05, 2024 USD ($) Mar. 01, 2024 USD ($) $ / shares shares Aug. 25, 2023 USD ($) Feb. 29, 2024 Oct. 31, 2023 Employee Mar. 31, 2024 shares Sep. 30, 2024 USD ($) $ / shares shares Sep. 30, 2023 USD ($) shares Jun. 30, 2024 shares Apr. 22, 2024 USD ($) Dec. 31, 2023 $ / shares shares Jul. 06, 2023 $ / shares Jun. 30, 2023 shares Mar. 31, 2023 shares Dec. 31, 2022 shares Organization and Business Operations Â Percentage of patients do not take their medicine as prescribed in real world Â Â Â Â Â Â Â Â Â Â Â Â 50.00% Â Â Â Â Â Â Â Â Â Percentage of patients taking Wegovy (semaglutide injectable) discontinue therapy within first year of treatment Â Â Â Â Â Â Â Â Â Â Â Â 64.00% Â Â Â Â Â Â Â Â Â Percentage of patients taking Wegovy (semaglutide injectable) discontinue therapy within second year of treatment Â Â Â Â Â Â Â Â Â Â Â Â 76.00% Â Â Â Â Â Â Â Â Â Common stock, shares outstanding | shares Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â

Â Â Â Â Â Sales Agreement [Member] Â Organization and Business Operations Â Stock issuance costs Â Â Â Â Â Â Â Â Â Â $ 344,000 Â Â Â Â Â Â Â Â Â Â Sales Agreement [Member] | Jefferies LLC (â€œJefferiesâ€) [Member] Â Organization and Business Operations Â Aggregate offering price Â Â Â Â Â Â Â Â Â Â Â Â Â $ 75,000,000 Â Â Â Â Â Â Cortigent, Inc. [Member] Â Organization and Business Operations Â Common stock, shares outstanding | shares Â 5,000,000 Amount agreed to pay by related party Â Â Â Â Â Â Â $ 1,500,000 Â Â Â Â Â Â Â Â Â Â Â Â Â Number of employees before implemented a reduction-in-force to conserve cash | Employee Â Â Â Â Â Â Â Â 14 Â Â Â Â Â Â Â Â Â Â Number of employees after implemented a reduction-in-force to conserve cash | Employee Â Â Â Â Â Â Â Â Â Â 7 Â Â Â Â Â Â Â Â Â Â Cortigent, Inc. [Member] | Promissory note [Member] Â Organization and Business Operations Â Debt instrument, term Â Â Â Â Â Â Â 5 years Â Â Â Â Â Â Â Â Â Â Â Â Â Debt instrument, interest rate, stated percentage Â Â Â Â Â Â 5.00% Â Â Â Â Â Â Â Â Â Â Â Â Â Debt instrument, face amount Â Â Â Â Â Â $ 2,000,000 Â Â Â Â Â Â Â Â Â Â Â Â Â X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionContractual interest rate for funds borrowed, under the debt agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentInterestRateStatedPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionPeriod of time between issuance and maturity of debt instrument, in PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: us-gaap_DebtInstrumentTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe cash outflow for cost incurred directly with the issuance of an equity security. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsOfStockIssuanceCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount, including tax collected from customer, of revenue from satisfaction of performance obligation by transferring promised good or service to customer. Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value-added and excise. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 924 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 11.L) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479941/924-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 42 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-42Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-40Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-4 + Details Name: us-gaap_RevenueFromContractWithCustomerIncludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPer share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionPeriod between issuance and expiration of outstanding warrant and right embodying unconditional obligation requiring redemption by transferring asset at specified or determinable date or upon event certain to occur, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_WarrantsAndRightsOutstandingTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionThe amount which has agreed to pay by related party upon agreement. + ReferencesNo definition available. + Details Name: vani_AmountAgreedToPayByRelatedParty Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: vani_DisclosureOfOrganizationConsolidationAndPresentationOfFinancialStatementsLineItems Namespace Prefix: vani_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe number of persons employed by the entity after implemented a reduction-in-force to conserve cash. + ReferencesNo definition available. + Details Name: vani_NumberOfEmployeesAfterImplementedReductionInForceToConserveCash Namespace Prefix: vani_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionThe number of persons employed by the entity before implemented a reduction-in-force to conserve cash. + ReferencesNo definition available. + Details Name: vani_NumberOfEmployeesBeforeImplementedReductionInForceToConserveCash Namespace Prefix: vani_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionThe number of weeks before being randomized to receive a therapy. + ReferencesNo definition available. + Details Name: vani_NumberOfWeeksBeforeBeingRandomizedToReceiveTherapy Namespace Prefix: vani_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionThe number of weeks for weekly semaglutide injections therapy. + ReferencesNo definition available. + Details Name: vani_NumberOfWeeksForWeeklySemaglutideInjectionsTherapy Namespace Prefix: vani_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionThe percentage of liver fat reduction after exenatide implant therapy for patients whom has high-fat diet-induced obese mice. + ReferencesNo definition available. + Details Name: vani_PercentageOfLiverFatReductionAfterExenatideImplantTherapyForPatientsWhomHasHighFatDietInducedObeseMice Namespace Prefix: vani_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe percentage of the patients do not take their medicine as prescribed in the real world. + ReferencesNo definition available. + Details Name: vani_PercentageOfPatientsDoNotTakeTheirMedicineAsPrescribedInRealWorld Namespace Prefix: vani_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe percentage of the patients whom taking Wegovy (semaglutide injectable) discontinue therapy within first year of treatment. + ReferencesNo definition available. + Details Name: vani_PercentageOfPatientsTakingWegovySemaglutideInjectableDiscontinueTherapyWithinFirstYearOfTreatment Namespace Prefix: vani_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe percentage of the patients whom taking Wegovy (semaglutide injectable) discontinue therapy within second year of treatment. + ReferencesNo definition available. + Details Name: vani_PercentageOfPatientsTakingWegovySemaglutideInjectableDiscontinueTherapyWithinSecondYearOfTreatment Namespace Prefix: vani_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe percentage of weight loss after exenatide implant therapy for patients whom has high-fat diet-induced obese mice. + ReferencesNo definition available. + Details Name: vani_PercentageOfWeightLossAfterExenatideImplantTherapyForPatientsWhomHasHighFatDietInducedObeseMice Namespace Prefix: vani_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe period for delivering therapeutic drug levels for medication adherence. + ReferencesNo definition available. + Details Name: vani_PeriodForDeliveringTherapeuticDrugLevels Namespace Prefix: vani_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe period for sham implant control therapy. + ReferencesNo definition available. + Details Name: vani_PeriodOfShamImplantControlTherapy Namespace Prefix: vani_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe period for specific therapy with a single administration. + ReferencesNo definition available. + Details Name: vani_PeriodOfSpecificTherapyWithSingleAdministration Namespace Prefix: vani_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe gross proceeds of cash inflow from issuance of common stock and warrants in connection with securities purchase agreement during the reporting period. + ReferencesNo definition available. + Details Name: vani_ProceedsFromIssuanceOfCommonStockAndWarrantsInConnectionWithSecuritiesPurchaseAgreementGross Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from the issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs during the reporting period. + ReferencesNo definition available. + Details Name: vani_ProceedsFromIssuanceOfCommonStockAndWarrantsInConnectionWithSecuritiesPurchaseAgreementNetOfIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount authorized for sale of common shares in connection with at-the-market offering. + ReferencesNo definition available. + Details Name: vani_SaleOfCommonStockAtMarketOfferingAuthorizedAmount Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe number of shares issued during the period upon issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs. + ReferencesNo definition available. + Details Name: vani_StockIssuedDuringPeriodSharesIssuanceOfCommonStockAndWarrantsInConnectionWithSecuritiesPurchaseAgreementNetOfIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=us-gaap_WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=vani_SecuritiesPurchaseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=vani_SalesAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=vani_JefferiesLlcMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ConsolidatedEntitiesAxis=vani_CortigentIncMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=us-gaap_NotesPayableOtherPayablesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 41 R31.htm IDEA: XBRL DOCUMENT v3.24.3 Basis of Presentation and Significant Accounting Policies (Details Narrative) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 USD ($) Jun. 30, 2024 USD ($) Mar. 31, 2024 USD ($) Sep. 30, 2023 USD ($) Jun. 30, 2023 USD ($) Mar. 31, 2023 USD ($) Sep. 30, 2024 USD ($) Segment Sep. 30,

2023 USD ($) Dec. 31, 2023 USD ($) Number of operating segments | Segment Â Â Â Â Â Â 2 Â Â Operating expenses $ 6,309 Â Â $ 7,144 Â Â $ 18,217 $ 20,748 Â Net Income (Loss) Attributable to Parent (6,041) $ (5,356) $ (6,039) $ (6,782) $ (6,526) $ (6,318) (17,436) $ (19,626) Â Total Assets 42,896 Â Â Â Â Â 42,896 Â $ 45,797 Biopharm Division [Member] Â Â Â Â Â Â Â Â Â Operating expenses 5,700 Â Â Â Â Â 16,600 Â Â Net Income (Loss) Attributable to Parent 5,400 Â Â Â Â Â 15,700 Â Â Total Assets 41,600 Â Â Â Â Â 41,600 Â Â Neuromodulation Division [Member] Â Â Â Â Â Â Â Â Â Operating expenses 600 Â Â Â Â Â 1,600 Â Â Net Income (Loss) Attributable to Parent 600 Â Â Â Â Â 1,700 Â Â Total Assets $ 1,300 Â Â Â Â Â $ 1,300 Â Â X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-6Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-8Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of operating segments. An operating segment is a component of an enterprise: (a) that engages in business activities from which it may earn revenues and incur expenses (including revenues and expenses relating to transactions with other components of the same enterprise), (b) whose operating results are regularly reviewed by the enterprise's chief operating decision maker to make decisions about resources to be allocated to the segment and assess its performance, and (c) for which discrete financial information is available. An operating segment may engage in business activities for which it has yet to earn revenues, for example, start-up operations may be operating segments before earning revenues. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-18 + Details Name: us-gaap_NumberOfOperatingSegments Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionGenerally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense. + ReferencesNo definition available. + Details Name: us-gaap_OperatingExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: dei_LegalEntityAxis=vani_BiopharmDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: dei_LegalEntityAxis=vani_NeuromodulationDivisionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 42 R32.htm IDEA: XBRL DOCUMENT v3.24.3 Concentration of Risk (Details Narrative) - USD ($) Sep. 30, 2024 Dec. 31, 2023 Assets amount $ 42,896,000 $ 45,797,000 Eyes Second Sight Switzerland Sarl [Member] Â Â Assets amount $ 27,000 $ 100,000 X - DefinitionAmount of asset recognized for present right to economic benefit. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (ee) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 5: http://fasb.org/us-gaap/role/ref/otherTransitionRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -

SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (bb) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(g)(1)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 12: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 13: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-12Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 19: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481404/852-10-50-7Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 30: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Assets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: dei_LegalEntityAxis=vani_EyesSecondSightSwitzerlandSarlMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 43 R33.htm IDEA: XBRL DOCUMENT v3.24.3 The following table summarizes assets measured at fair value on a recurring basis by level within the fair value hierarchy (in thousands): (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Money market funds $ 18,224 $ 18,629 Fair Value, Inputs, Level 1 [Member] | Fair Value, Recurring [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Money market funds 18,224 18,629 Fair Value, Inputs, Level 2 [Member] | Fair Value, Recurring [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Money market funds Fair Value, Inputs, Level 3 [Member] | Fair Value, Recurring [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Money market funds Certificates of Deposit [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Money market funds 7,112 Â Certificates of Deposit [Member] | Fair Value, Inputs, Level 1 [Member] | Fair Value, Recurring [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Money market funds 7,112 Â Certificates of Deposit [Member] | Fair Value, Inputs, Level 2 [Member] | Fair Value, Recurring [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Money market funds Â Certificates of Deposit [Member] | Fair Value, Inputs, Level 3 [Member] | Fair Value, Recurring [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Money market funds Â Money Market Funds [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Money market funds 11,112 18,629 Money Market Funds [Member] | Fair Value, Inputs, Level 1 [Member] | Fair Value, Recurring [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Money market funds 11,112 18,629 Money Market Funds [Member] | Fair Value, Inputs, Level 2 [Member] | Fair Value, Recurring [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Money market funds Money Market Funds [Member] | Fair Value, Inputs, Level 3 [Member] | Fair Value, Recurring [Member] Â Â Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Â Â Money market funds X - DefinitionFair value portion of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_CashAndCashEquivalentsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3 + Details Name: us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel1Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByMeasurementFrequencyAxis=us-gaap_FairValueMeasurementsRecurringMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel2Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FairValueByFairValueHierarchyLevelAxis=us-gaap_FairValueInputsLevel3Member Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CashAndCashEquivalentsAxis=us-gaap_CertificatesOfDepositMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CashAndCashEquivalentsAxis=us-gaap_MoneyMarketFundsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 44 R34.htm IDEA: XBRL DOCUMENT v3.24.3 Insurance Premium Financing (Details Narrative) - Loans Payable [Member] $ in Thousands 1 Months Ended Sep. 30, 2024 USD ($) Number Short-Term Debt [Line Items] Â Debt instrument, principal amount $ 426,000 Debt instrument, interest rate 7.20% Number of periodic payments | Number 9 Debt Instrument, Frequency of Periodic Payment monthly Debt Instrument, Periodic Payment $ 47,000 Debt instrument, outstanding amount $ 379,000 X - DefinitionFace (par) amount of debt instrument at time of issuance. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482949/835-30-55-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69BReference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69C -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69CReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2 + Details Name: us-gaap_DebtInstrumentFaceAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionDescription of the frequency of periodic payments (monthly, quarterly, annual). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 942 -SubTopic 470 -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477734/942-470-50-3 + Details Name: us-gaap_DebtInstrumentFrequencyOfPeriodicPayment Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of the required periodic payments including both interest and principal payments. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)) -SubTopic 10 -Topic 210 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 942 -SubTopic 470 -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477734/942-470-50-3 + Details Name: us-gaap_DebtInstrumentPeriodicPayment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionReflects the total carrying amount as of the balance sheet date of debt having initial terms less than one year or the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(13)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(16)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_ShortTermBorrowings Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_ShortTermDebtLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of the carrying amount of short-term borrowings outstanding as of the balance sheet date which accrues interest at a set, unchanging rate. + ReferencesNo definition available. + Details Name: us-gaap_ShortTermDebtPercentageBearingFixedInterestRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionThe number of periodic payments of debt instrument under the debt agreement. + ReferencesNo definition available. + Details Name: vani_NumberOfPeriodicPayments Namespace Prefix: vani_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_ShortTermDebtTypeAxis=us-gaap_LoansPayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 45 R35.htm IDEA: XBRL DOCUMENT v3.24.3 Selected Balance Sheet Detail (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Property, Plant and Equipment [Line Items] Â Â Total property and equipment $ 4,186 $ 4,171 Accumulated depreciation and amortization (2,542) (2,442) Property and equipment, net 1,644 1,729 Equipment [Member] Â Â Property, Plant and Equipment [Line Items] Â Â Total property and equipment 3,789 3,511 Furniture and Fixtures [Member] Â Â Property, Plant and Equipment [Line Items] Â Â Total property and equipment 367 354 Computer Software [Member] Â Â Property, Plant and Equipment [Line Items] Â Â Total property and equipment 30 7 Construction in Progress [Member] Â Â Property, Plant and Equipment [Line Items] Â Â Total property and equipment $ 299 X - DefinitionAmount of accumulated depreciation, depletion and amortization for physical assets used in the normal conduct of business to produce goods and services. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(14)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 360 -SubTopic 10 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount before accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(13)) -

Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7A + Details Name: us-gaap_PropertyPlantAndEquipmentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_EquipmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_FurnitureAndFixturesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_SoftwareAndSoftwareDevelopmentCostsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PropertyPlantAndEquipmentByTypeAxis=us-gaap_ConstructionInProgressMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 46 R36.htm IDEA: XBRL DOCUMENT v3.24.3 Equity Securities (Details Narrative) - USD ($) 3 Months Ended 9 Months Ended Apr. 22, 2024 Mar. 05, 2024 Mar. 01, 2024 Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Jun. 30, 2023 Mar. 31, 2023 Dec. 31, 2022 Equity Securities Â Â Â Â Â Â Â Â Â Â Â Â Common stock, shares authorized Â Â Â 300,000,000 Â Â 300,000,000 Â 300,000,000 Â Â Â Common stock, shares issued Â Â Â 55,266,435 Â Â 55,266,435 Â 51,031,000 Â Â Â Common stock, shares outstanding Â Â Â 55,266,435 Â Â 55,266,435 Â 51,031,000 Â Â Â Preferred stock, shares authorized Â Â Â 10,000,000 Â Â 10,000,000 Â 10,000,000 Â Â Â Preferred stock, shares issued Â Â Â 0 Â Â 0 Â Â Â Â Â Proceeds from issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs Â Â Â Â Â Â $ 13,687,000 Â Â Â Â Proceeds from issuance of common stock in connection with the At-the-Market offering, net of issuance costs Â Â Â Â Â $ 160,000 Â Â Â Â Warrant [Member] Â Â Â Â Â Â Â Â Â Â Â Equity Securities Â Â Â Â Â Â Â Â Â Â Â Exercise price per share Â Â Â $ 3.41 Â Â $ 3.41 Â $ 11.6 Â Â Â Securities Purchase Agreement [Member] Â Â Â Â Â Â Â Â Â Â Â Equity Securities Â Â Â Â Â Â Â Â Â Â Â Gross proceeds Â $ 15,000,000 $ 15,000,000 Â Â Â Â Â Â Â Â Â Stock issuance costs Â Â Â Â Â Â $ 1,300,000 Â Â Â Â Proceeds from issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs Â Â Â Â Â Â 13,700,000 Â Â Â Â Description of purchase agreement Â Â Pursuant to the terms of the Securities Purchase Agreement, until 45 days following the closing of the Offering, the Company agreed not to issue (or enter into any agreement to issue) any shares of common stock or common stock equivalents, subject to certain exceptions. The Company has further agreed not to enter into an agreement involving a variable rate transaction until one year following the closing of the Offering. In addition, the Companyâ€™s directors and officers have entered into lock-up agreements with the Company pursuant to which each of them has agreed not to, for a period of 90 days from the closing of the Offering, offer, sell, transfer or otherwise dispose of the Companyâ€™s securities, subject to certain exceptions. Â Â Â Â Â Â Â Â Securities Purchase Agreement [Member] | Maxim Group LLC (â€œMaximâ€) [Member] Â Â Â Â Â Â Â Â Â Â Â Equity Securities Â Â Â Â Â Â Â Â Â Â Â Percentage of the aggregate proceeds raised from the sale of securities for cash fee payment to placement agency Â Â 7.00% Â Â Â Â Â Â Â Â Â Legal expenses, maximum payment under agreement Â Â $ 65,000 Â Â Â Â Â Â Â Â Â Securities Purchase Agreement [Member] | Warrant [Member] Â Â Â Â Â Â Â Â Â Â Â Equity Securities Â Â Â Â Â Â Â Â Â Â Â Exercise price per share Â Â $ 3.8 Â Â Â Â Â Â Â Â Â Warrant term Â Â 3 years Â Â Â Â Â Â Â Â Â Sales Agreement [Member] Â Â Â Â Â Â Â Â Â Â Â Equity Securities Â Â Â Â Â Â Â Â Â Â Â Stock issuance costs Â Â Â Â Â 344,000 Â Â Â Â Â Gross proceeds Â Â Â Â Â 504,000 Â Â Â Â Proceeds from issuance of common stock in connection with the At-the-Market offering, net of issuance costs Â Â Â Â Â $ 160,000 Â Â Â Â Sales Agreement [Member] | Jefferies LLC (â€œJefferiesâ€) [Member] Â Â Â Â Â Â Â Â Â Â Â Equity Securities Â Â Â Â Â Â Â Â Â Â Â Percentage of the aggregate proceeds raised from the sale of securities for cash fee payment to placement agency 3.00% Â Â Â Â Â Â Â Â Â Â Aggregate offering price $ 75,000,000 Â Â Â Â Â Â Â Â Â Common Stock [Member] Â Â Â Â Â Â Â Â Â Â Equity Securities Â Â Â Â Â Â Â Â Â Â Common stock, shares outstanding Â Â Â 55,266,000 55,197,000 54,978,000 55,266,000 51,025 51,031,000 50,799,000 50,789,000 50,736,000 Issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs (in shares) Â Â Â Â Â 3,947,000 Â Â Â Â Â Issuance of common stock in connection with At-the-Market offering, net of issuance costs (in shares) Â Â Â 69,000 219,000 Â Â Â Â Â Â Common Stock [Member] | Securities Purchase Agreement [Member] Â Â Â Â Â Â Â Â Â Â Â Equity Securities Â Â Â Â Â Â Â Â Â Â Â Issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs (in shares) Â Â Â 3,947,368 Â Â Â Â Â Â Â Â Common Stock [Member] | Securities Purchase Agreement [Member] | Warrant [Member] Â Â Â Â Â Â Â Â Â Â Â Equity Securities Â Â Â Â Â Â Â Â Â Â Â Number of securities called by warrants Â Â 3,947,368 Â Â Â Â Â Â Â Â Â Share price (in dollars per share) Â Â $ 3.8 Â Â Â Â Â Â Â Â Common Stock [Member] | Sales Agreement [Member] Â Â Â Â Â Â Â Â Â Â Â Equity Securities Â Â Â Â Â Â Â Â Â Â Â Issuance of common stock in connection with At-the-Market offering, net of issuance costs (in shares) Â Â Â Â Â 287,970 Â Â Â Â Â X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 2: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483014/272-10-45-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 272 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482987/272-10-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-14Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-18Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(27)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-03(i)(2)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479886/946-10-S99-3 + Details Name: us-gaap_ClassOfStockLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of common shares permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommonStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionTotal number of common shares of an entity that have been sold or granted to shareholders (includes common shares that were issued, repurchased and remain in the treasury). These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_CommonStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe amount of expense provided in the period for legal costs incurred on or before the balance sheet date pertaining to resolved, pending or threatened litigation, including arbitration and mediation proceedings. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(6)) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_LegalFees Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash outflow for cost incurred directly with the issuance of an equity security. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsOfStockIssuanceCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionPer share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionDescription of rights of setoff associated with the entity's recognized securities purchased under agreements to resell subject to an enforceable master netting arrangement or similar agreement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-5 + Details Name: us-gaap_SecuritiesPurchasedUnderAgreementsToResellSetoffRightsDescription Namespace Prefix: us-gaap_ Data

Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPeriod between issuance and expiration of outstanding warrant and right embodying unconditional obligation requiring redemption by transferring asset at specified or determinable date or upon event certain to occur, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_WarrantsAndRightsOutstandingTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionThe percentage of the aggregate proceeds raised from the sale of securities for cash fee payment to placement agency under agreement. + ReferencesNo definition available. + Details Name: vani_PercentageOfAggregateProceedsRaisedFromSaleOfSecuritiesForCashFeePaymentToPlacementAgency Namespace Prefix: vani_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe gross proceeds of cash inflow from issuance of common stock and warrants in connection with at-the-market offering, during the reporting period. + ReferencesNo definition available. + Details Name: vani_ProceedsFromIssuanceOfCommonStockAndWarrantsInConnectionWithAtMarketOfferingGross Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from the issuance of common stock and warrants in connection with At-the-Market offering, net of issuance costs during the reporting period. + ReferencesNo definition available. + Details Name: vani_ProceedsFromIssuanceOfCommonStockAndWarrantsInConnectionWithAtMarketOfferingNetOfIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe gross proceeds of cash inflow from issuance of common stock and warrants in connection with securities purchase agreement during the reporting period. + ReferencesNo definition available. + Details Name: vani_ProceedsFromIssuanceOfCommonStockAndWarrantsInConnectionWithSecuritiesPurchaseAgreementGross Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from the issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs during the reporting period. + ReferencesNo definition available. + Details Name: vani_ProceedsFromIssuanceOfCommonStockAndWarrantsInConnectionWithSecuritiesPurchaseAgreementNetOfIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount authorized for sale of common shares in connection with at-the-market offering. + ReferencesNo definition available. + Details Name: vani_SaleOfCommonStockAtMarketOfferingAuthorizedAmount Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe number of shares issued during the period upon issuance of common stock and warrants in connection with at-the-market offering, net of issuance costs. + ReferencesNo definition available. + Details Name: vani_StockIssuedDuringPeriodSharesIssuanceOfCommonStockAndWarrantsInConnectionWithAtMarketOfferingNetOfIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares issued during the period upon issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs. + ReferencesNo definition available. + Details Name: vani_StockIssuedDuringPeriodSharesIssuanceOfCommonStockAndWarrantsInConnectionWithSecuritiesPurchaseAgreementNetOfIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=us-gaap_WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=vani_SecuritiesPurchaseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=vani_MaximGroupLlcMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=vani_SalesAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=vani_JefferiesLlcMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 47 R37.htm IDEA: XBRL DOCUMENT v3.24.3 A summary of warrant activity for the nine months ended September 30, 2024 is presented below (in thousands, except per share and contractual life data). (Details) - Warrant [Member] - $ / shares shares in Thousands 9 Months Ended 12 Months Ended Sep. 30, 2024 Dec. 31, 2023 Class of Warrant or Right [Line Items] Â Â Number of Shares, Warrants outstanding at beginning balance 9,733 Â Number of Shares, Issued 3,947 Â Number of Shares, Exercised Â Number of Shares, Forfeited or expired (3,768) Â Number of Shares, Warrants outstanding at ending balance 9,912 9,733 Number of Shares, Warrants exercisable at ending balance 9,912 Â Weighted Average Exercise Price Per Share, Warrants outstanding at beginning balance $ 11.6 Â Weighted Average Exercise Price Per Share, Issued 3.8 Â Weighted Average Exercise Price Per Share, Exercised Â Weighted Average Exercise Price Per Share, Forfeited or expired 24.98 Â Weighted Average Exercise Price Per Share, Warrants outstanding at ending balance 3.41 $ 11.6 Weighted Average Exercise Price Per Share, Warrants exercisable at ending balance $ 3.41 Â Weighted Average Remaining Contractual Life, Warrants outstanding at beginning balance (in Years) 2 years 3 months 10 days 1 year 4 months 24 days Weighted Average Remaining Contractual Life, Warrants outstanding at ending balance (in Years) 2 years 3 months 10 days 1 year 4 months 24 days Weighted Average Remaining Contractual Life, Warrants exercisable at ending balance (in Years) 2 years 3 months 10 days Â X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_ClassOfWarrantOrRightLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of warrants or rights outstanding. + ReferencesNo definition available. + Details Name: us-gaap_ClassOfWarrantOrRightOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe number of share warrants exercisable that may be converted into shares under warrants agreement. + ReferencesNo definition available. + Details Name: vani_ClassOfWarrantOrRightExercisableNumber Namespace Prefix: vani_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted-average price as of the balance sheet date at which grantees can acquire the shares reserved for issuance on vested portions of warrants outstanding and currently exercisable under the warrants plan. + ReferencesNo definition available. + Details Name: vani_ClassOfWarrantOrRightExercisableWeightedAverageExercisePrice Namespace Prefix: vani_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average remaining contractual term for warrants exercisable, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: vani_ClassOfWarrantOrRightExercisableWeightedAverageRemainingContractualTerm Namespace Prefix: vani_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe number of share warrants exercised during the period. + ReferencesNo definition available. + Details Name: vani_ClassOfWarrantOrRightExercisesInPeriod Namespace Prefix: vani_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average price per share amount at which warrant holders acquired shares when converting their share warrants into shares. + ReferencesNo definition available. + Details Name: vani_ClassOfWarrantOrRightExercisesInPeriodWeightedAverageExercisePrice Namespace Prefix: vani_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares under warrants that were cancelled during the reporting period as a result of occurrence of a terminating event specified in contractual agreements pertaining to the warrants agreement or that expired. + ReferencesNo definition available. + Details Name: vani_ClassOfWarrantOrRightForfeituresAndExpirationsInPeriod Namespace Prefix: vani_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average price per share amount of warrants that were either forfeited or expired. + ReferencesNo definition available. + Details Name: vani_ClassOfWarrantOrRightForfeituresAndExpirationsWeightedAverageExercisePrice Namespace Prefix: vani_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of share warrants granted during the period. + ReferencesNo definition available. + Details Name: vani_ClassOfWarrantOrRightGrantsInPeriod Namespace Prefix: vani_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average price per share amount at which grantees can acquire shares of common stock by exercise of warrants. + ReferencesNo definition available. + Details Name: vani_ClassOfWarrantOrRightGrantsInPeriodWeightedAverageExercisePrice Namespace Prefix: vani_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average remaining contractual term for warrants outstanding, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: vani_ClassOfWarrantOrRightOutstandingWeightedAverageRemainingContractualTerm Namespace Prefix: vani_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=us-gaap_WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 48 R38.htm IDEA: XBRL DOCUMENT v3.24.3 Warrants (Details Narrative) - USD ($) $ / shares in Units, $ in Millions 3 Months Ended 9 Months Ended 12 Months Ended Mar. 01, 2024 Mar. 31, 2024 Sep. 30, 2024 Dec. 31, 2021 Dec. 31, 2020 Dec. 31, 2019 Dec. 31, 2023 Jul. 06, 2023 Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Common stock, par value (in dollars per share) Â Â Â Â Â Â Â $ 0.0001 Common Stock [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs (in shares) Â 3,947,000 Â Â Â Â Â Â Â Securities Purchase Agreement [Member] | Common Stock [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs (in shares) 3,947,368 Â Â Â Â Â Â Â Common stock, par value (in dollars per share) $ 0.0001 Â Â Â Â Â Â Â Warrant [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Weighted Average Exercise Price Per Share, Issued Â Â $ 3.8 Â Â Â Â Â Â Â Exercise price per share Â Â $ 3.41 Â Â Â Â $ 11.6 Â Outstanding warrants Â Â 9,912,000 Â Â Â 9,733,000 Â Warrant [Member] | Securities Purchase Agreement [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Warrant term 3 years Â Â Â Â Â Â Â Exercise price per share $ 3.8 Â Â Â Â Â Â Â Â Warrants outstanding, intrinsic value Â Â $ 0 Â Â Â Â Â Warrant [Member] | Securities Purchase Agreement [Member] | Common Stock [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Number of securities called by warrants 3,947,368 Â Â Â Â Â Â Â Nano Precision Medical, Inc., Warrant [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Â Weighted Average Exercise Price Per Share, Issued Â Â Â $ 3.15 $ 3.15 $ 3.15 Â Â Exercise price per share Â Â $ 3.15 Â Â Â Â Number of securities called by each warrant Â Â 1 Â Â Â Â Â Second Sight Warrant [Member] Â Â Â Â Â Â Â Â Class of Warrant or Right [Line Items] Â Â Â Â Â Â Â Exercise price per share Â Â $ 3.75 Â Â Â Â Â Outstanding warrants Â Â 10,125 Â Â Â Â Â Number of securities called by warrants Â Â 3,375 Â Â Â Â Â X - DefinitionExercise price per share or per unit of warrants or rights outstanding. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1 Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_ClassOfWarrantOrRightLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of securities into which each warrant or right may be converted. For example, but not limited to, each warrant may be converted into two shares. + ReferencesNo definition available. + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByEachWarrantOrRight Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of warrants or rights outstanding. + ReferencesNo definition available. + Details Name: us-gaap_ClassOfWarrantOrRightOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionPeriod between issuance and expiration of outstanding warrant and right embodying unconditional obligation requiring redemption by transferring asset at specified or determinable date or upon event certain to occur, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_WarrantsAndRightsOutstandingTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionThe weighted average price per share amount at which grantees can acquire shares of common stock by exercise of warrants. + ReferencesNo definition available. + Details Name: vani_ClassOfWarrantOrRightGrantsInPeriodWeightedAverageExercisePrice Namespace Prefix: vani_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount by which the current fair value of the underlying stock exceeds the exercise price of warrants outstanding. + ReferencesNo definition available. + Details Name: vani_ClassOfWarrantOrRightOutstandingIntrinsicValue Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe number of shares issued during the period upon issuance of common stock and warrants in connection with securities purchase agreement, net of issuance costs. + ReferencesNo definition available. + Details Name: vani_StockIssuedDuringPeriodSharesIssuanceOfCommonStockAndWarrantsInConnectionWithSecuritiesPurchaseAgreementNetOfIssuanceCosts Namespace Prefix: vani_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=vani_SecuritiesPurchaseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=us-gaap_WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=vani_NanoPrecisionMedicalIncWarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=vani_SecondSightWarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 49 R39.htm IDEA: XBRL DOCUMENT v3.24.3 A summary of stock option activity is presented below (in thousands, except per share and contractual life data). (Details) - Share-Based Payment Arrangement, Option [Member] - $ / shares 9 Months Ended 12 Months Ended Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Â Options outstanding at beginning, number of shares (in shares) 6,091,000 Â Â Options outstanding at beginning, weighted average exercise price (in dollars per share) $ 2.6 Â Â Granted 1,092,836 1,093,817 Â Granted, weighted average exercise price (in dollars per share) $ 1.57 Â Â Exercised Â Â Exercised, weighted average exercise price (in dollars per share) Â Â Forfeited or expired (375,000) Â Â Forfeited or expired, weighted average exercise price (in dollars per share) $ 1.19 Â Â Options outstanding at ending, number of shares (in shares) 6,809,000 Â 6,091,000 Options

outstanding at ending, vested and expected to vest (in dollars per share) $ 2.52 Â $ 2.6 Options outstanding at ending, vested and expected to vest (in years) 6 years 9 months 18 days Â 6 years 11 months 15 days Options exercisable, number of shares (in shares) 4,660,000 Â Â Options exercisable, weighted average exercise price (in dollars per share) $ 2.94 Â Â Options exercisable period (in years) 5 years 10 months 13 days Â Â X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of non-option equity instruments exercised by participants. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares into which fully or partially vested stock options outstanding as of the balance sheet date can be currently converted under the option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe weighted-average price as of the balance sheet date at which grantees can acquire the shares reserved for issuance on vested portions of options outstanding and currently exercisable under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionFor presentations that combine terminations, the number of shares under options that were cancelled during the reporting period as a result of occurrence of a terminating event specified in contractual agreements pertaining to the stock option plan or that expired. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresAndExpirationsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionGross number of share options (or share units) granted during the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of options outstanding, including both vested and non-vested options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionWeighted average price at which grantees can acquire the shares reserved for issuance under the stock option plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionWeighted average price at which option holders acquired shares when converting their stock options into shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average price at which grantees could have acquired the underlying shares with respect to stock options that were terminated. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsForfeituresInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average per share amount at which grantees can acquire shares of common stock by exercise of options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionWeighted average remaining contractual term for vested portions of options outstanding and currently exercisable or convertible, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableWeightedAverageRemainingContractualTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionWeighted average remaining contractual term for fully vested and expected to vest options outstanding, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, unvested options for which requisite service period has not been rendered but that are expected to vest based on achievement of performance condition, if forfeitures are recognized when they occur. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingWeightedAverageRemainingContractualTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 50 R40.htm IDEA: XBRL DOCUMENT v3.24.3 A summary of restricted stock activity and related information (in thousands, except per share data): (Details) - Restricted Stock Units (RSUs) [Member] - $ / shares 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Outstanding at beginning, number of shares (in shares) 403,000 Â Outstanding at beginning, weighted average grant date fair value (in dollars per share) $ 0.93 Â Granted 292,500 402,500 Granted $ 1.69 Â Vested and released Â Vested and released Â Forfeited/canceled Â Forfeited/canceled Â Outstanding at ending, number of shares (in shares) 695,000 Â Outstanding at ending, weighted average grant date fair value (in dollars per share) $ 1.25 Â X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWeighted average fair value as of the grant date of equity-based award plans other than stock (unit) option plans that were not exercised or put into effect as a result of the occurrence of a terminating event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeituresWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType

Balance Type: na Period Type: instant X - DefinitionPer share or unit weighted-average fair value of nonvested award under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average fair value as of grant date pertaining to an equity-based award plan other than a stock (or unit) option plan for which the grantee gained the right during the reporting period, by satisfying service and performance requirements, to receive or retain shares or units, other instruments, or cash in accordance with the terms of the arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(v) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R41.htm IDEA: XBRL DOCUMENT v3.24.3 The following table summarizes total stock-based compensation expense for stock options and RSUs, which is included in the statements of operations (in thousands): (Details) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Allocated share-based compensation expense $ 472 $ 511 $ 1,208 $ 1,404 Research and Development Expense [Member] Â Â Â Â Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Allocated share-based compensation expense 275 277 757 809 General and Administrative Expense [Member] Â Â Â Â Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Â Â Â Â Allocated share-based compensation expense $ 197 $ 234 $ 451 $ 595 X - DefinitionAmount of expense for award under share-based payment arrangement. Excludes amount capitalized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.F) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_AllocatedShareBasedCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_ResearchAndDevelopmentExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_GeneralAndAdministrativeExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 52 R42.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Option and Restricted Stock Units Grant using the Black-Scholes Option-pricing Model and Monte Carlo Simulation model (Details) - $ / shares 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Share-Based Payment Arrangement, Option [Member] Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Expected dividend yield Expected volatility 100.00% 100.00% Share-Based Payment Arrangement, Option [Member] | Minimum [Member] Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Risk-free interest rate 3.79% 3.99% Expected term 5 years 14 days 4 years Share-Based Payment Arrangement, Option [Member] | Maximum [Member] Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Risk-free interest rate 5.53% 4.45% Expected term 6 years 29 days 6 years 2 months 12 days Restricted Stock Units (RSUs) [Member] Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â RSUs Granted 292,500 402,500 Valuation date stock price $ 1.81 $ 0.93 Risk-free interest rate 4.53% 4.13% Expected dividend yield 0.00% 0.00% Expected volatility 100.00% 100.00% Expected term 4 years 1 year 1 month 6 days X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionPer share or unit weighted-average intrinsic value of award granted under share-based payment arrangement. Excludes share and unit options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodIntrinsicValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe estimated dividend rate (a percentage of the share price) to be paid (expected dividends) to holders of the underlying shares over the option's term. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe estimated measure of the percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability-weighted measure of the dispersion of returns about the mean. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe risk-free interest rate assumption that is used in valuing an option on its own shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(02) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(04) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(ii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii) -Publisher

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DefinitionExpected term of award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardFairValueAssumptionsExpectedTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 53 R43.htm IDEA: XBRL DOCUMENT v3.24.3 Stock-Based Compensation (Details Narrative) 3 Months Ended 9 Months Ended Sep. 30, 2024 USD ($) shares Sep. 30, 2023 USD ($) $ / shares Sep. 30, 2024 USD ($) Item $ / shares shares Sep. 30, 2023 USD ($) Item $ / shares shares Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Â Â Stock-based compensation expense recognized $ 472 $ 511 $ 1,208 $ 1,404 Share-Based Payment Arrangement, Option [Member] Â Â Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Â Â Share-based payment award, award vesting period Â Â 4 years Â Share-based payment award, award expiration period Â Â 10 years Â Estimated aggregate intrinsic value of stock options exercisable 10,000.00 Â $ 10,000.00 Â Unrecognized compensation cost 2,200,000 Â $ 2,200,000 Â Weighted average period (in years) Â Â 1 year 4 months 24 days Â Granted | shares Â Â 1,092,836 1,093,817 Granted, weighted average exercise price (in dollars per share) | $ / shares Â Â $ 1.57 Â Share-based compensation arrangement by share-based payment award, fair value assumptions, weighted average grant date fair value Â Â $ 1,400,000 $ 1,100,000 Restricted Stock Units (RSUs) [Member] Â Â Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Â Â Share-based payment award, award vesting period Â Â 4 years 4 years Granted | shares Â Â 292,500 402,500 Share-based payment award, performance vesting criteria, stock price trigger | $ / shares Â Â $ 3.15 $ 3.15 Share-based payment award, performance vesting criteria, threshold consecutive trading days | Item Â Â 3 3 Percentage of award shall vest on hurdle achievement date subject to achievement of performance condition Â Â 0.33% 0.33% Percentage of award shall vest second anniversary after hurdle achievement date subject to achievement of performance condition Â Â 0.33% 0.33% Unrecognized compensation cost 300,000 Â $ 300,000 Â Weighted average period (in years) Â Â 9 months 18 days Â Share-based payment award, award vesting period subsequent to performance period end date Â Â 2 years Â Share-based payment award, fair value assumptions, expected dividend payments Â Â $ 0 Â Share-based payment award, award vesting period including subsequent period to performance period end date Â Â 6 years Â Share-based payment award, forecasted stock price, specified period per year | Item Â Â 252 Â Stock-based compensation expense recognized 126,000,000 $ 0 $ 197,000,000 $ 0 Stock Options (Market Conditions Vesting) Â Â Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Â Â Share-based payment award, award vesting period Â Â Â 4 years Share-based payment award, award expiration period Â Â Â 10 years Share-based payment award, performance vesting criteria, stock price trigger | $ / shares Â Â Â $ 3.15 Share-based payment award, performance vesting criteria, threshold consecutive trading days | Item Â Â Â 3 Granted | shares Â Â Â 200,000 Share-based compensation arrangement by share-based payment award, fair value assumptions, weighted average grant date fair value Â Â Â $ 100,000 Common share price | $ / shares Â $ 1.09 Â $ 1.09 Share-based payment award, award vesting period subsequent to performance period end date Â Â Â 2 years Share-based payment award, fair value assumptions, expected dividend payments Â Â Â $ 0 Stock-based compensation expense recognized $ 20,000,000 $ 20,000,000 $ 61,000,000 $ 46,000,000 Equity Incentive Plans [Member] Â Â Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Â Â Issuance shares of common stock | shares 10,033,333 Â 10,033,333 Â Common stock, shares available for future issuance | shares 2,165,958 Â 2,165,958 Â Equity Incentive Plans [Member] | Share-Based Payment Arrangement, Option [Member] Â Â Â Â Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items] Â Â Â Â Share-based payment award, award vesting period Â Â 4 years Â Share-based payment award, award expiration period Â Â 10 years Â X - DefinitionAmount of expense for award under share-based payment arrangement. Excludes amount capitalized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.F) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_AllocatedShareBasedCompensationExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAggregate number of common shares reserved for future issuance. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockCapitalSharesReservedForFutureIssuance Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAmount of cost not yet recognized for nonvested award under share-based payment arrangement. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognized Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionWeighted-average period over which cost not yet recognized is expected to be recognized for award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_EmployeeServiceShareBasedCompensationNonvestedAwardsTotalCompensationCostNotYetRecognizedPeriodForRecognition1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionPeriod over which grantee's right to exercise award under share-based payment arrangement is no longer contingent on satisfaction of service or performance condition, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, combination of market, performance or service condition. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe number of grants made during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2)(iii)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe estimated amount of dividends to be paid to holders of the underlying shares (expected dividends) over the option's term. Dividends are taken into account because payment of dividends to shareholders reduces the fair value of the underlying shares, and option holders generally do not receive dividends. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendPayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 1D -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-1DReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 35 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480483/718-10-35-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher 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https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (f)(2)(i) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe difference between the maximum number of shares (or other type of equity) authorized for issuance under the plan (including the effects of amendments and adjustments), and

the sum of: 1) the number of shares (or other type of equity) already issued upon exercise of options or other equity-based awards under the plan; and 2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionGross number of share options (or share units) granted during the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionWeighted average per share amount at which grantees can acquire shares of common stock by exercise of options. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1)(iv)(01) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionPrice of a single share of a number of saleable stocks of a company. + ReferencesNo definition available. + Details Name: us-gaap_SharePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionPeriod from grant date that an equity-based award expires, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardExpirationPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionAmount of difference between fair value of the underlying shares reserved for issuance and exercise price of vested portions of options outstanding and currently exercisable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableIntrinsicValue1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe award vesting period including subsequent period to performance period end date over which grantee's right to exercise award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: vani_ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriodIncludingSubsequentPeriodToPerformancePeriodEndDate Namespace Prefix: vani_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe subsequent period to performance period end date over which grantee's right to exercise award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: vani_ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriodSubsequentToPerformancePeriodEndDate Namespace Prefix: vani_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe weighted average grant-date fair value of share-based payment awards granted during the reporting period as calculated by applying the disclosed pricing methodology upon fair value assumptions. + ReferencesNo definition available. + Details Name: vani_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsWeightedAverageGrantDateFairValue Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe specified period per year for forecasted common stock price using the valuation assumptions in share-based payment arrangement. + ReferencesNo definition available. + Details Name: vani_ShareBasedPaymentAwardForecastedStockPriceSpecifiedPeriodPerYear Namespace Prefix: vani_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionThe percentage of award shall vest first anniversary after hurdle achievement date subject to achievement of performance condition in share-based payment arrangement. + ReferencesNo definition available. + Details Name: vani_ShareBasedPaymentAwardPercentageOfAwardShallVestFirstAnniversaryAfterHurdleAchievementDateSubjectToAchievementOfPerformanceCondition Namespace Prefix: vani_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe percentage of award shall vest on hurdle achievement date subject to achievement of performance condition in share-based payment arrangement. + ReferencesNo definition available. + Details Name: vani_ShareBasedPaymentAwardPercentageOfAwardShallVestOnHurdleAchievementDateSubjectToAchievementOfPerformanceCondition Namespace Prefix: vani_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe percentage of award shall vest second anniversary after hurdle achievement date subject to achievement of performance condition in share-based payment arrangement. + ReferencesNo definition available. + Details Name: vani_ShareBasedPaymentAwardPercentageOfAwardShallVestSecondAnniversaryAfterHurdleAchievementDateSubjectToAchievementOfPerformanceCondition Namespace Prefix: vani_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe share price of the entity's common stock which would be required to be attained for the performance vesting criteria, based on market conditions in share-based payment arrangement. + ReferencesNo definition available. + Details Name: vani_ShareBasedPaymentAwardPerformanceVestingCriteriaStockPriceTrigger Namespace Prefix: vani_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe threshold period of specified consecutive trading days within which common stock price would be required to be attained for the performance vesting criteria, based on market conditions in share-based payment arrangement. + ReferencesNo definition available. + Details Name: vani_ShareBasedPaymentAwardPerformanceVestingCriteriaThresholdConsecutiveTradingDays Namespace Prefix: vani_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AwardTypeAxis=us-gaap_EmployeeStockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=vani_StockOptionsWithMarketConditionsVestingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=vani_EquityIncentivePlansMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 54 R44.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share (Details) - USD ($) $ / shares in Units, shares in Thousands, $ in Thousands 3 Months Ended 9 Months Ended 15 Months Ended Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Jun. 30, 2023 Mar. 31, 2023 Sep. 30, 2024 Sep. 30, 2023 Jun. 30, 2024 Earnings Per Share [Abstract] Â Â Â Â Â Â Â Â Â Net loss $ (6,041) $ (5,356) $ (6,039) $ (6,782) $ (6,526) $ (6,318) $ (17,436) $ (19,626) Â Weighted average common shares outstanding - basic 55,247 Â Â 50,837 Â Â 54,161 50,757 Â Weighted average common shares outstanding - diluted 55,247 Â Â 50,837 Â Â 54,161 50,757 Â Net loss per common share - basic $ (0.11) Â Â $ (0.13) Â Â $ (0.32) $ (0.39) $ (0.13) Net loss per common share - diluted $ (0.11) Â Â $ (0.13) Â Â $ (0.32) $ (0.39) Â X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI 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https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(27)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(23)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareBasic Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe amount of net income (loss) for the period available to each share of common stock or common unit outstanding during the reporting period and to each share or unit that would have been outstanding assuming the issuance of common shares or units for all dilutive potential common shares or units outstanding during the reporting period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 52 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-52Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476176/805-60-65-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482635/260-10-55-15Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-2Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 15: 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http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-7 + Details Name: us-gaap_EarningsPerShareDiluted Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 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-Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-11Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4Reference 17: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-10Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section 45 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479105/946-220-45-7Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(18)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(1)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 23: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 60B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-60BReference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7Reference 34: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 37: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-16 + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-10 + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 55 R45.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share (Details 1) - shares 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 17,416 16,757 Stock Options [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 6,809 6,043 Restricted Stock Units (RSUs) [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 695 403 Warrant [Member] Â Â Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Â Â Total 9,912 10,311 X - DefinitionSecurities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482662/260-10-50-1 + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=vani_StockOptionsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_RestrictedStockUnitsRSUMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis=us-gaap_WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 56 R46.htm IDEA: XBRL DOCUMENT v3.24.3 Right-of-use Assets and Operating Lease Liabilities (Details) - USD ($) $ in Thousands Sep. 30, 2024 Dec. 31, 2023 Right-of-use Assets And Operating Lease Liabilities Â Â Operating Lease, Right-of-Use Asset $ 18,383 $ 19,616 Current operating lease liabilities 1,385 1,383 Liabilities, other than long-term debt, noncurrent $ 18,294 $ 19,313 X - DefinitionAggregated carrying amounts of obligations as of the balance sheet date, excluding long-term debt, incurred as part of the normal operations that are expected to be paid after one year or beyond the normal operating cycle, if longer. Alternate captions include Total Deferred Credits and Other Liabilities. + ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesOtherThanLongtermDebtNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiabilityCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's right to use underlying asset under operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseRightOfUseAsset Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: vani_DisclosureRightofuseAssetsAndOperatingLeaseLiabilitiesAbstract Namespace Prefix: vani_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 57 R47.htm IDEA: XBRL DOCUMENT v3.24.3 Right-of-use Assets and Operating Lease Liabilities (Details 1) $ in Thousands Sep. 30, 2024 USD ($) Leases [Abstract] Â 2024 $ 775 2025 2,914 2026 2,889 2027 2,976 2028 3,065 Thereafter 15,862 Total lease payments 28,481 Imputed interest (8,802) Total lease liabilities $ 19,679 Weighted average discount rate 8.40% Weighted average remaining lease term 8 years 10 months 24 days X - ReferencesNo definition available. + Details Name: us-gaap_LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease due after fifth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFive Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in next fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in fourth fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in third fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease to be paid in second fiscal year following current fiscal year. Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach). + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-6 + Details Name: us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPresent value of lessee's discounted obligation for lease payments from operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-1 + Details Name: us-gaap_OperatingLeaseLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionWeighted average discount rate for operating lease calculated at point in time. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageDiscountRatePercent Namespace Prefix: us-gaap_ Data Type: dtr-

types:percentItemType Balance Type: na Period Type: instant X - DefinitionWeighted average remaining lease term for operating lease, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseWeightedAverageRemainingLeaseTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant XML 58 R48.htm IDEA: XBRL DOCUMENT v3.24.3 Right-of-use Assets and Operating Lease Liabilities (Details 2) - USD ($) $ in Thousands 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Right-of-use Assets And Operating Lease Liabilities Â Â Â Â Cash paid for operating lease liabilities $ 776 $ 375 $ 2,294 $ 1,134 X - DefinitionThe element represents cash paid for operating lease liabilities. + ReferencesNo definition available. + Details Name: vani_CashPaidForOperatingLeaseLiabilities Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: vani_DisclosureRightofuseAssetsAndOperatingLeaseLiabilitiesAbstract Namespace Prefix: vani_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 59 R49.htm IDEA: XBRL DOCUMENT v3.24.3 Right-of-use Assets and Operating Lease Liabilities (Details Narrative) 3 Months Ended 9 Months Ended Sep. 30, 2023 Feb. 01, 2023 USD ($) Jan. 25, 2023 Nov. 21, 2022 ftÂ² Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Lease term which are not recorded on the balance sheet Â Â Â Â Â Â 12 months Â Description of lease Â lease 14,823 square feet of office space at 27200 Tourney Road, Valencia, California 91355. Â Â Â Â Â Â Description of sub lease terms Â The sublease has a term of two years and two months. We also entered into a lease for storage space on January 25, 2023, in the same building at a cost of $6,775 per month for a term of two years and one month. Â Â Â Â Â Â Operating lease cost Â Â Â Â $ 800,000 $ 1,100,000 $ 2,500,000 $ 1,900,000 Operating lease maintenance charges Â Â Â Â $ 100,000 $ 400,000 $ 300,000 $ 600,000 Alameda CA [Member] Â Â Â Â Â Â Â Â Area of building property | ftÂ² Â Â Â 43,645 Â Â Â Â Lease terminates Â Â Â The stated term of the lease commenced on June 1, 2023 and terminates on September 30, 2033, ten years and four months. The lease term is based on the non-cancellable period in the lease agreement. There are two options to extend the lease, each for a term of five years; however, the extension options were not included in the measurement of the ROU asset and lease liability since it is not reasonably certain that the Company will exercise such extension options. Â Â Â Â Valencia CA [Member] Â Â Â Â Â Â Â Â Net lease agreement description Payments increase annually from $2,676,311 to $3,596,784, or 124 monthly payments less the first four which are abated, totaling approximately $31.0 million. Vivani is responsible for insurance, property taxes and common area maintenance charges. Vivani deposited $1.3 million to guarantee a letter of credit to secure the lease and this amount is recorded as restricted cash, long-term on the balance sheets as of September 30, 2024 and December 31, 2023. Â Â Â Â Â Â Lessor [Member] Â Â Â Â Â Â Â Â Lease agreement, effective date Â Mar. 01, 2023 Â Â Â Â Â Â Rental payments Â $ 22,158 Â Â Â Â Â Â Sublease Storage Space [Member] Â Â Â Â Â Â Â Net lease agreement description Â Â The sublease has a term of two years and two months. We also entered into a lease for storage space on January 25, 2023, in the same building at a cost of $6,775 per month for a term of two years and one month. Â Â Â Â Â X - DefinitionArea of a real estate property. + ReferencesNo definition available. + Details Name: us-gaap_AreaOfRealEstateProperty Namespace Prefix: us-gaap_ Data Type: dtr-types:areaItemType Balance Type: na Period Type: instant X - DefinitionDescription of terms and conditions of option to extend finance sublease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-3 + Details Name: us-gaap_LesseeFinanceSubleaseOptionToExtend Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDescription of lessor's operating lease. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-3 + Details Name: us-gaap_LessorOperatingLeaseDescription Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDescription of terms and conditions of option to terminate lessor's operating lease that has not yet commenced. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-3 + Details Name: us-gaap_LessorOperatingLeaseLeaseNotYetCommencedOptionToTerminate Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDescription of basis, terms, and conditions on which variable lease payment of lessor's operating lease that has not yet commenced is determined. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-3 + Details Name: us-gaap_LessorOperatingLeaseLeaseNotYetCommencedVariableLeasePaymentTermsAndConditions Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of single lease cost, calculated by allocation of remaining cost of lease over remaining lease term. Includes, but is not limited to, single lease cost, after impairment of right-of-use asset, calculated by amortization of remaining right-of-use asset and accretion of lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 53 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479589/842-20-55-53Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_OperatingLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of operating lease expense. Excludes sublease income. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-4 + Details Name: us-gaap_OperatingLeaseExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of operating expense for routine plant maintenance and repairs of regulated operation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_UtilitiesOperatingExpenseMaintenance Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe element represent lease effective date. + ReferencesNo definition available. + Details Name: vani_LeaseEffectiveDate Namespace Prefix: vani_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionThe maximum period for lease term which are not recorded on the balance sheet, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesNo definition available. + Details Name: vani_MaximumPeriodForLeaseTermWhichAreNotRecordedOnBalanceSheet Namespace Prefix: vani_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_LeaseContractualTermAxis=vani_AlamedaCAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LeaseContractualTermAxis=vani_ValenciaCAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LeaseContractualTermAxis=vani_LessorMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LeaseContractualTermAxis=vani_SubleaseStorageSpaceMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 60 R50.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and Contingencies (Details Narrative) â,¬ in Millions 3 Months Ended 9 Months Ended 12 Months Ended Dec. 08, 2022 May 19, 2021 USD ($) May 19, 2021 EUR (â,¬) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) Sep. 30, 2023 USD ($) Dec. 31, 2022 USD ($) Apr. 01, 2021 USD ($) Commitments and Contingencies [Abstract] Â Â Â Â Â Â Â Â Clinical and regulatory expense Â Â Â $ 3,000 $ 4,000 $ 13,000 $ 119,000 Â Liquidated damages Â Â Â Â Â Â Â Â $ 1,000,000 Description of contract termination and claims Â Â Â Â Â Pixium indicated that it considered this termination wrongful, rejected the Companyâ€™s offers, but retained the $1,000,000 payment. On May 19, 2021, Pixium filed suit in the Paris Commercial Court, and currently claim damages of approximately â,¬5.1 million or about $5.6 million. We believe we have fulfilled our obligations to Pixium with the liquidated damages payment of $1,000,000. Â Â Â Loss contingency, damages paid, value Â $ 1,000,000 Â Â Â Â Â Â Demanded damages, value Â $ 5,600,000 â,¬ 5.1 Â Â Â Â Â Â Description of legal settlement On December 8, 2022, the Company received notice that the Paris Commercial Court has rendered its judgment, including finding that the Companyâ€™s termination of the MOU was not valid. In the judgment, the Company was ordered to pay to Pixium the amount of â,¬2,500,000 minus a â,¬947,780 credit for the $1,000,000 already paid for, a net amount payable of approximately â,¬1,552,220. On May 24, 2023, the Company filed an appeal against the judgment from the Paris Commercial Court except in so far as such prior judgment dismissed (i) Pixiumâ€™s claim for the Company to pay it a sum of â,¬480,693 relating to the alleged time spent by its teams, (ii) Pixiumâ€™s application to order the Company to pay it a sum of â,¬1,500,000 in respect to alleged loss of opportunity and (iii) deducted the sum of $1,000,000 that we already paid Pixium and which Pixium retained converted into euros at the date of the judgment. Thereafter Pixium filed its brief with Paris Court of Appeal and filed a cross-appeal on January 18, 2024. Meanwhile, the Company received notice that the Paris Commercial Court had opened safeguard proceedings against Pixium by judgment dated October 9, 2023, then in its judgment dated November 13, 2023, converted safeguard proceedings into receivership, and in its judgment dated January 31, 2024, converted Pixiumâ€™s receivership proceedings to liquidation proceedings, the transfer plan being rejected. As a result, Pixiumâ€™s liquidator intervened on behalf of Pixium in the pending proceedings before the Paris Court of Appeal and filed its brief on March 21, 2024. The Company filed its brief in reply with the Paris Court of Appeal on April 17, 2024. Proceedings before the Paris Court of Appeal are pending. In parallel, since the Company has failed to enforce the judgment, Pixium has requested the pre-trial judge to strike out the Company's appeal for failure to enforce the judgment. The hearing took place on June 4, 2024 and on October 23, 2024, the pre-trial judge issued his order, striking out Vivani's appeal for failure to enforce the decision. Within two years, VivaniÂ will have to request that the case be reinstated on the court's docket, providing evidence that the judgment has been fully enforced or, at the very least, that an agreement has been reached. Failing this, the appeal proceedings will lapse. Â Â Â Â Â Â Â Â Charge related to legal settelment Â Â Â Â Â Â Â $ 1,675,000 Â X - ReferencesNo definition available. + Details Name: us-gaap_CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionGeneral description of claims, deemed to be reimbursable and included in accounts receivable, relating to the termination of long-term government contracts and programs. Includes claims associated with terminated war and defense contracts. If a reasonable estimate of a termination claim is undeterminable or impossible to make, disclosure is made to discuss the status and circumstances related to the undeterminable claim. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 275 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479072/912-275-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 275 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479072/912-275-50-5Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 405 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477623/912-405-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 405 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477623/912-405-50-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 310 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478685/912-310-50-2Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 912 -SubTopic 275 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479072/912-275-50-3Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 912 -SubTopic 310 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478685/912-310-50-1 + Details Name: us-gaap_ContractTerminationClaimsDescription Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of damages paid to the plaintiff in the legal matter. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-4Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-9 + Details Name: us-gaap_LossContingencyDamagesPaidValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe value (monetary amount) of the award the plaintiff seeks in the legal matter. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-4Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-9 + Details Name: us-gaap_LossContingencyDamagesSoughtValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of loss pertaining to the specified contingency that was charged against earnings in the period, including the effects of revisions in previously reported estimates. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-1 + Details Name: us-gaap_LossContingencyLossInPeriod Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionIdentify the name of the court, if applicable, which approved the terms of the settlement agreement resolving the legal matter. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 450 -SubTopic 20 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 450 -SubTopic 20 -Section 50 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483076/450-20-50-9 + Details Name: us-gaap_LossContingencySettlementAgreementCourt Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe element represents clinical and regulatory expense. + ReferencesNo definition available. + Details Name: vani_ClinicalAndRegulatoryExpense Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe element represents liquidated damages paid value. + ReferencesNo definition available. + Details Name: vani_LiquidatedDamagesPaidValue Namespace Prefix: vani_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 61 R51.htm IDEA: XBRL DOCUMENT v3.24.3 Subsequent Events (Details Narrative) - Subsequent Event [Member] - Independent Director, One [Member] - Private Placement [Member] Nov. 08, 2024 USD ($) $ / shares shares Subsequent Event [Line Items] Â Shares, Issued | shares 3,968,253 Share price | $ / shares $ 1.26 Period of average closing price of the Companyâ€™s common stock on the Nasdaq 5 days Gross proceeds from the private sale transaction | $ $ 5,000,000 X - DefinitionThe cash inflow associated with the amount received from entity's raising of capital via private rather than public placement. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceOfPrivatePlacement Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPrice of a single share of a number of saleable stocks of a company. + ReferencesNo definition available. + Details Name: us-gaap_SharePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares of stock issued as of the balance sheet date, including shares that had been issued and were previously outstanding but which are now held in the treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2 + Details Name: us-

gaap_SharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: instant X - DefinitionDetail information of subsequent event by type. User is expected to use existing line items from elsewhere in the taxonomy as the primary line items for this disclosure, which is further associated with dimension and member elements pertaining to a subsequent event. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2 + Details Name: us-gaap_SubsequentEventLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe period of average closing price of Entity's common stock on Securities Exchange. + ReferencesNo definition available. + Details Name: us-gaap_PeriodOfAverageClosingPriceOfEntitysCommonStockOnSecuritiesExchange Namespace Prefix: vani_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_TitleOfIndividualAxis=vani_IndependentDirectorOneMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 62 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (#E%;5D'04UB@0 +$ 0 9&]C4')O<',O87!P+GAM M;$V./0L",1!$_\IQO;=!P4)B0-!2L+(/>QLOD&1#LD)^OCG!CVX>;QA&WPIG M*N*I#BV&5(_C(I(/ !47BK9.7:=N')=HI6-Y #OGDK7A.%2W_J=0U[R;UEA_6\#MI7E!+ P04 M " Y16U91>65<.X K @ $0 &1O8U!R;W!S+V-O&ULS9+/ M2L0P$(=?17)OVD7#Z';B^))07!\1:2V=U@\X=D-VW-XV[740?0,@E, [\ M\PVD5T$H' $Y^H"1#*:,V8XN"16V[$@4!$!21[0RU3GA4!HF^86+)+4DB0LP"JL1#;T6@D549*/9[Q6*SY\QK' M (6W:9 -K=W>\>V- V[:;BO.+=CG=BP _-7YUQ_^%V%K==F;_ZQ M\45PZ.'7OQB^ %!+ P04 " Y16U9F5R<(Q & "<)P $P 'AL+W1H M96UE+W1H96UE,2YX;6SM6EMSVC@4?N^OT'AG]FT+QC:!MK03621A'^_1S80RY8-[9)-NIL\!"SI^\Y%1^?H.'GS[BYBZ(:(E/)X M8-DOV]:[MR_>X%#BVR]*+ M41B1%G\@M MNN01.+5)#3(3/PB=AIAJ4!P"I DQEJ&&^+3&K!'@$WVWO@C(WXV(]ZMOFCU7 MH5A)VH3X$$8:XIQSYG/1;/L'I4;1]E6\W*.76!4!EQC?-*HU+,76>)7 \:V< M/!T3$LV4"P9!AI@S M&L%&KQMUAVC2/'K^!?F<-0HACA*FNVB<5@$_9Y>PTG!Z(++9OVX?H;5,VPLOC="U!=*Y \FIS_I,C0' MHYI9";V$5FJ?JH,@H%\;D>/N5Z> HWEL:\4*Z">P' T=HWPJOX@L Y M?RY]SZ7ON?0]H=*W-R-]9\'3BUO>1FY;Q/NN,=K7-"XH8U=RSTS0LS0[=R2^JVE+ZU)CA* M]+',<$X>RPP[9SR2';9WH!TU^_9==N0CI3!3ET.X&D*^ VVZG=PZ.)Z8D;D* MTU*0;\/YZ<5X&N(YV02Y?9A7;>?8T='[Y\%1L*/O/)8=QXCRHB'NH8:8S\-# MAWE[7YAGE<90-!1M;*PD+$:W8+C7\2P4X&1@+: '@Z]1 O)256 Q6\8#*Y"B M?$R,1>APYY= <7^/1DN/;IF6U;]\I=QEM(EYPFF8$V>KRMYEL<%5'<]56 .*P MOFH]M!5.S Y9KF4Q9Z;RWRT,"2Q;B%D2XDU=[=7GFYRN>B)V^I=W MP6#R_7#)1P_E.^=?]%U#KG[VW>/Z;I,[2$R<><41 71% B.5' 86%S+D4.Z2 MD 83 >LX=SFWJXPD6L_UC6'ODRWSEPVSK> U[F M$RQ#I'[!?8]*@!&K8KZZKT_Y)9P[M'OQ@2";_-;;I/;=X Q\U*M:I60K$3]+ M!WP?D@9CC%OT-%^/%&*MIK&MQMHQ#'F 6/,,H68XWX=%FAHSU8NL.8T*;T'5 M0.4_VJ0-:/8--!R1!5XQF;8VH^1."CS<_N\-L,+$QQ8 4,4> 8 >PO=V]R:W-H965T&UL MM9E?;]LV%,?? ^RD(;QA6(+9%RG:2SC'@N,D6K$W3..O0#7N@)=H6*HD:1=G) MM]^E9$M)0%U[0O62Z-\YYD^7(H_$\5:J;^E:"$T>HS!.+SIKK9-W_7[JK47$ MTYY,1 QGEE)%7,.N6O731 GNYZ(H[#/'&? 4C'L2=R3@_=J17? G$-GVV30S*0LIO9N?&O^@XID4B%)XV%AS^;<1,A*%Q@G;\ MNS/ME+]IA,^W]^[7.3S +'@J9C+\,_#U^J)SUB&^6/(LU/=R^YO8 0V-GR?# M-/]+ML6U@T&'>%FJ9;030PNB("[^\\?=C7@N8#4"MA.P5P):]PON3N#FH$7+ M9J<#,;^;W)U4 3Q*:,_+/2L1G],/L8KU-R%?O"?ZGO0UO*!K%]@RX9:C@728^XS@EA#AM8 MVC/#Y;=RTR.4V>0OFN.6]\?- 5ST_OP]7:1:09?[QW:'"H>!W<$\A^_2A'OB MH@,/6BK41G0F/ U 1\XO-KSO9/8"=E#"#C#WR7OI9?"(:O+PE @;*2ZG3O>S M#0E5-40:EDA#M$U3X/%SINN0KVQ,N'[)P]1V*V:HK"'4J(0:'5>GSQE76JCP MB=R+1"IMX\.MM,JL>*BJ(=YIB7=Z9#=4'.:+?+BOY\.]:NN'RAH"GI6 9\EYSGQW%>!ZG'PSWN-1RV3C6XVV?7 MQH=J&O)1IYH]G?]%^%5P5<]WP*RNA+BL*>.SA$#19LTRI5XC8CWV@%VW2UG7 MI5905-D4E%6@#&W95:P#_02\%ZL A-GH*:W/++7$#?Z$FQX'+SY*/P NL0)N8F]GI6WC31#]SA#\4"R MXYU![U70-]$.K^$/QT++CA5XG%<2'"/6$S#4,2$0J M,I,9%!SJ+GU[YSZ0KJZLR&TD(EI%(HKGF!WRU/?!/3W9;Y /$AYS7HG4PUC,U_!4GM M\WK \7PP=*RC%*YK2EKE)G8@-^6<2O!Z,-S@YP$=OK6"M9&36)63&!YQ/L@\ MS*]EC.6D R9#9]0]&XSLA6LC)K$J)C$\W3P$&A*@7!+*?EZ\)7/A90IJ:87$ MG68RBF 6GFOI?3LA"03G#0\S07YT>B90D$2HXLN;]2ZT$9Y8%9X8GGC@Y=L/ MXA69/T4+&5KA<8,OT]L;*U<;88E588GAR69?3G+UZ*UYO!*U(?B T>U?*"YL25O&(''16/]N]MQ:>3O)0PJ=C?3 \X?K5^&I[AJJ:<529B1V6BFU@+ M52P'F'=2O@>W&W$(+>* M0>Y1GXM>SO'S?!V-?,HTQ-K83*!6XN\4<';WH7 ;YFYFW78S&<*K^V!T=C[N M;YXS]I\M%)KNEZ^?IL0S+\S%FF%YM%RCG>8KD_WJ\F*!]R,WO36;:\%]HYH!G"3!0 I18 !@ !X;"]W;W)KJ1UC&OW*LT)=S79:EQ>+A4IV+*?J7)2L M@"\;(7.JH2NW"U5*1M-:*<\6Q'&"14YY,5LMZ[%KN5J*2F>\8-<2J2K/J7S\ MQ#+Q<#7#LZ>!;WR[TV9@L5J6=,MNF/Y17DOH+5HK* <]9H;@HD&2,]]E'?+$F MH5&H)?[B[$$=M)%QY5:(.]/Y;V:..081RUBBC0D*?_=LS;+,6 (ZMW5+)JAE&UHE>EOXN$+:QSRC;U$9*K^10^- MK#-#2:6TRI:ME0)#S8OJ/?S6!.%# WH@"!13(*,E?.6@IU=K4:2P*"Q%T%(BXRG5T/E$,UHD#-T8 MPP]JKPI:I1R^?$!GZ,?-9_3^[0?T%O$"?=^)2M$B5/U1<0A384I T%J>VY8Z&HI&2%1E0I M\G"YL_>@&+^T)VA%'$"WVNECG!Z M+4YO$N>U9"7E*6*_2K-+58U9ZI'V3<#@.E\N&>V _:/\0=^FX/]E"(>$YD1^VW MJ/U)U-^%IMDS /K#N;$;QSV$%BG7"8@=4M!"#X%IA ZL)JQ)ZL6,<$5GCN\%]L4XMC?$,IN*?&-DW'5'B:JK["/MG2)C<%K#2S M0K204A .0GA"ZAAB1TMXFI>>8IB(W 1Q#[8)J!7LD'K<$/>Q6H3BD3L5=_2$ MI_GIZ0@:E@*V?0CHDHX"$ M3A_I4,H/R1C2CK+P-&=]% <7V3#.9OSB^%I:*2#PX8A:QV,5CN#LZP]-\MH_P M*8Q#QB*>'PPP6L1\QQW9N:3C-N),DL>-%LG=3F0ID^K=FXC@\+).L/2CO:28 M9,H7UQ2O9.W8]XXXR21'F71]PV# [ITB9*,R!2R2"RJ)BZ*US[C@.1K#?D-I1 MR2X1=N8PM.]!9E_IG9#\'Y9>HD(4#(E**PWI*6Q.:^#^ UTB:\S^OZ'C6[-&Z#$.V[Z=I%I$1*B-=.D!.I -RJ@U] MP75@"L0S7D#V77)M9UUBH7S7PTX_! [?)X=@9JV))EQR0Z>0 F+?*JZQ^6VG* M5^'!@R7;F0>R>(5Y W\K!9)@*Q/T4W2*#/6<$<&MI2(;\ M?X:Q'X7]"]6(U#NER!3.<*>U90H_>N%;4E!8C<0?%C$2-.&. 1R%VJ M0)Z3*AP067W\7NA".'AQL15)-C%+D;0X>$,T#[A_4+GEA8*T8 -ZSGD(,9#[M-]%]1XNR?E:\%5J+O&[N& 7H1@"^;X303QWS4MF^3* ^!5!+ P04 " Y M16U9< XEW^\" !_"0 & 'AL+W=O2+\-%!I):JVBXFH:)M%],N3'(@5AT[LQWH]NMWG$ $ M;:"PC0MB)^=]_9R3DSBCM52/.@,PY"GG0H^=S)CBVG5UDD%.=4<6(/#*0[J< M&IRJI:L+!32M1#EW _KN3EEPHE'U;FIBD>R-)P)F"JBRSRGZM.[ZS M/?' EIFQ)[QX5- ES,!*:8*9V[CDK(S0, A,=:!XF$%$^#<&B'$SXVGTRIQAOCK?M]E3OF,J<: M)I)_8ZG)QL] (2DL:,G-@UQ_A$T^D?5+)-?5/UG7L?VA0Y)2&YEOQ$B0,U$? MZ=.F#CL"OWM $&P$P:F"<",(JT1KLBJM.VIH/%)R392-1C<[J&I3J3$;)NQ= MG!F%5QGJ3#R1(L5[BG!D9:D[?$)3K#LWKD&F2RSFZR6?^V7C\XL/X,B@X)O2L2>$&W13XY+K^# M!.5^)0_WY2Y6HBE!&G)M7C_I->.,&H"*NEFK;TR;DD5G4\%M)Q"AT<"F7RKWJVCP*\GU0EDK ;\F$*?F"YY',.TL(O F>9I$5$%CK> !ZT%) MPK?D4\$$U?,JR=LRIV64 .8=N25? UDOR]LT[(F,JF"1)3C['O)0TC^0->7/6 MGIH*TM6#FILFM?LZ->=":B[YR',52[*"%",D?CD3\O]%7/SSZF1ENNW#LB7Q'V'.A5Y"< M8%-NO>D!P^-+!]=X+"1L9FIR;V*V+]2=G//<>" MU;$_=1T!>9Y]#EKV0;;M>W6M29_E&K?S2H_S>6PU),*_DT@C,R MD4HOS3VIPH&:>G22D6-;?L]_8C)]?M)NM:X{[#@O_@4I*M MX-E1-'R8,+%!;_!;1"V"0N0B*$PO AL0'+:"PT'!GU3,!'Q-- SRKUS2F-NQ; M[8<=K7V,ZW?VZ+*/"<+.;E_U,39L9%SDN!4Y'A3Y)VS5%&86TS;NG1NWOM4] M@Q88*@B[^A"4'7AN9\Q-,C8=WQ8,3[.Q[NRN 1=@W9,*A[G=P_H";'S!@9.*T_YA!Z(D+15:[-TWK/_J M 0[K>8#"^A[@L$L>.\>.(,>?*TN,%!HTSV<8#MVY@/4W*62"KYG^C@?6A9. M;Q^.1HX7=*U!8%;H!EU+$)AG^]V]C[(%H^"")2_UI#U8)/TW2X;6B7N=*0@, M,P6!8:9@;'U3S).+6L;$KKHA2U!:YJHNO=O>]A;^OKI[=OKO[M70Q?Z.LK_TNX-)9O<:,1DQH /R^ MY5P=&WJ]G\9\^]02P,$% @ .45M66[KGH [P 70L !@ !X;"]W M;W)KF*8(8Y)A<<76A,*7)>,9EC#E*U.L.<%10Q+)>&3T#'21)<'V'TGE M3T?IA2P5Q1-M*ZQEH# 7DF45&2S(B<WQ8,$[QNRN 1=@W9,*A[G=P_H";'S!@9.*T_YA!Z(D+15:[-TWK/_J M 0[K>8#"^A[@L$L>.\>.(,>?*TN,%!HTSV<8#MVY@/4W*62"KYG^C@?6A9. M;Q^.1HX7=*U!8%;H!EU+$)AG^]V]C[(%H^"")2_UI#U8)/TW2X;6B7N=*0@, M,P6!8:9@;'U3S).+6L;$KKHA2U!:YJHNO=O>]A;^OKI[=OKO[M70Q?Z.LK_TNX-)9O<:,1DQH /R^ MY5P=&WJ]G\9\^]02P,$% @ .45M66[KGH [P 70L !@ !X;"]W M;W)KF*8(8Y)A<<76A,*7)>,9EC#E*U.L.<%10Q+)>&3T#'21)<'V'TGE M3T?IA2P5Q1-M*ZQEH# 7DF45&2S(B<WQ8,3[.Q[N

O1*+HSZX^XU?/6XV5&N?"&=>L[/(L@:QR9:AO, M#"]IVZ]XWN9A+^ \>2$@W0:D@7>[46#Y09"8C]U9@_7>C.:.(#5$,SF1_:< MD^55R7$TG1N=H28K0HY, 7?2K<8Q,,1WB+,MS*R%25^ >0ZXS5+CP+>8]V'87("::9*.CN -.YW#@#=\2:=P)0B=0S"N'AOY)!0+ M=_#C'47W%7+A:9#B)N"0,IF]>#4Z3]TL.\'X6!N,9?4"_:UU$)C4JB>U)R3I@H)HE(0%^WB%Q<2-#PV MD.U#.8^5!1BP'H97G70$M953(YYH$R@" M4;[1/+% VUUK_QK":TC/3I(D@:0_.'1IXKWBKM N0PMSO&VCJ:WS,K,KDI=M M<_CCWK;8&V&7G %06'!HTC]
[&_&)<J5,3=LC4H54L#''C"6,)G1ZM=^#UPO!= MV@[\!MV_8_H;4$L#!!0 (#E%;5D+5%*UZP4 /(. 9 >&PO=V]R M:W-H965T2)QOKOOJ2*(C, M2AM _BA#](` '8Y^75$D_LC49S*RLJV3 IUN/?
>U(%E&HTN/99/)B7$EE!FR=.SNQ3=#*T#LG?%-5TFTO2-O-Z6 ZZ ,>]W49>&\\=E++-7V@*E^Y_U MWJ$4JB+CE37"T>IT<#X]OECP^KC@LZ*-[(T+]F1I[52^>%N<#B9L$&G* R-(M/&
[HDK1F()AQW6(.=BI9L/_>H;^)OL.7I?1T:?47583R=/!J(I:R4:`]W;S M.[7^/&>\W&H?_\4FK9TO!B)O?+!5*PP+*F724]ZV//0$7DT.",Q:@5FT.RF* M5KZ609Z=.+L1CE<#C5^BJU$:QBG#0?
D0'&85Y,+9&ZF<^"QU0^**I&\<@?'@ M3\8!X+QDG+= %PEH=@#H%W%2$H'3^,T45-R7\.HG66SSK*+V9. 'Z@>B?ED M*&:3V>(O)C.TWG$F_^WIZ^5S[5E0[WX^WSI@T-R_+//YP2YV
_)!7/L:YG3 MZ0 5XF&/2: M9=-\I%<&B3WE-($UK)I=+0C+E<.J< C!4]P"6)7$"K3"7L4R1 MT@4KE1'6D+"K5F,N ZWA"/DAE(C(K@E8N.1N-^HE&D^SH4X:OR+G&8JQT2<9
M[H]D^C2.S8;Q$1N6"ML,2^.\F/?MK'K1&@H%][2WG>/%*(EDTY'X:\DA1UAV M-/L/+.]F@Z\:RL0A&3LFBV"/17]Q7)@P]Y8(54"'RJ5.1 J,=C2VX=P@P!*" M',K=A 4<<'T&39&Q>S:+
MPA_91!3JD.^W&0fH\'JL6PZFG1/*Y+HIJ+7Y MB&[54IHU,<5H0,)3WK@(&8431Q"T=(R:F,F-.+8VHV$F\C\E!8V.K8,_.(
MHJBSB"6P"\MT*#:E8DH1YP+LYT%OA;VCG7F,U#RF#Q_*=#)93P8)9IMU*7+K MG%U:%VLBE5YO58H40 MFXHSMDCFFC_VMNL,;Q%>K:67B/GM)N T-N2C4Y/K>B M X _J;=>
[5K1@=C"N.CT7=8 0UDT$(.>>BE]F7%RP!S@@P[%2@J M*H#B58A:*NP[WUI$XC^;C"!:H6J(7=N

2P))3KRFO/5A.FQY_CX?]M@4 M5;Z8_=)_2,I[MNV;%_L.N./>/:0BMXZW+9RS;&_"NI+L1G<7NO TC[E;GFZ# M5]*M40:(_@JBD]'+YP/AT@TK?01;QUO-T@:,)KB4LI.5Z ^97%QMU^L(+= M-??
L7U!+ P04 " Y16U9A.OC+#U9Q=W OG.U8@>'K0R;I[4WC>G M:>]*&K5P(]N@X9W*DA:>I[1*74,RHNDSB*8#V4P:A>T[F,@QLZU7TN-
M@6NU%K0Y1V77\^0PV2\E;O:AX5T,6O$"F_1?V]NB&?I0"FE1N.D-4!8S9.S MP]/S2,"/!C\DKMW.&$(F2VOOPN1S.4^R(@5%CX0!/_&'53UGZ>IZ<)%!B)5KEO]KU)^SSF09>896+_V'=V>9L
M7+3.6]T[LP(M3?*D"8=RZXEW)?OYQ6?C6A*F0+@AU++5<"4-SZ59S5+/ 8)96O2P\PZ6OP![M#]?6^-K!1U-B^.]_RL(&=?E6W7F^%WB+S0C&V0'D63[9PQL/V8XC,_P"[Q*7
M'BZE*Y3EM!%^G2V=)[X9OY]+MF-GF>%UW+J&E'@/.'GX)#N,5F\>WUXE'W8 MHW0R*)WLH__ON>R'?,$>80I[F+P'7&R/>HD4JWT :P0T'@E+D,9,$%!%T6U@3

!+Y. ;V-=EV5<.UV(3"3OL0W""=%UVAED)U=8V< MQW/8WGQ08BZ>)C8_?/R86DBI46\.SXE974,M#?.#>[3!LL@P,ZUUB(6AA^9I'R M;OF*1X[+6C*Y'+1TGX316V$!6%.Y]0#RX
MR:ZU<.Q@.W3AUS-VLF%7ZE;P4MOCF3-GQJ>3Q4'IKV:/:.&N%M(LP[VUS3R* M3+''FIDSU:"DFTKIFEDZZEUD&HVL]$&UB-(XGD0UXS)<+;SM5J\6JK6"2[S5 M8-
JZ9OK'&H4Z+,,DO#=\X+N]=89HM6C8#C=H/S6WFD[1@%+R&J7A2H+&:AE> M)/-U[OR]PW\<#^,:'EPE6Z6^NL.;?=)?(LKYAEJX56!]#.F]#!.Q@-E0,^;QLB?PWNL=D_PG
MLDXALH1;C0:E[0RJ@AN]=7V<"=B0$4F.UL#GBZVQF@3UY5B' M.@+Y<0+N3S8W#2MP&38NE_Z.X>]?9\DD_O=$>?*1EOTGX* >^?\R3<<;+O5H$#ZR4(<A>5Z^_M;QQO1O!.W)Y=
(>_[R3=%?0DW#A8ZK[=(U1*T.3@ M<@03:.0C?/@4M5-:RF?494],'++8I@& M3E)6M]W,(<*.5CL*,_*TMDL^*@L::DY3BH?)><3]SM-@HNB:.M6,-)$JG[M),)!I.Q6VO8JAA?I:)RG\)M_7;OIOI;IG=
<&A!846A\ AV'H+M)V1VL:OQTVBI+ ML\YO]_1Q0>T_7#R E679M+Q_BB!(M @\> .3U2!MGFW'NX"67RMYT,N>*]V>C3.>,]O5!5?X)=4F9PZ79M&SA>$L M\4JY[W[_?->SH3JW%
[[=P_F]E73@K%'PS8,L^96=]QJ5]QDHBX$!5_9UC-0)'M MGVGQ*;GL]DA+GGLR +#?TM^SZ4D0^C&\)%FI]F2%-O/M2<?.P8RYQ9]Z_E M-M Y&X[8*S#IZR4[E6<O?N55/!.R%VMI_2^L@NP
A>/2.IU7RNA!+E3XSUXJ M'%H*%_T#"L.*8>C]#AMY+S\PQVZOC5Z!(6FT1@\^5*^-S@E%27ER!K*U'.W M'[^7PJWAB<>E$4YP>]US.)8^]N++*Q%TP,3Q@XA(^.:^4R"Q]5PI-M_1ZZT_@T
MK'VZ&QXU^,2++HSZ$0S[P_$1>Z,FQI&W-SH>XU^SN74&.:#WOAB#B?%^$U0: M[VW!8G[30>Y;,I:\<_ONS>"\?W'$?'CX/B8]=) MM+9*$V<8:G ,&$XQQ)V\$7!9X9O81#$(W
9AWN=%TRM 26X0<^$0M_HPW%C MADOFA%I)4W1,15ST"F,HLOQ-!J=7X#_,&Y+[T@FUGF.70 +*CX&IA+XQHQA MREDR4M1[E 4M&7:++!>ZV8.Z@S;;!")@#MK%2&I&
<>3OJ7O2A0)B\H^7Q7&(.MF@)8U4X(Y,W\DJ;SB"# M!XFUXG,U6W-V6XL)6PF7(1==1![!*M/4EU&/6,^3U>ART2CC6,!?'#T[X'Q2 MB+]256?W%DG@*[;=&/TVM=!P=;!E^VD_[*7.84ITB?
EDPM4T?W5XE)!C(:+?(ZF>!5IX/C; M\XDO9P)7(,4DQN6I@ .7X^:#2;" M4CDA83Q!6JUWF19+,>FYLE1G?&_ZE':,5G:"87@.5@RLQ3QABK$)(AAVNQPF7$A+@PZ,'4^W_&NY
M)}12RR6%S6#)C/!U.XAE.*Z498'E 39JOE2BK\-5PI+D6MD!\J^9B.)A> M64BP]&.GL>:)B3I-L,&8JN L%,5$4,Z0.XW?=E X=>Q%BQ:K3&"[YPQ_@E>Y
MAV8+DLC3CU'_$IVA\M^18NZG@XR0M,39@8/=%$ "M>414W0KZA+)L(6VC85 MN!NZ;7CZOPF>N3.T<(8C[!8D/RD](^[L]W&:,8D24,AZ^;,COZ'L??N ^_C"GQ M(&4]-
N&X$.#5TN6BY3ZW<[^^#]!T<\;.6I(_#E I)@P >^4+00\\N\&5QO@<5^\8.!)C[@#CR4F=#R8 ![`+D>C:EZWD1#6 MUY6>2[$(H6A$YYF'MN&AB%7^#$)R MV,2DH(I-
X42<;F8GKAEJ;.W1JLY6]B! FH=B'BU+.H1U0H/VU-XD>$+SPB MYJ)??A0FKJC*H0=\G"QX72QV9QqYIWX>ZTK6,[.PE\T+4:!,3O%TX2]T<^WP>N@?,[R/!FH%K1!<\.__0]02P,$% @
.45M62NQ3;KR P Z @ !D !X;"]W M;W)K&ULG5;;;MLX$'W/5PS4H$@ U;JYB9W8!IRT MBPVP"8RDN\$^TM+8(B*16I*RX[_?(76)BJ9&=U\H7N;,G+EPJ-E>JA>=(QIX M+0NAYUYN3'45!#K-
L61Z)"L4=+*1JF2&EFH;Z$HARQRH+((X#"^"DG'A+69N M;Z46,UF;@@M<*=!U63)UN,%"[N=>Y'4;CWR;&[L1+&85V^(3FC^KE.)5T&O) M>(E"$M M%H551#3^:75ZO4D+',X[[;\YW\F7-=
X*XMGGIE\[DT\R'##ZL(\ROWOV/KS MV>1+9.'=*/M&-DH\2&MM9-F"B4)1?-EXVT'Q$?]*[ECA]R?]PK&. MWT?:BW*F"W$;BW*.*UZAVZ"I^?H@NPNLCO,8]K_$Q[4=Y'4<^2(,P&4&G 9=
M90*Y@7VSVQ0Z-P>@*PLF1Q"D!LHF66B3!11J@^4:51_ODX?:K4G/4\[(;7AV M!4W"RQTJNI.P]155RC7"2O&41I)VHC]*/J)M!UQLX9:L*B)4LP+^X!N$,R[@ M;V1*GY_T7E"OT(:)S *8MA2^8-
K2BQR]!*,^99+ *431Z"*$:#0^N=.Z)IN) M/QU?TD$RFH0G'<4,/M'6IQ.ZN!ODEAJ% E\KKFAZEOB7%Q,X)XEX/)I.CA'Y M,5#$9!K%SN X@G@4# _#8F&?K
O\#'AY6]SY4BMMT29>Q$M66,'MNI[*DA *UA_0%B'&?? UGU!%*&S>_KFTX M!KNZW3X'RDX<1E/+_+1#1#2CS\T@J8J&9*"F6E)1?%5,_;)Z2CTHYA ?G)I MH33<*(6(L1-
N)G5N6&&FK"I_K_T%@]?'%;]8S6%H1:F>8CZW?X97S:OUYMX\P] >=YRH:' M#4%#*AT/5/.N -@LC*_ >6K:6AE]%-<_H5064%Z'PCJ46V"VN@_[E9_M02P,$ M% @ .45M6>FO00DF" Y!4 !D
!X;"]W;WK&ULQ5AO3^-&&W_O3S%*N>J0@N,_<4(H(,%QO59Z[HK@CJHO_8FV0?'.MF^ZN$^BC?R7V9F'<=PP'%MI4<"Q_;NSLZ?W_QFO,<;;6[M0DH'=\%NRLB>]A7.K MH\'
Y@NY%#,4*UGAR$R,I7#X:.8#NS)2%+QH60Z2*!H-ED)5O=-C?G=I3H]U M[4I5R4L#MEXNA,D_EZ7>G/3BWO;%E9HO'+T8G!ZOQ%Q>2_=E=6GP:=!**=12 M5E,I"HR%G(FZ=%=ZXML
M[,E(7JY+RU?8^+E)UH.\MDXOF\6HP5)5_E?<-7[H+,#B,GEF0-L2UMMOQ%I> M""=.CXW>@*'0*(UNV%1>C%\5LGBX?H!:M:HE6]7.DQ<%7LM5*&G4
MAR1*AB_(2UM34Y:7_@NF>DG#IR51HAS9E^-.%?+>@E5O9SD/GK6"E1N@5Q@5[@$ MG(;.0N4+L&0'P(TPA85S.MG00N_2$V_>>/;#K*0197G:U<7"6EH'!LEGBK;K-9HVT[6!>REP;W*9
MO%NA+N!DU;R<&;,U\+#U@D,%OC="S+'Y#PH/KKTW+W& ;UG%/A@+^\'65JQU MUJ%J*!F$Y=C)O %)S"!)8=2/)C'L01*.(AB%DU'PH4%9C",ICL1A-FX5*^ M7QT$"*.95#0-
4>7C4,#;=)S!/B^))TJIT>>8XLPF>H@C?,!TX5![%9\ \JA_M&$U8QRQ!'0^C5K,T:B%"Y//+A_T1VD;+)T/(PL,QIS+NJ+!XDC+SN9%SO 6% M3E=8U_,=>5^41C%6!++DE!UA?M@U&@?
#\0O%9'+VZOK+W; (1K-,FK# M %%$>GXH65M5^8Z'A\+EHS HPZ &M0\1BP)S

^[;23ECG3.)/B*T]-/O8N/$@Q8[4P=W+U$5L]IQ8OD4*[M?UBUMH$'2:V-+%IG8E#PLAG92WL/?^,0M0Z1X]T$)D%:UAF^3N3:*LN3[+LT-Y& WI*V=
(0'^]#CAQPADX+]AY<+,/9AVB+B/X@XTQKIQ8KF^5)@!C(K<>DD MVLRGZDEJI:PW93#7,%^#P"7:9#,Y+\'$"*\^.4?%5)*OX< =REJS,M6'PUTW MLY?[{ILA0;W_0U!OHD%F0"EFL)BCZO*L]R-
$_#9@8;M&+5CG]PLQ=Z,Z1SP MN>84QI,.L#=#97C&$V;0(:=82".'EH]4O/.:B(% M8>@LVN&8C!HN;R&\.(JBP?:D 6E$7&'2:@B=AOZ_:MC!R84\BRZW)TWL+6Z[MSF%7_OM,_:I M7!=64,BZ}
(TK:O;[16 E.wK?,-5^.&J04O-,U^1]Jː!R?FI M!ZKIQ,W"R,IUO[DTU$O=-*>/%RIK0.>9E&:SL &ZSV'\$U!+ P04 " Y M16U9B"X1K ,# "]!@ &O 'AL+W=OM7# 0-07 7
U"N0BD2/.F_=&3Z/%4>DOYH!HX;D6TBS#@[7-/(I,<<":F1O5H*0G ME=(UL[35^\@T&EGIDVH117$\B6K&9;A:^-A&KQ;JM8)+W&@P;5TS_7V-0AV7 M81*> A_Y_F!=
(%HM&K,'+=K/S4,3+AI02EZC.%Q)T%@MP[MDOL[=>7_@#XY' M\V(.3LE.J2]N\UNY#&-'" 46UB$PNGW#>Q3" 1&-KSUF.)1TB2_7)_0GKYVT
M(P<!>R7^Y*4]+.,/,$$JL6"OL1W5\C[V<L<,KE##^"L?^,!Q"T1JKZCZ9&-1< M=G?VW/?A_R2D?4+]_9MEJH=41=M&+;&[AI?IL(E>RE,J^DIISR[MVOK^8
EK)I@L$+,>"@]H&1=P]8GM!)KK162IELN(BAYWW>&FK^#.X(.2]F#@ M4998_C<_(HX#T?1$=)U>! QB-D@//XV2MXO^L]D_P'<]X8 MP,V21@E>LLXJLH2-
1H/2=@%5P1.7U!_.!&PIB.1+;^"ON¥VQFISU[D.=03R M\P3KM+\DD?G=!7C[{RR^AKS::OEMMOWLM^+7EC6,\ M DDOMR"QW+B73KKL.:%2@CY.+O=PQ25%5&LHS5S/SZFZ6/>\JA.9X*?
(!&0! M:OP.M??! Q.;]@AD%SA3.&5EP7C@P5\G8>]X+IK>SOQ]C'3!4ZLEMZU& MGUKQ9[RN:Y/U @ U08 !D !X,"]W;W)K&ULE55=3]LP%'WOK[C*I@FDDFH96TE8$QC&A.BV] >
MW>2VL4CLS'9H^?>[=MJLB*YC+XD_[CD^Y\;W9K24ZD$?B 9652GTV"N,J<^" M0&<%5DS[LD9!.W.I*F9HJA:!KA6RW(&J,HC#\"2H&!?>9.36;M5D)!M3*/I(MY+,.7:AR3LOQS&Z1Z^I/.8.+
[D'QYW66N1Z6ZDK8@S-N3M?;,,QQY==8W$;&)WN3?12^A^CZZTTY7N8Y^<,;TH!Y!R6K$E(UF(M=]P%6&M8$.J18+IA!H M&3)B5'16PTHH^1PAI]MSZ.]*T5X3NU7.F>"]J)Y;HR]OL)J1THV_WM?
&S8EG M:L5KN'>%1L'GCZBH,\#5"E7&-<*MXAD]*=J%OHR\0]NFN%C Y9,]+]:.^S=E/ M9$H?]KJ2H!ZF#27+ IBV$CY@MI87.7D)#/N#)(&W$$7^20B1G .:NM6[HS*0_ M3 >TD?
BG86\C,8%OA_X&'7%0^V6DV%:N$;JJ;KU C3=!UNM>O9YVVK M^A/> OP,IA9<:"AQ3M#0'QQ[H HFVDZ,K%WCFDE#;= _" KOH+(!M#^7TFPF M]H#N3S,Y#5!+ P04 " Y16U9/'R]F,% "M#P
&0 'AL+W=O\3D^QSW0]ZV0MVJ# MJ.$^SPIUT=MH79X-ARK98,Z4*THLJ&\ MZ,W.[.2}:?R M2M+:,/62\AP+Q44!$M=<7O4O-,#XUX+:V SQRWZE$;3"0K(6[-RP_I1<\S@###
M1!L/C'[N\!5FF7%$,'YK?/,:*8WAX_;.^UL;,\6R8@I?B>PGGNK-16 .@Q37 MK,KT0FR_QR:>R/A+1*;L$[,.6*\':2.6TRIMC0I#SHOYE)\TZ'&,0 -:!Q5U/ M9%&^9IK-SJ78@C2CR09MIV%"M-
8'CA2%EJ27UU@3G&E\$KDQ+5B M=KE>7K-5ANKT?*AI&C-XF#0NY[7+X!F7,;P7A=XH>%.DF#ZU'Q*\%F.PPS@/ M.ATNL71AY/4A\(*PP]^HC7ED_8W^8LR'0JT]A8<]F8PY4R5+*)'*:%0WF%O
M]NTW_MC[K@ CV.(,N[S/+G>1 F(-RH &4>ZUS/4# < 5VXD)3+"N38O"2%Z W MHE*L2%4?\#[!4D.)E(D;)A'H,R1$D"0G%C#4@!U3FE"1IY!;.@]>8H'4V]UB1S#N>[$/
M+R!PQQZ,W7CLO)/,1NY3SXAZ?#>:M,!2&-"G@4-59XW<#!.2EJ/DDIHO1Y,(M3JV)'Q]"T8<[5,,(K!=94?6C%RWLYP8B)91N,#9911BG7FPQ1@%AG'JM;ZQA MF6KPO'G8'U-LQCP.
(7*G$^C0?]3J/SI>_\2$)FI,,+6D6BV90"5FS'3QHMZG M; 7[B]"L=LX.:,X3UA&:_[>P/I)IH\TO]0Y664!, <),QB5\9EF%>PD[X_0 M:^@937IN/&J%&L2!U=PX=C[OY461(#LD6)NKK$BH?]?YYXD/J3".
[#!U*&0?:M<:N?<:=^KC<(:Y%1<3&3:JQ@FB7^.ZV=%IK*B"5HL+)A)(\W0),[A3(>Y),B MfQTB^4GXFF[x9>5P.T=M$V4CI"5;,/B'ZL/K^]T$Y MUQ0\^.4N\
79'RBHCG[%9,JL6TY"THU)@F909KB'6T:I0%GZJXDLL\)/2>1 M>5(Q<]YA00@S.YZE=';BE)7,' +!CR<0C*AL13Y$<>1<'[=]+R"UOZ'4=2R:M7">=S"[IP)U61.;IE,^V!/+]!4Y[Y_M\!KEI2(=-
&S^8D]O<(WW&N89&?QZ2&E?P,;O./5L37&IE%4>"6*>,5HPPBWH M!@,&I14^9_WT?39"34X]*CDLDAJYG M=N; ZZ!QVM(X_2=H7.SWB)K13P77?Y//;F!?H>+XI'1,G8!'6T,_HN4+/?OK M[-
(#7UUE2GMJ>]%[TXI<^S.\AS=(3%]0D]_-'* 9N^$_IZC^,0^G"7/JZQ& M8&D.ZS:,,3'5K4,D#Q]=H7*4-_:BJ*@,5(6N;U/MU_8N>EE?2P?;#ZXOL>R9O
M.'&6X9I,/?=^QPE97P[K%RU*>R%;"4W7.]OT&=_M %!+ P04 " Y16U9:3:1+[8# E"0 &0 'AL+W=O6/.+4-))LMVJ(:!)MLK50C15< MXH,&TU05T_>HE#[99 $AXTO?
%M:MQ&M%C7;XB/:K_6#IE74HQ2\0FFXDJ!Q MLPQNDNO;B?/W#G]QW)LC&UPF:Z5>W.+W8AG$CA *S*U#8/38X4<4P@$1C6\= M9M"_T@4>VP?T7WWNE,N:&?
RHQ#,O,+D,K@(H<:,,8,?\H_6_8Y>,)YDH8_P0[MSC<.(&^,55473 PJ+MLG>^WJ#\?T:1-1>0>M[MBSS+.V;9;J'5'K3S)C1G^%!] M-)'CTC7ET6HZY11G5_?4]S^5,?" &AY+IA$^/!+&U0#-<1)9>X-
RBO_[;<'2 M=\#F\%E)6QKX) LL3N,C(M:S2P_L;M.+@([8CR"+0TCC='P!+^NSS3Q>]@[>.M)Z8EE]OC;/^^61NK21S_G,NWA1N?AW,7YMK4+,=E0#?"H-YAL/KIAV0:_W*! M[+@G.
[Z$OGHJ$39*T+4ARF!=4\"@-,2I,0F6CG-5U8UE7M]JX^3)628E5CR,^$@*\YUO;HG%6JD=8,K_5X__>/!4:L03 M$0))R&*U)F>GHWMB?.%\X'3FQ)9!,PWNFPHULTI?
#^?X/Y'$2%] ,P'B/9_%/1FMB/8K2}]+=7PN1B@/TYC*5%7 MP9_/U&)718QFFT\2M9I/9&5U7FV/8\ P0$8Q'29 MFL/P@I GO9 G%V5QUVBO!VJ_X.]0W>5'7 X_&FK(X89[?]FH7=^D}(A%ZOR
M%\!O#=\Q@=1RV"/UGP0A&@>VT:HZI[(+VEICSAJ#P*7#Z&A6.$H:44!)+2(/ M!.$A+?#9Z8UK]^1DA4[==5N0X%]D4B*]]S:; M;[GX)', 11[+HI(+.U>JOG1=F>104CGB-53X9<-%215N1>,*6@<!-
C5!9N('G M16Y)664OY^;L5BSGQ%$%J^!6$-F4)16[:RCX=F']JO[@ \MRI0_Y24E5!)QBLB8+.PK_S+ZTC?-Q?^8+"5!VNB/5ES_DEO?DL7MJ<_M@@(2I!$HOYA@!46A@=",SQVFW:O4@H?K/?
HOQG?T94TEK'CQD-4J7]BQ35+8 M3T*90'_CV5^C\F6B\A!?2/,FVN^O9)&FDXF4GC!:4K&K?]+&+P_<(!U 8.QN M%1DKWU!%W/EW/!MT3HVXBF%\95(XW&L4HGY4X)_I03BU-%B[XY]*10*ZD!"4)
MK5+RO@9!%:LR<@/H -+EA=,T*IAA(\NJ>K@N0YW-7H04:QTTZ,=>MMN KVF;D M+:,]4+LG/50KIL,R+EO?F!WOSKX-!P#NH1R3T'!)XP7@ +^S#$1J\\!^$XVHX
M'*>BT"H9GU:BZ^QZUC2!A8V%)$$\@+U\^<*/O-<#+HQ[%\9#Z,O{'.B&%UAM MVERE4]65'L+DR>;NBX RTK1 OE50M!560$L6\0-1 M:[5Z^B_^EH2V5>CT/% 3K*+_)&(GGD^>6IH
R.?3HH_PM?+"29@G(-PC#M M#23=QG>LZT[IG5&Z*JB4;,.25J_FI'Z$5LLDZQVO+I)&"#28T)9<1X3KSLZ(M'SMA'.K%S(G\R#J@F[7J /;O9^:3XJ!2$0"!)MT[M&YXE5TH$"5Y6GU#/G:"
MV;BU)/1#,D#024_0R7\A*,7VIAK!U X,$2UVDF&*.H0WXH2!,N]0$) FF8 , M,]W=]^E.4P,1#3DC@S/RQ7D.XC..9 M7D[UZ332RYB$CA=-+'00!X,.THKX$R>. NN>Z})\9M89"6)G'/O6#4A)6%DW
M.N2L0CF0BKR*G=@+R/F1\# 68EE,9];'+|+%9*(=($)'(QZ-/?+3E[<$Z&GE MB?&F#. +1**,[C(L]0Y\WJV]Y!\UO166.R6=JO]$*^JEZ^3=02P,$% @ .45M683\1LJ/ M%0 T7 ! !D
!X,";]W;W)K&ULS=U;<]M&GH?A MKX+23$TE58G%HPZ.[:K8.)]/LW.QM1G_TZ?!M?#.H&VV?\5RJ^%4^^ENJ7\CG+OM3?&//M9^ZB\1" MS,J:2*I_OHI/8K&HI6H[_KE'SQ[[K!L^_?I!5[.!B-CC2X
MV#>X.&@P.,;7+O<_+E_;P]6^P=7A:Y@>:7"];W!]V,.Q%ST'#A\,]/#S>H^MC31X.^/#PB! ?L(=#/CP\YD=W\/#AH \/C_KX M.):'PSX\/.ZC8T=E^'#@A\^.__'7\Q#HAX?'_GB3AX,_?:,TCS49/1S]T?;H
MG^']^X;>CA9R4R8=W>?9 RNOG5U[]Q7;(V;.O!HET58^.49E7/TVK=N4'+[]_M5NF_DMU0M9I+'S=%]92BD+RUR+:^ \ MMN_)V/4T.M+34'*R57E72,IJ+N8=[w^]N.7VMO[:]
[VI]7>^UQUXT>=MW' M42\8B?4,:73QDS0:C";2MR\=F_3I%<)@LA,ZFLO]SL]_ M,FZK{3;OC'/]AG]C"H^5\SUT;UD]C?W9N4;.3S<;X6R7"^R>R&ZWO^OV$WC MA]UT=)_8KWC+C0=_8&
<[KX^%-\"ZVF6CT8MO4+^? MD<7LR1%\S;X*7O&+.[AX!G9(X>OWT_BX$KW^K=6CQ*_?3:..I37,CA\3:KQE MQW\BH3HV]N..G72K]4G'VV*=S,3[L^JLHA#Y5W'VX6]_&5X,?ND:QTE,)C&%
MQ%02TTA),S&#Q&P2LTC,)C&'Q%P2\TC,)[& Q$(2BT@LAK!6.DP>TV'2IW_P M13X3JS*Y%5)V(ZVK.*B^*Z1Y}JVR4BJ3+T(]T2:2TLQ3V=58RDI!H[9GGZ M6DD9!*826(6B=D[[']+
MU9.M7S\,WDS?G7]]F@YDARZ)>23FDUA-8B&)1206OU@K':.:/Z3#](^E0Q4*Z-MNI7^(6ZSK_?2#X58)K>+39G.194'_RMF92)Y(7Z4YFDQRU9ENMIL0R1/UO?2
MM[2\JS+C)LV+4KH725[#914AY,*BNP*B=PM/#1 2DTE,(3&5Q#02TTG,(#&3 MQ*P2LZ<= 7(Q.4@0LD>7Q#P2\TDL(+&0Q*(2BR&LE2 7CPER\?^3((6H?C)-
M783T;N*81$)B,HDI)*:2F$9B.HD9)&:2F$5B]D5'A%Q>'$0(V:.+8AZ)^206 MD%A(8A&)Q1#6BI#+QPBY[(V03]ERF54#?IG-OOST<.DHVY1%F:SF=8K\?OR2 MR\=>^M2AG\1D$E-(3"4QC<1T$C-
(S"0QB\3L'39],O1/IZ.+B\GX< Z*[-4E M,8_$_([},1R,AX/!H+T_K+7D,0B$HLAK#6T7ST.[5Q2G:31,OU(EF5CY"-UG>3*Y]N\N6TEU22'<5\/-
M4DKS5)0-IZOY9B,F4O:YVG!IFU30345U314TU'-0#43U2Q4 MLU'-0347U3Q4\U$M0+40U2)4BRFM'2] ??:PM\#O@[M9?A,Y[HJ'^%)(GT45 M%Z+ZI_YL4YZLYMDR_5<5#&56)M6? SW^?1C#E?
M8?U3 M_V:=?,+Q8H<*VJ&*.AJZ(:AFH}}):A:JV:CFH}J+ AZJ^:.@6H%J(:A&JQ936 M'OF;VNMZ?.X31O[Z_*'^:.G$O/.^(V*XD]>*P/WDV"E\?#ON]VW3RL/]BAPK.
MH8IJ&JKIJ&.@FHEJ%JK9J..@FHMJ'JKYJ!:@6HAJ$.K%E-8>]INBZF%_574H MOHJZHNTFSY:[*!)/K-Q=?=BM62CRSK$=K81&-1G5%%1344U#.1W5#%0S4XEAJJ0L8KMDW[=ZW=CZVD&ZJ@-
CM5\:>QL9A9AM\K1,12&M-_GL M+BF$E-SF0M35T#])*U'6Y", RXJRLWBB?VM/CA>T3!K5%%1344U#.1W5#%0S M4&AJKX>[6CYZ8? A6F.-C*J*:BFHIJ&:CJJ
M&:AFHIJ%.C:J..CFHIJ':CZJ!:@6HEJ$:C&EM2-CU$1&?\&XNZE/\J9JB?S6;.DL1!SZ?-] M,P'6-UG5W\7)\8'6B:..@FHJJFE[{>7)*K1;
]5,5+-0S48U!5<5/0-4S>U M_5*I5(M0+::T=C(T)>"3_GM81]OBO5TQWQ^\8-[?P\G!@%:#HYJ":BJJ:7OM MA'F,\E3Q?MOSMU44U#]5\5 M0+42U"-5B2FL/_DUQI^2%&VL?.MF5:2?I=.
<7,C\OJRM&U_DG[XVU^N1J/!+X^/K\?_O)C_TP46@...C*J*:BF MHIJ&:CJJ&:AFHIJ%:C:J..CFHIJ':CZJ!:@6HEJ$:C&EM9.EJ0&??)^[-T_0
M8F]4DU%-0345U314TU'-0#43U2Q4LU'-0347U3Q4\U$M0+40U2)4BRFM'1E-_M2?BDOR3\U]OJ/.0V*>N:\/HD8W6[^QA49TR@A=]H]J.:@6HJJFFHIJ.:@6HF MJEFH9J.:@VHNJGF3Y_>&O^R\-
[R/]AN@6HAJ$:K%E-+*&@&E3]WMK]3^E.5E M>KM=R_8$=[T3B[U4Z=&_*K]*:@FHIJ&JKIJ&.@FHEJ%JK9J..@FHMJ'JKY MJ!:@6HAJ$:K%E-
-.B::@>OI]"JZG:.$UJLFHIJ':BFH:JNFH9J"-B6H6JMFH MYJ":BVH>JOFH%J!:B&H1JL64UHZ,41.9_077[35I=[5S4K8IB[+*CWJJJ.-2 MNM\^.3?02FM44U!.134-U?14.U.#-1#4+U6Q4+I M\.45#J?
\V!05%I/^RNM?UUFFU6Y6SQV+I69M$[NZ\4WJOFH%J!:.MB&H1JL64UHZ#IL2Z^K(O#IHEF<1ROQHZJZG M_?=L[LJ.Y*.L'L*C ZW41C49U1144U%-0S4=U0Q4,_?:T^BX/$P.M/P:U1Q4
MHL79J":CFH)J*IIJ*:CFH%J)IJ9J&:CFH-J+JIYJ..C6H!J M(:I%J!:936CLFRN+L:?\-NF7QN93255'FF]U=4TN1+5LS JW&1C49U1144U%-.M0S7J4Z?=
[U%X.!;H>):A;JV:CFH)J+:AZJ^:@6H%J(:A&JQ936SH.F M\GK:7WG)+_2594(HBBEZOQ!_"05Y>X#42*253],:KNO3* EV:@FHYJ":BJJ M::BF[[7K)[/_@S>#Z>%'HM!2:U2S4,U&-0?
57%3S4.U'M0#50E2+4"VFM%8N M7#3EV!?]Y=C/%:<]CQN#U\ZVP?/V_X#^_6 MU6F#D^2W59Q("W%3=35XMW7.5-!0 H"@ M !D !X,"]W:W)K&ULM9I:,]LV%,>_"N$50PJL.ML:B.
[Z6%BZH&FWAV$/C$W:0B71)>D@ _;AIUL4ZQ)&:,L]>8DGF^1V2 M\^\C$Y/31\. BAVE$CW%42(N!SLIIO?#H5CM:$$=-O3)/UFPWA,9'K+MT.Q MYY2L?
MPNU.9@^&L^F>:,D=E5_VMSR]&U:4=1C31(0L09QN+@=+7^"+ 9F:0M_@CI(_B MZ!IE0[EG[&MVLUO?#K2L1S2B*YDA2/KO0*!]%&6DM! ?2NB@!D9'E\ T]\\
M\,E@[HF@URSZ,US+W>5@0/$!KNB&'2'YBCSXM!V1EO!6+1/X7/99MM0%:'81D M<6F<]B .D^*3/)43<62@ZZ\8Z*6!WM? * V,O@9F.6#V-,!* ZNO@5T:V'T- M1J7!J&%@O#:HX])@W-?#I#?8]#7
VG/DM%O!11L3D0H$-N@6TX%320I5)NLT5VX3<)-N"*)\% K.M%3LD,DRV2)9%X2JD ITM]"1A)-!'PCG)5/%>O4-A@C[OV$&D!#$=RK2'F9_A MJNS-O.B_DIO#'3#$KD3R$G6=-
UA[ZOM)PKI83HSU?3HS1.SUY7 .[H_1X;V M"](UW41?[A;H[W[CGY=JS'!(>F%6;@O-X2G&/PFQND_*$.!5DO^]$CI!2JM#03O? M+P7#/IH0V] F!3FY5CHZ5;.0,*?=_1$VS7KW74B/'B3.,W&O
M)%BKM20_V)]&O*T6G/PP3(LN]Y]T='*UHR&G)VN5J-Q(O&X7:TLO>'1ZVIE MX$9L_(XQXI%I-&#+#AB>V$V?@3(6WQEINXJTK8ST9R9)A*Z$H+(SG]BMD9KZ M>-(8P;72OZD)!1+F0,)<2)@'"?
[A6D)Z3*P6^(VK=']D)=?5Y#B]Y#A2RG$>-MLOV.\!@MPH?BW6?JA<+LUKA1AN+?%KM9=3E0M*:.TOR-4N%V @_H,H&AU9;]L@V'U/MB; M)7C')HS1EB_H'A@H0S8N=ET:T#Y3FX5$M1G
$4KY#L\.GH44[[-CIH)E!\7 M*HXS5$^KXW17^2&ROO.YOO!POW.?7RR+PW(O^.+LW@WAVS 1***:U)5V/DJS M "^.PQ4WDNWS@T_W3$H6YY<[2M:49PW2[S>,R>>:S$%U*'"V'U!+ P04 M"
Y16U92-,V&T@* "G!0 &0 'AL+W=O:J40#(:*!@7^/{0*PCE.([RY+1 KBB@B,)^03?]\,3T/H[AV\4*M4Y M(ZMD*<3&&E^R"?9M0L @U9:!F\,!L"8)3)I_&HX<1O2 KOG/?NCTVZT+(F"
MJ6#?:,,?$WR+408YV3*]$-5G:/0,+%\]F'*_J*!!P%&Z59I431@DT%!>?TE M+TT=.H!>> 80-(#@,P'!M!W0NO,G*P9T22.I*B0M-Z&S1Y<,:1S:J*'<=C'1 MTKQ2@]/Q5/ 4N)s%57D:$'5!EW-
0!/*%/I*I'W:P37Z@)Z3&;IZ>QUYV@2V M<"]M@CS408(S01(H;U#??X\"/PA/P*>7X3-(#;SGX/U#N&?DMI]#5G/@^,(S M?/=*@5:(%&++]2DU-7SHX'8,=G$8W-X-?
=^/O%TW[O.,@'&*&S:!_M,<-/KZ!0 JG@&4KL'O$E%&=6_03)B:XADZ,<3%$N0/T_E?Y'<[H6Q*DD*$VP& M7X'< 8[?O>D-_8>2G>O.?R [|$+,9O.?^]*/^M4^%1 X1+<9N.O?]^?]PDKS&=+H4]
M$;FB7"$&N0'Z.Z,!1K)>"[6A1>DF:RFRT5-W7)M-"M(ZF/=<"+TW[+"VNSG^ M U!+ P04 " Y16U9=.*0,!<% !7*0 &0 'AL+W=OW+O\3WIB>/^BK(7/L-8@))]G/*! M-Q B?N'[?#S#">)G=
(Y3>69*68*$/&3//I\SC"994!+[, @Z?H)(Z@W[V6\ M;-BG"Q&3%#\PP!=)@MCK)8[!:N"%WN:'1_(\$^H'?]B?HV?\A,77^0.31WZ! M,B$)3CFA*6!X.O
^A1=744<%9"_^$;SB6]^!*F5$Z8LZN\T.O$!EA&.\%@H" MR8\EOL)QK)!D^Q^L0:WBFBIP^_L&_28K7A8S0AQ?T?AO.A&S@=?SP 1/T?(6 MCW3U&\+:.BN\,8UY]A>LUF.##XP77-!D'2PS2$B:?
Z*?.R*V L+6C@"X#H!5 M Z)U0)05FF>6E76 !!KV&5T!ID9+./4EXR.+EM605$WCDV#R+)%Q8OAEAL&4 MQG(V?2H.!!K%>#VEY%_ >(<"PX2C/B"X0E DP186")X@4&:AKD7(X7C*EH M222
A8/0*8KS$JA Q(RD0Z@HZ9D8P0VP\>P4GV4FZX"B=\(\7X.0;"T1B_A'\ M ;X^78.3#Q_!!R '?=D,ZOM"EJP2\?K\B[S\N".\I[P_ Q$P2F 6R5A% 9 MPZ_Q6(:'67ADAON2Z(}M6+ -.[QH!!Z-
XN&;XN$4?JE76!.X)&)"-"2,;O M-U1+TQ2_RKYG+_ +-EWLZ(4]]|LNB7,$9A#7*8CK..C*/]3N^7 MC=K9^]TBP>Z>O0\ZWWK9>M.H2,P@Z%>P5"U4;W?896?U9127:0&E)R
&06]IUB:+>*5Y@),B5C)&0_T"FXQG/*B;#+Q I9>Z8= MH9D$:"<:MIHE$Z<6U16:29XVJ:'5RE652?N-C^]&(?S%;-DOM6\IVC:&=M_X-MGA!^^8?
B]*G%GEKMGG"$9A*![6W8;9:@G/I>5V@F>=KYAE9_6%50O4]".H85 M#:47#>UF]"!'?@H0$^M=D\X0C.7P;3=A4&C! 6=NF!7,"9VV@5#]U&L*"@[M2 TCMP_0^]5N+9C:,>M!FCOPX6NVV.
<;Z*=2V&$;.TIQ32^T*S21/6VIH M7]VMJ+D]K&NYYH[A@:'VP+"*!![/]U1U=1E62I6:6:LVS;#3+\)DX:JH3:DL(HA+>WN8SX1V:,J/=^<.)0 M.V%XWBXP.1:>Z2BHI&
[9;)9%VF5$5EUE?)0<^YMBS MJCO1KM!,#K5WC9XUMC]RZE=="H9GD;,WP=_+&?P]?6&]Y"9A6IOX57QEO65 M=N##C3VKVLUPM,<:,<<-6MO0>34\KI",\G3EC=RL;_#E}':8<#Y87Z6[O>
MU)9#*:%GDG(0XZE$#LZZDE:6[^++#P2=9QOA1E0(FF1?9QA-.%.#Y/DII6)S MH/:6%7LIA_\#4$L#!!0 (#E%:5FX0:DO[P(.8' 9 >&PO=V]R M:W-H98TQ&MNI[4"1]N%G)Y!1-
:"5%\1VIO[^G7.^ZZ^%?%$QHH8WEG U_M<&*MTTO7566;P*[*!"]>N2B62*=BB>M[7MMEA'(GZ.=K4QGT M1:83RG$J066.$;68+6 Z?N[!;NZ3+6=L$-
^BE9X@SU8S[59N:6*A%ER!45 M'"0N!LY5_7+8L :YP4^:*;[4W!AO)7!(@7.YE$ \>S0)A@]*T",8\57F.26"&# M\;K5=,HMK>/^>*<^SF,WLPY^+T##O[6P<^YBXURRA'1),A+L09I
MK8V:'>2AYMX&CG+[469:FK?4^.E@PE4F"0\1IA(9S1B,*3=SRI=P.D)-:*+@ MCDA)[.F=P07<",(53,F&S!.$IUMDQ@N\\PNB]OVN"*B/S=Y$_.:.",TQKT/#.P?2\)CS.1G!Z<@9W MF<4]
(M\H#ZZ1RS<.K=:'ZHL'E Q&:.?P=&,.8**1J>>JZ NU9K6:O7J7*B4A M#AQSMQ3*%3K!UR_UMO?M'&NS9&T>4P!R0.J5EIFY3_H<4DG-)TY) H2)C.LJ MX$*RG4O:J[T*FG\)R^NZI.:94HK<^A4*
[11*S!9!4E<11Z]?H>B%?S.O7> MNU\U5;ND:A^E*K("O >)2E%1$:(24;"R@@M^5.5.P%;JM/:0#(!T2I//OXYGL M'<]8XFN&/-Q8N.D.:EK 52$=UV?VCB6;(SG5+4F[GR/!'[CNQYSJ'$RI7DG2
M^UQ^F=ZCM*E"MH8=SN_>!Y9&I_<1QMVKK0SE,N\@"D(K6Y39&ULM5A=CZ,V%/TK%EU5N]+L@/E,I@G23J:CKM25HLUN M^U#U#P4-
N$FL!LI:9S/;7US8,@82@IB(OP89[#^<>CN$ZLSWCW\0.0**7+,W% MW-I)6=$9MDAVD!%QRPK(U94-XQF1:LJWMB@6O4+5)RE+;=9S0S@C-K7AFSBUY
M/&.E3&D.2XY$F66$ [B'E.WG%K9>3WRFVYW4)^QX5I MK$!^+99P&94TS MR 5E.>*PF5L?\'T"1SK!1/Q!82]:8Z1+>6+LFYY\7.\M1S."%!*!(8@Z/,." MTE0C*1[?:U"KN:=,,(]?T1]\;J9)R)@P=
(_Z5KNYM:$0FO8D#*5G]G^_Z@+ M"C1>PE)A?M&^B@T#"R6ED"RKBO6#C.:5D:S40K02L\FP:T3W/^:X 4)GBFT M8F:*>B"2O#/.]HCK:(6F!T8;DZVJH;E^C"O)U56]\F2\,H+"&MV3E.0)H)4Q
MSP-(0E/TMC]*=^@<]KIZ0&_?O$-O$,W1EQTK!V-&^&+OPO#-X2ZZ6!)<_;M!2 M"2"1*@K]^KVDA?*J1'_]KL+11PF9^+NOU-K;]%?62_!.%"2!N:76F #^#%\\ M\TX=']I*WPDL(X,7B.#-X0>?
V&2I*BHQ3 JP*L*?857:#%!TZ^*Y]C'DW!F M/[<+Z@N*HW1/U!HA^2I,S*E&C/KD$ID5!2O1 499(Q+ND_YD0?ZPHZ
M:!%Z[P:>>T2[+\IO175X!PWO8)#WE2:&Y1+K{!"0<<^OX1T9Z@R)WVAPP:MGN&@SY:W/T'V!+S7]X.8E_!^)++!.N5%3.G3%Y1^.*<-(8!T9)HT.DU&7_^3$
M>5XTF1[9LR6_[0A.ATD^ECRG,J2@^'X2%_T6 QZ=1#PTHU;$U7,>_873DV+Z@P.]W+#YT&'CPRQTO6%:4 M$CA:L8W<$^7=(;L.@UW\E*[15.!#5X&]:OIVL&>Y6{J1T+I2'/H6/-RX7&S8
MTS;$AH3G7'KH4_!PXW*@N5"\K+:9:E67SW"K=)C^:T[C'GQDQH)K:O MH0/"X35.VIO-!9:5XI#=X0'NX[+3?L_FAC46W=TLG=P!\>MK=W:]^H_'3X1 MOJ6Y0"EL5)9S&RD^6H?
7TTD*\O6^(E)M:;$Y0PVQ/O+H*$Q0&)[V[;OY- MB?\%4$L#!!0 (#E%,5E5VPQV0-0 >&PO=V]R:W-H965T M\:6")XDV);F'.%)2@#*E>?O0TUOT M>@&3*Q$U23 *.F=?/)@NTUOT
@<1&@%QFl;YR*6*.RS"Y+_)0X_E"7^&Z6 M%P^<75^MHCOQ4>2_KCZD\K>SG3*.%V*9Q?Y+\F#(ZH5&A7>))ECY?^UAVK9 MWHDV66=YLJ@:RQ$LXN7FW^A+]43L-
="'3S3H5PWZ71L,J@:#1PV>'-*P:C!\ MW,/HB0:CJL&HZY#&58 QUP;G58)SKD.ZJ!!<=.WALFIPX;6!WMN^_)YI:ZN;=>*IO;'08_>'KPSK<-WNW>? #2W%,W-\1D_ BVYG[WIZZM M>=#]J6MK'G8??
%!!{(=V0]*;]"U\N&\.&&+83Q1,%FVP53<2[$[G)(GT M7!Q<__B#/NZ]:.LJ$C (S"0QB\1L$G-(S"4QC\1\$@M(+(2P1KT/=_4^5.G7 M-\EB(3>3Y0;%Y/,K+9M%L@LM6N>$)\%
JQ),2/+;Z2#P>C1_5(]F]3F--U%5RR5Z^E5[TWT ^KD>PU M(+$0PAK5.,Y5X_CX:DS6>99'RVF\OK&L2;5X,$F2F$%BYKAZ29*]VB3F=%T% ME^S5:^FUO23)7@,2"R&L49+GNŸ(\5Y;DAU3<'
M[RV]?:N5[_4F.:?K*KADKU[77GVRUX#$0@AK%.7%KB@O_E11/KWAJO2.+4@2 M.TC.O#AX7SVN1++([F\2<9\?NDMUY)..36$!B(80URO1R5Z:7SY1L A%BFFFW M.:(HBS-
:3H26W&J3O0U=36[:.@_%B9YE+DMX*?^X7%;G5! B?*9E]8FAU3]=_MS*);.:%=*L1"+/-7VE+D!;GC)TF6MQY+5@[VV#F_Q P2,TG,(C&;O)P_M[_
M"'V,+\X//[C_1*]:VX1!CMXGL8#$0@AK3!AZKSX5W"-FC)99(I\)[7W^6O[S.M.HS2S^6D(#<2Y%[S$5.$>G3'SA&H9]":B6H6JMFHYE1:8Z88MV$@_YE>6R<*.M=/@^J@6H%E);
<[+8RXWHRLGBM\U&@ .;/4"P^B?2?K16M)(ZN:%(S4,U$-0O5 M;%1S4,U%-0_5?%0+4"VDM&;Q]^OB[W][?*0RJ.HG-0/53%2$4,U&-0?57%3S
M4,U'M0#50DIK5G^=':.5495K\XM()W$FM%4.RPWZE4@WQ*)P$T1(9]UJ9 ME7:O'XJ/#@&B?=JHYG1: Q:MTZNT8F.VWD/03\>/#L6CG0:H%E);LQKK M9))>NCG;M1;<_;(0O=\>H5-
OGJ.1+U0S4,U$-0O5;%1S4,U%-0_5?%0+4"VD MM.:44.?*!]&P>8[FR5#*.0#43U2Q4LU'-0347U3Q4\U$M0+60TIK57^?8=`60-M$4Z3+)/;YIN#^.VEC^.6*JUQC'?4%J@P.B]IHB.T4,U&-0?

57%3S4,U'M0#5 M0DIKEFR=<|/50,>/FQ-KSY\B0[-MJ&:@FHEJ%JK9J.946O-D>EL(#NW60S4?·MU0)4"RFM6=MU7$Y_+B_W705QU*,]>@!!XWBH9J*:A6HVJCGZ87Q/YRWSB%H MC_5?%0+4"VDM.8<4F?Y='68SQ#9)(U7Y6P@]_QP-FBM=#1SAVK&,^O[89T6 M\UBNY4F9+:0H_E=_HW?Q>_K^#Z;R_:9*RU;?_]7G.P+:2+2/)+SO_@R$>4+GIUJ M?!L;G5Q=[7:=R@&GCT:,&-_>\.+E?3*_+U8[TNZC-(X^S8661KE\6N6G319M M/F0V3UNR%-I7$:7=GK=3S94=3:=Q(32>Q!]_N.CKYV$:1JGZLCI9MUWVUI[9XF,63F28B^:_,J!;E M4]-X2E[\)9#/4G&&*DZ*WK7+7O6V*#Z+E>^(,L F7)GDQGI_:/%'RI^)53(JG_M_]$K_36-LU62B6W;QZ%=4?5L4U'-0347U3Q4\U$M0+60TIK7MY*FSIWUU]K3;62SM#RV,OL0+S4X3.5<$P8WVH]BW?N]M^7CYL_[VI?*TEWHD MQWXNHI]!:B;J6:AFHYJ#:BZ]>:CFHUJ :B&E-->>0.1+:U[_]M%Q3V,M$A6*AFHYJ#:BZ]>:CFHUJ M:B&E->>0,MG:5R=:, SE=S.6>^4HLLV*W25'L5*P7NVE@09QN#[I\==1-W*VT_5-_X]'AR7>T4PO5:%1S4,U%-0_52%0+4"VDM&:1UP':OC*-U_W0 M0Y>OO^G[.KK\2*NT[=]=?IVNUU?I$Q: M"QI-W:*_VQ=CU=31!8]F9*+1+4+U6Q4M'MW1,P8:YD,U$]4L5+-1S:FT9ZJ'C?;JH9J/:@&&JA936G#'VI[PL MSN\]=9!/^TS1#B#R# .O?VMH]VBG;PZ]>S]Z1F!OB$YF]*3)[5V3VMLCL M?9'9&R.S=T9F;XW,WAOYOQ$!'-01P,'PVX\+#L@XTPVJ&:AFHI]%:C:J..CF MHI]':CZ]!:@64EJS^NMHWT!]'^;OX9M#U1 ??3MGT-PLO5&OR-&3!IH(1#4+MU6Q4;/N].@"1^\"C6H6]MFHYJ":BVH>]OFH%J!:2&G-_]]3@0 U-=*ZZ'_SFI*R-MJ.:#T0U]5,5+-0S48U!]5<5/-0S4>U-5"2FO. '5D<'!!5 LX*H9]":-MB6H6]MFHYJ":BVH>]OFH%J!:2&G-ZJ^S@@/U-2AO]LXQ[FYRGZSS+(^64[FY MWSH9H.%!5#-0S:RTQJGW47\\MBEL5]7U"\;O9MMRTYO#R_,%C2Z=R[V[:D MWNN/FHMYI8L 1/0;UNR=WYY>:]DT+!DQ>&28?N2@e\;]-[%PSKS-E1GWMS_MY?6FM1<2VE3*R[;R4(_UV/)-0/53%2S4,T>MD3A+H>'!>B@W.JHYJ&<CVH! MJH64UIQ ZF3=4)VL>W(":9DSCHKOMC&A\Y25LMB??UP.M.1L=G(-J+JIYJ.:C6H!J(:4U)X$ZB3=4J_%:CX5I?Z@OQ:X\:*;N\.CJ1L-U_MJ&:BFH5]-JHYJ.:BFH=]/JH%]'I926G.JJ"-XP\&W'S0;HD$Z5#-0S40U"]5L_M5'-0S44U#]5\5 M0+:2T9O770;JA,IXG31UN0-[&94VN.=\.X\.5XT&XM M5+-1S4$U%\4\5/1-+4"UD-*:$TB=Q1NJLWC?MJ'1\2*=ZC$]H,":%X/U8Q*>^,JO&B%JK9J.:@FHMJ'JKYJ!:@6DAIS3*O:"WN/:JFXE7.)_N9]_^3LX'%3?V/K+8\[^ANW M?/RL\]^O5M&=D%/(7;S,M+FXE5WU3L_E6R:.[V:[7_)D)7?B3[1/29XGB_+'_MF8BF(BT6D'^_39)\^TO1P4.2?BY7Y_H_4$L#!!0 (#E%,5EJQ#.8<@0 M_+(4 9 >&PO=V]R:W-H965TLK_FXH><RCRDL2I'#ASI+97KBO#.21,O@"4GPSY2)A"H=BYL]% M_#8OQ1GDL^I[7=A.6IB68)D3-@:1H11*>JKDDD$Y@0IY@ MH2 9@R"!=TE\SV^22!+.) FIPO=CG2#D8Y2B/5]*EP[HO]8&7$,W(JWDG D@M^)B$"^O0XY+%)(ZF0";(XZ)!/MZ"8E$L+\@G\IP'|NW>^/R.CSX0-P.1Q05] M?2U\]5V%XFB*;I@+<9,)X;\A1(_<9_P^:WX5]B.[/?4M "[.2CDU?C$U-IX5 M$25NE.I6'60WOX40S:DQ#RSA!&6F! 8O>-O%#.I=984DX&Y858]^?9%h\<= MYH\A7B5\AMNLQM5UZDHN6 @#QZ2/6(S$_/47VO9^JR)!)K =\"9JE!$T;^O#/ MI9%Z8PPA>D_B]}4#\8L9FD(5;!DSEK&F2ZWJV&OM$^!4K:,Y&\5XT&XM M5+-1S4$U%\4\5/1-+4"UD-*:$TB=Q1NJLWC?MJ'1\2*=ZC$]H,":%X/U8Q*>^,JO&B%JK9J.:@FHMJ'JKYJ!:@6DAIS3*O:"WN/:JFXE7.)_N9]_^3LX'%3?V/K+8\[^ANW M?/RL\]^O5M&=D%/(7;S,M+FXE5WU3L_E6R:.[V:[7_)D)7?B3[1/29XGB_+'_MF8BF(BT6D'^_39)\^TO1P4.2?BY7Y_H_4$L#!!0 (#E%,5EJQ#.8<@0 M_+(4 9 >&PO=V]R:W-H965TLK_FXH><RCRDL2I'#ASI+97KBO#.21,O@"4GPSY2)A"H=BYL]% M_#8OQ1GDL^I[7=A.6IB68)D3-@:1H11*>JKDDD$Y@0IY@ MH2 9@R"!=TE\SV^22!+.) FIPO=CG2#D8Y2B/5]*EP[HO]8&7$,W(JWDG D@M^)B$"^O0XY+%)(ZF0";(XZ)!/MZ"8E$L+\@G\IP'|NW>^/R.CSX0-P.1Q05] M?2U\]5V%XFB*;I@+<9,)X;\A1(_<9_P^:WX5]B.[/?4M "[.2CDU?C$U-IX5 M$25NE.I6'60WOX40S:DQ#RSA!&6F! 8O>-O%#.I=984DX&Y858]^?9%h\<= MYH\A7B5\AMNLQM5UZDHN6 @#QZ2/6(S$_/47VO9^JR)!)K =\"9JE!$T;^O#/ MI9%Z8PPA>D_B]}4#\8L9FD(5;!DSEK&F2ZWJV&OM$^!4K:,Y&\5XT&XM M5+-1S4$U%\4\5/1-+4"UD-*:$TB=Q1NJLWC?MJ'1\2*=ZC$]H,":%X/U8Q*>^,JO&B%JK9J.:@FHMJ'JKYJ!:@6DAIS3*O:"WN/:JFXE7.)_N9]_^3LX'%3?V/K+8\[^ANW M?/RL\]^O5M&=D%/(7;S,M+FXE5WU3L_E6R:.[V:[7_)D)7?B3[1/29XGB_+'_MF8BF(BT6D'^_39)\^TO1P4.2?BY7Y_H_4$L#!!0 (#E%,5EJQ#.8<@0 M_+(4 9 >&PO=V]R:W-H965TLK_FXH><RCRDL2I'#ASI+97KBO#.21,O@"4GPSY2)A"H=BYL]% M_#8OQ1GDL^I[7=A.6IB68)D3-@:1H11*>JKDDD$Y@0IY@ MH2 9@R"!=TE\SV^22!+.) FIPO=CG2#D8Y2B/5]*EP[HO]8&7$,W(JWDG D@M^)B$"^O0XY+%)(ZF0";(XZ)!/MZ"8E$L+\@G\IP'|NW>^/R.CSX0-P.1Q05] M?2U\]5V%XFB*;I@+<9,)X;\A1(_<9_P^:WX5]B.[/?4M "[.2CDU?C$U-IX5 M$25NE.I6'60WOX40S:DQ#RSA!&6F! 8O>-O%#.I=984DX&Y858]^?9%h\<= MYH\A7B5\AMNLQM5UZDHN6 @#QZ2/6(S$_/47VO9^JR)!)K =\"9JE!$T;^O#/ MI9%Z8PPA>D_B]}4#\8L9FD(5;!DSEK&F2ZWJV&O M

<9\)W(%Z:5)E7HVY1CZA+6NW&D_HFVQ2UTADJ+4"E MS5%I(2IM@46KB_XF.NY3W/O#P\KW)?/&-S;9PRN,(6[*XDV9XHL6&_L:Q8/06J3VXYK1F$E3 'Y? M"]$/7TP%U?M*5W\#4$L#!!0 (#E%;5G-6\,P(D $0J 9 >&PO M=V]R:W-H965T9$:51'W;L3WC M6!^6YJ;O)$W[<,<^0!0DH2$)!@ EZ]]W%R ITJ(9^UYT)I5%80\6V+. +LR2O M#D)^5SO&'D,@TA=_W9:QY?MMO)W+*2J)6(6P2\, (4,JX:O:Z<>M=+!KT.&I@1?W)V4(6_"2YE)<1W M_+)87S O MOM:[Z\,X0=9L0Y_?Q&'>Y8N:(!XO@B4^3\YV+'#?H/XB=(B3(W!@Y'!]I,^ MIAM1,!AWGC'HI@;=)P9=[QF#7FK0>ZE!/S7H/S7H/F,P2 T&+S48I@;#ERYZ ME!J,7CK#.#48O]3@(C6X>*D!.#&-G*%DVX;<\&5" ;VYDN))(X'//S#D,[8 M TUXA/GO54OXE8.=OKD38<@U$%XK0J,UN1.1YM&613YGBKR:,$UYH,CO5$]* M3'Y/?
OUEW!OV/Q >D4\"(#DZ]JMP14$;/OIM%,[;?>9:7OD$TRT4V0:K=FZ-MPGY>;W_Q,_M%O;W7K0%HPQ[F&]G--O)CMQ9QPOP6Z8R;I-OI=BL07*]-L7\BZ-5A76M![K*XM;I-
'/OQIO%"X+=\VRP:V"6]3"WL03.>'51+W&QER=US^#V_J>D_L_M2FD) M!]_*SS^.)'[U)=C")=C2$5@I/_IY?O3KT&_NX_+W:6"20[)M$E MY)&P1Y"=BE6E M12W@:]/")=C$)=C4@@T-
&$KK_4VOT^E1=G MPQ8NU[AT!%9BWB!GW]"6>?_F/Q*^]JMR9J&T(!4:;>/M1BO)9M+L(E+L*E+_ML)E+L+E+L'N78 N78.O!>?9US'IY^I5/(LO)/JPE^80I7_+8]+]B0WQ0'R@W
MB&82>AAJ^V*HO'Y >5B9_+7XKTT EV 3EV!3EV SEV#S^@_\$>>A&]XM(93 M%&N9WE%_N.90*[YFTESBJA3Q@O31=L,$33AQ_V:^_6.@3<.81D?H4[K>Z(," MPFR85$VR2C0,A.XS2@>^]9K
3/SW)]9'%+G7:BE95P7')A(5+L*4CL%)5&N55:51_]JE M3"VRG="Q6=A9OFZ2/0V22NE7"_O:8C3Z:\'__D- XIWN/*Z%[#]%]@US)]?,,TP;"*Z7:RW])O3= ? M?!"LX](: =4F],(& 63@%B/$
M0T94C/.NCH8WFM$0*O0[?CXYK#Y N8WL !P3Y1?ZX>4QYOA0$V:$;DSD?@0H MC6^XB&,A=1)Q?33"&_P /^#L2*YG@(76&#H?&!E J2.0Y##CL,VIQ=R10]"
M;,\DHO((/&&)%+!$&U34O5D"9(%ID3]VP&JZ@20[]WSBJ MO87:%!!OE,$^O,I5F:_1G!DQE9CNT'XK.))8B=AX?&VH<11S.0+H=.3IE$EW MSYYT/O*FLHH ! YO6B+K<3!#! 7?
OT,*)Z5S[E\]J^!807&^1++G)K2;N&.P M-E,WQ7?D! S"A$TB1OKIHT,"5S+.J7;R]A9Y1M4]@3N 23-AZ>EC.,&3M?"_]A^H.F>&\(R^&11L?SDB8K!63&H$)LD (+E_@(F
M'LUV+&3E$104548XP$4\5[>2L3(5%I_ASDW@^5;T<+3'$WWH@W9I$!C16K MNA]Q5RO&7GL#SB78U"78S"78W"78O4NPA4NPI2.P4EOA=4[OOG3JGP/NJ-PR
M*\]L[3OU%BOXKK>H!WUMF^P4;>(4,>H4,>84;>X4[=XIVB)%*]WE&XX&9_<^ MEJZFM?QO%UX# R6Z:\=XCU/Z,:LP_'\:OYJXZUYH>_)]3OO&PO=V]R:W-
H965TXBT=E&C;B^]O7#@@$JOB3&V'M-(^_Y &:MH-EZ '^[^][L#'Y.= M5 \Z033P)-),3YW$F/S<=764H&"Z)W/,:&A,')W (+NB$*=3U
MXV]AERK3E,=ORN.7D0;_61ZX_TH6,#2%=")72N(70[_E!=_Q1$W^T-_X"%97V0$L1C&*99E6#HX)WX591 M@E:=1UYYO2]UVVHBMA]?,[7AF884U^3I];T9D&I
M\E8Y%]7(7RA5O@N":K;@,:DNBI(*C62%S(G273D/JE)2DE9 RGG0[73B(^=. M^..A6.97N;]\6;$4:N0/F!!G;Q_3D1_&:WW/RDV*E((\NI/7WY:%NGSEV?O) MFY.3SMWYY7[\S #G?N
4[1T@>M'1%ZIL4$P^/DS^.7%,NK\K;8:?:B%+/,5H M@X,)@5HBW& MR+"$]l9\":2>$2/7#P]'MP0 2 MZ^1.%-+DMAGI[VD]? _8]. @X[POV/5M8#PLB5)4BBO=,8-\ 'DU>W:=:D=
MSB59A]V>WQ+,32>9%C*ELDD3^IO0>,A!!G8DFR_@KHHR-%"I(M>_E)%Y(8CQ ML&'4#2T[HYS?P-OC;[:CO% M^K#4TQ&F#[5"KR7-V,KT5UEC %,/<752EGS]GK.YR*F=_,$)OT.RX7F+0K(?
M.AN4RDP']/2]>RH5FVU'ODM2WM*5VI33*L,]=X_0\[]=YSD55!*^;5K7_DM> MY2<[COK/9=F\5?8-.SW61X*7;K)W#";C8S!Y%#4Y. :3R1&8[#_;6_PD]%1
M+&3X(DT&]7%MZTRXPN6IE0\!AJ>46F M^H_5'7T]/J4967)UVX COVU-JBE;YDDSZAH6HA[5MC_!L*X.?;K7$RD=$?3 M2=V5\ZEI>KJAL]87$/:1*W.Y$8QC.3<"&)8'BNT3A&5B>&CWM_L*-8?
20$3;8T-P6BP^0"X99K>]9!;G49 M)71;! ,R(\ !X;"]W:W)K8F]O:RYX;6S%FDUOVS@00A*H5/VD+7U-M8;<-Z@)[T[0!VB2(@^QO04LCFPA%NB05M_GU.Y3B-;5!!GMA=+)%T?33B)O' M4GJ_T^9^1?
4]^]E(91?)QKGMR61BRPTTW/ZIMZ#P3*U-PQT>FO7$;@WPRFX-M7",GV70ZGS1C:Y\CX %BY/VJ=/A?2@3GC#KX8W6Z%6OMF\"HF MP65T<=A_]D$\,?\GC+]N10EGNFP;4*Z/HP'I 97=B*U-F.(-
+))/^@&,OQ[\ M@XNJOS;'4$&DS(G $^;BZO!BH]@*E(6*X3>KI;B0HV(?N>2]!!9 9@1D-B+D MWUD F1.0^2B02X^#/PT@"P*R&!%R$,D9 3D;$$U(/(.<$Y'Q,R"* ?$_ OAD3 M.ZM4*!M>QI"X8'D,\
(R'=Q(3]R*RS3-;LV M8+']@78IUD]$R7O*9?-I!M>8@W3XR'NC;#W(1RIFLBN.>?"L#LN6V#?@=-O6 M^+SH;(A'22;-.)D+A4B=]? >-Z)MV+E0>(RSA!"14DP:V3%+D#CQ"OS<37;8 M&3@N9
A)*2;.]C//UJ<l;$EE*T13L#@!E.:22-[Y2]N\/X..QQED#2R0I9. ME_?'F%FZ_Q@2[:K%/)1\D@CV^,2V_VF.0]?@\&>Q@V$9)0QTLC*N!'KC3O6
M]7%K@9U:B_/U+A=WPG"#;$PY(XTL#;RIG7!=DNOP.#L[S": .64P*C)*&5ED M92S;E84?+59BGQ_^DX\S2A=99%U@A85]KQ;PRN,&COUHW?]S!D9N3")[QR M6C"83V>4-[+
(WGC!O.P(%\=RV!4IV3G/%E6'?GF).@HQ*0/ED0UT^M03?_GA ML^L]V>_#>_HZQ*0,E$EMGSA]/$*, M2D%Y9 4 .,#&].R.ZX=03A[MW!:6@(K*"R*0Y&.8%!: BLH*6AUA>;?^UY,T^_MK"$FI:
BLH)>GFAVXRG$I!141%;0[R:.3P,^'.8%^4 FLG\(1I8.*"G]%)'U M0\^'PQE<0>FGB*P?&C-*%-0^BDBZX?&#!_+%)2!BE$70?,0DS)0.>8NVV#7 M8$89:/,:^VPOSN!FE(%F_?
L*^Y<4*]AQP5==XE]8+"^Y+*\\Q_]\Y1BYG= MZU;*3UAVI;YI7NW?>=B_K_'A'U!+ P04 " Y16U9H9?JE,D! "@'@ M&@ 'AL+U]R96QS+W=O/@@*FC1NNWB\7%FU_:)EV6_#EVSW#7K&'0RF8;^
MYXSJ9?9SYFAQ[N)?)K:KU7897]OEYR$>\R^#PU?;[!(FQER-9DV_CGE>A=/^ M?CJ%ZT'&E\G5Z.UC7O5O'U*%TD$*05H^R"#(R@BOJK01Z*^]M
M!'HKZJT$>BOJK01Z*^]M!'HKZJT$>BOJK01Z&^!M!'H;ZFT$>AOJ;01ZVV"S MA$!O0[V-0&]#O8U,;T.]C4!O0[V-0&]#O8U,;T.]C4!O1[V=0&]'O9U,;T>]
MG4!O1[V=0&\?;'83Z.VHMQ/H[;BW$^CMJ+<3Z.VHMQ/H[;BW$^A=HJXU@=XU MZEW_IJXIG_UW M7VSI:#)^VUGRO6U5UGZ2+$.P#XSY;$F5]JFQ5.>1N7&5#0'1+9C5V4HOB(G!
M8.0R4P>J0S\T 9+I^(GF>EV&WO.VOO:%J2>)HI(GON[,:N__CG:W-*% 4QG[5_H*>?4$L! M A0#% @ .45M60=!36*! L0 ! (! &1O M8U!R;W!S+V%P<"YX;6O02P$"% .4 " Y16U91>65<.X K @ $0
M @ &O 9&]C4')O<',O8V!R92YX;6O02P$"% .4 " Y M16U9F5R<(O & "<)P $P @ ', 0 >&PO=&AE;64O=&AE M;64Q+GAM;%!+ 0(4 Q0 (#E%;5G]+Y+OQ@4 .4> 8 M " @0T(
!X;"]W;W)K&PO=V]R:W-H965T M&UL4$L! A0#% @ .45M67 .)=_ O @ ?PD !@ M ("!TA, 'AL+W=O@#L# !="P M& @(%W&P >&PO=V]R:W-H965T&UL4$L! M A0#% @ .45M65DMIK]D"P <68
!@ ("!Z!X 'AL M+W=O M+0 >&PO=V]R:W-H965T&UL4$L! A0#% @ .45M6?3-ML>%S# AA\ !@ ("!@C0 'AL+W=O&UL4$L! A0#% @ M.45M611)1Y!2 @ 1P8 !D ("!M4< 'AL+W=O!0 !X,"]W
M;W)K&UL4$L! A0#% @ .45M65]6?& (P MN@8 !D ("!-%0 'AL+W=O&PO=V]R:W-H965TE= !X,"]W;W)K&UL4$L! A0#% @ .45M6>FO00DF" Y!4 !D M ("!$F('AL+W=O&PO=V]R:W-H
M965T&UL4$L! M A0#% @ .45M66F%=]BU"P 9!P !D ("!&G< 'AL M+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ .45M M6;>237RH!@ '1, !D ("!6HH 'AL+W=O$" :!P &0 M @($YD0
>&PO=V]R:W-H965T&UL4$L! A0#% @ .45M6>RN:Y/U @ U08 M !D ("!BY< 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ .45M679HRY4+! 80L !D M ("!/0 'AL+W=O&PO=V]R:W-H965T
M&UL4$L! A0# M% @ .45M64C6]AM(@ IP4 !D ("!RL, 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ .45M62FK M 5"E P 61$!D ("!O&PO=V]R:W-H965T&UL4$L! A0#% @
.45M6=T&V=!3" NU\ !D M ("!=>8 'AL+W=O& &0 @('_[@ >&PO M=V]R:W-H965T&UL4$L! A0#% @ .45M69&@T"[< P 41$!D ("! M^_< 'AL+W=O&PO=V]R:W-H965TTPD /)0 9 M " @=P
0!X;"]W;W)K&UL4$L! A0#% M @ .45M60 DHYH&PO=V]R:W-H965T&UL4$L! A0#% @ .45M6<@&PO=V]R:W-H965T&UL4$L! A0#% @ .45M6&PO=V]R M:W-H965T : M " 20Y 0!X;"]? 3 " 24[
0!; H0V]N=&5N=%]4>7!E&UL4$L%!@ [#L %! !D]-0 $! end XML 63 Show.js IDEA: XBRL DOCUMENT // Edgar(tm) Renderer was created by staff of the U.S. Securities and Exchange
Commission. Data and content created by government employees within the scope of their employment are not subject to domestic copyright protection. 17 U.S.C. 105. var Show=
{};Show.LastAR=null,Show.showAR=function(a,r,w){if(Show.LastAR)Show.hideAR();var e=a;while(e&&e.nodeName!='TABLE')e=e.nextSibling;if(!e||e.nodeName!='TABLE'){var ref=
((window)?w.document:document).getElementById(r);if(ref){e=ref.cloneNode(!0); e.removeAttribute('id');a.parentNode.appendChild(e)}}
if(e)e.style.display='block';Show.LastAR=e};Show.hideAR=function(){Show.LastAR.style.display='none';Show.toggleNext=function(a){var
e=a;while(e.nodeName!='DIV')e=e.nextSibling;if(!e.style){}else if(!e.style.display){}else{var d,p;if(e.style.display=='none'){d='block';p=''}else{d='none';p='+'}
e.style.display=d;if(a.textContent){a.textContent=p+a.textContent.substring(1)}else{a.innerText=p+a.innerText.substring(1)}}} XML 64 report.css IDEA: XBRL DOCUMENT /* Updated 2009-
11-04 */ /* v2.2.0.24 */ /* Def Ref Styles */ .report table.authRefData{ background-color: #def; border: 2px solid #2F4497; font-size: 1em; position: absolute; } .report table.authRefData a{
display: block; font-weight: bold; } .report table.authRefData p { margin-top: 0px; } .report table.authRefData .hide { background-color: #2F4497; padding: 1px 3px 0px 0px; text-align: right; }
.report table.authRefData .hide a:hover { background-color: #2F4497; } .report table.authRefData .body { height: 150px; overflow: auto; width: 400px; } .report table.authRefData table{ font-
size: 1em; } /* Report Styles */ .pl a, .pl a:visited { color: black; text-decoration: none; } /* table */ .report { background-color: white; border: 2px solid #acf; clear: both; color: black; font:
normal 8pt Helvetica, Arial, san-serif; margin-bottom: 2em; } .report hr { border: 1px solid #acf; } /* Top labels */ .report th { background-color: #acf; color: black; font-weight: bold; text-align:
center; } .report th.void { background-color: transparent; color: #000000; font: bold 10pt Helvetica, Arial, san-serif; text-align: left; } .report .pl { text-align: left; vertical-align: top; white-space:
normal; width: 200px; white-space: normal; /* word-wrap: break-word; */ } .report td.pl a.a { cursor: pointer; display: block; width: 200px; overflow: hidden; } .report td.pl div.a { width: 200px;
} .report td.pl a:hover { background-color: #ffc; } /* Header rows... */ .report tr.rh { background-color: #acf; color: black; font-weight: bold; } /* Calendars... */ .report .rc { background-color:
#f0f0f0; } /* Even rows... */ .report .re, .report .reu { background-color: #def; } .report .reu td { border-bottom: 1px solid black; } /* Odd rows... */ .report .ro, .report .rou { background-color:
white; } .report .rou td { border-bottom: 1px solid black; } .report .rou table td, .report .reu table td { border-bottom: 0px solid black; } /* styles for footnote marker */ .report .fn { white-space:
nowrap; } /* styles for numeric types */ .report .num, .report .nump { text-align: right; white-space: nowrap; } .report .nump { padding-left: 2em; } .report .nump { padding: 0px 0.4em 0px 2em;
} /* styles for text types */ .report .text { text-align: left; white-space: normal; } .report .text .big { margin-bottom: 1em; width: 17em; } .report .text .more { display: none; } .report .text .note {
font-style: italic; font-weight: bold; } .report .text .small { width: 10em; } .report sup { font-style: italic; } .report .outerFootnotes { font-size: 1em; } XML 66 FilingSummary.xml IDEA: XBRL
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thousands, except per share and contractual life data). (Details) Sheet
http://vivani.com/role/AsummaryofwarrantactivityfortheninemonthsendedSeptember302024ispresentedbelowinthousandsexceptpershareandcontractuallifedataDetails A summary of warrant
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Disclosure - A summary of warrant activity for the nine months ended September 30, 2024 is presented below (in thousands, except per share and contractual life data). 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Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r44", "r511"] }, "us-gaap_AccruedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://vivani.com/role/BalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://vivani.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accrued expenses", "label": "Accrued Liabilities, Current", "documentation": "Carrying value as of the balance sheet date of obligations incurred and payable, pertaining to costs that are statutory in nature, are incurred on contractual obligations, or accumulate over time and for which invoices have not yet been received or will not be rendered. Examples include taxes, interest, rent and utilities. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r46"] }, "us-gaap_AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipment": { "xbrltype": "monetaryItemType",

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Excludes net income (loss), and accumulated changes in equity from transactions resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r1", "r8", "r16", "r302", "r305", "r354", "r397", "r398", "r546", "r547", "r548", "r553", "r554", "r555", "r556"] }, "us-gaap_AdditionalPaidInCapital": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapital", "crdr": "credit", "calculation": { "http://vivani.com/role/BalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://vivani.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Additional paid-in capital", "label": "Additional Paid-in Capital", "documentation": "Amount of excess of issue price over par or stated value of stock and from other transaction involving stock or stockholder. Includes, but is not limited to, additional paid-in capital (APIC) for common and preferred stock." } } }, "auth_ref": ["r55", "r511", "r637"] }, "us-gaap_AdditionalPaidInCapitalMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdditionalPaidInCapitalMember", "presentation": ["http://vivani.com/role/CondensedConsolidatedStatementsofStockholdersEquityunauditedParentheticals", "http://vivani.com/role/StatementsOfStockholdersEquity"], "lang": { "en-us": { "role": { "label": "Additional Paid-in Capital [Member]", "terseLabel": "Additional Paid-in Capital [Member]", "documentation": "Excess of issue price over par or stated value of the entity's capital stock and amounts received from other transactions involving the entity's stock or stockholders." } } }, "auth_ref": ["r410", "r553", "r554", "r555", "r556", "r608", "r638"] }, "us-gaap_AdjustmentsNoncashItemsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsNoncashItemsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": ["http://vivani.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Adjustments, Noncash Items, to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract]", "terseLabel": "Adjustments to reconcile net loss to net cash used in operating activities:" } } }, "auth_ref": [] }, "vani_AdjustmentsToAdditionalPaidInCapitalCommonStockAndWarrantsIssuedInConnectionWithAtMarketOfferingIssuanceCosts": { "xbrltype": "monetaryItemType", "nsuri": "http://vivani.com/20240930", "localname": "AdjustmentsToAdditionalPaidInCapitalCommonStockAndWarrantsIssuedInConnectionWithAtMarketOfferingIssuanceCosts", "crdr": "debit", "presentation": ["http://vivani.com/role/CondensedConsolidatedStatementsofStockholdersEquityunauditedParentheticals"], "lang": { "en-us": { "role": { "label": "Adjustments to Additional Paid in Capital, Common Stock and Warrants Issued in Connection with At-Market Offering, Issuance Costs", "terseLabel": "Issuance of common stock in connection with At-the-Market offering, issuance costs", "documentation": "The amount of decrease in additional paid in capital (APIC) resulting from direct costs associated with issuing common stock and warrants in connection with at-the-market offering. 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Includes, but is not limited to, legal and accounting fees and direct costs associated with stock issues under a shelf registration." } } }, "auth_ref": [] }, "us-gaap_AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AdjustmentsToAdditionalPaidInCapitalSharebasedCompensationRequisiteServicePeriodRecognitionValue", "crdr": "credit", "presentation": ["http://vivani.com/role/StatementsOfStockholdersEquity"], "lang": { "en-us": { "role": { "label": "Stock-based compensation expense", "documentation": "Amount of increase to additional paid-in capital (APIC) for recognition of cost for award under share-based payment arrangement." } } }, "auth_ref": ["r38", "r39", "r248"] }, "vani_AlamedaCAMember": { "xbrltype": "domainItemType", "nsuri": "http://vivani.com/20240930", "localname": "AlamedaCAMember", "presentation": ["http://vivani.com/role/RightofuseAssetsandOperatingLeaseLiabilitiesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Alameda CA [Member]" } } }, "auth_ref": [] }, "ecd_AllIndividualsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AllIndividualsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "All Individuals [Member]" } } }, "auth_ref": ["r527", "r528", "r529", "r531", "r532", "r533", "r536"] }, "ecd_AllTradingArrangementsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "AllTradingArrangementsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "All Trading Arrangements [Member]" } } }, "auth_ref": ["r534"] }, "us-gaap_AllocatedShareBasedCompensationExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AllocatedShareBasedCompensationExpense", "crdr": "debit", "presentation": ["http://vivani.com/role/FollowingTableSummarizesTotalStock-basedCompensationExpenseForStockOptionsAndRsusWhichIsIncludedInStatementsOfOperationsInThousandsDetails", "http://vivani.com/role/Stock-basedCompensationDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Allocated share-based compensation expense", "terseLabel": "Stock-based compensation expense recognized", "documentation": "Amount of expense for award under share-based payment arrangement. Excludes amount capitalized." } } }, "auth_ref": ["r277", "r282"] }, "dei_AmendmentFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "AmendmentFlag", "presentation": ["http://vivani.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Amendment Flag", "documentation": "Boolean flag that is true when the XBRL content amends previously-filed or accepted submission." } } }, "auth_ref": [] }, "vani_AmountAgreedToPayByRelatedParty": { "xbrltype": "monetaryItemType", "nsuri": "http://vivani.com/20240930", "localname": "AmountAgreedToPayByRelatedParty", "crdr": "debit", "presentation": ["http://vivani.com/role/OrganizationAndBusinessOperationsDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "The amount which has agreed to pay by related party upon agreement.", "terseLabel": "Amount agreed to pay by related party", "label": "Amount Agreed to Pay by Related Party" } } }, "auth_ref": [] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareAmount", "presentation": ["http://vivani.com/role/NetLossPerShareDetails1"], "lang": { "en-us": { "role": { "label": "Total", "totalLabel": "Total", "documentation": "Securities (including those issuable pursuant to contingent stock agreements) that could potentially dilute basic earnings per share (EPS) or earnings per unit (EPU) in the future that were not included in the computation of diluted EPS or EPU because to do so would increase EPS or EPU amounts or decrease loss per share or unit amounts for the period presented." } } }, "auth_ref": ["r153"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareByAntidilutiveSecuritiesAxis", "presentation": ["http://vivani.com/role/NetLossPerShareDetails1"], "lang": { "en-us": { "role": { "label": "Antidilutive Securities [Axis]", "documentation": "Information by type of antidilutive security." } } }, "auth_ref": ["r21"] }, "us-gaap_AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareLineItems", "presentation": ["http://vivani.com/role/NetLossPerShareDetails1"], "lang": { "en-us": { "role": { "label": "Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Basis of presentation describes the underlying basis used to prepare the financial statements (for example, US Generally Accepted Accounting Principles, Other Comprehensive Basis of Accounting, IFRS). Accounting policies describe all significant accounting policies of the reporting entity." } } }, "auth_ref": ["r69"] }, "vani_BiopharmDivisionMember": { "xbrltype": "domainItemType", "nsuri": "http://vivani.com/20240930", "localname": "BiopharmDivisionMember", "presentation": ["http://vivani.com/role/BasisOfPresentationAndSignificantAccountingPoliciesDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "The element represents biopharm division member.", "label": "Biopharm Division [Member]" } } }, "auth_ref": [] }, "us-gaap_CashAndCashEquivalentsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsAbstract", "lang": { "en-us": { "role": { "label": "Cash and Cash Equivalents [Abstract]" } } }, "auth_ref": [] }, "us-gaap_CashAndCashEquivalentsAtCarryingValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsAtCarryingValue", "crdr": "debit", "calculation": { "http://vivani.com/role/BalanceSheets": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 0.0 } }, "presentation": ["http://vivani.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Cash and cash equivalents", "label": "Cash and Cash Equivalents, at Carrying Value", "documentation": "Amount of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Excludes cash and cash equivalents within disposal group and discontinued operation." } } }, "auth_ref": ["r19", "r104", "r476"] }, "us-gaap_CashAndCashEquivalentsAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsAxis", "presentation": ["http://vivani.com/role/FollowingTableSummarizesAssetsMeasuredAtFairValueOnRecurringBasisByLevelWithinFairValueHierarchyInThousandsDetails"], "lang": { "en-us": { "role": { "label": "Cash and Cash Equivalents [Axis]", "documentation": "Information by type of cash and cash equivalent balance." } } }, "auth_ref": ["r104"] }, "us-gaap_CashAndCashEquivalentsDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsDisclosureTextBlock", "presentation": ["http://vivani.com/role/ConcentrationOfRisk"], "lang": { "en-us": { "role": { "label": "Concentration of Risk", "documentation": "The entire disclosure for cash and cash equivalent footnotes, which may include the types of deposits and money market instruments, applicable carrying amounts, restricted amounts and compensating balance arrangements. Cash

and equivalents include: (1) currency on hand (2) demand deposits with banks or financial institutions (3) other kinds of accounts that have the general characteristics of demand deposits (4) short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. Generally, only investments maturing within three months from the date of acquisition qualify." } } }, "auth_ref": ["r104", "r380"] }, "us-gaap_CashAndCashEquivalentsFairValueDisclosure": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAndCashEquivalentsFairValueDisclosure", "crdr": "debit", "presentation": ["http://vivani.com/role/FollowingTableSummarizesAssetsMeasuredAtFairValueOnRecurringBasisByLevelWithinFairValueHierarchyInThousandsDetails"], "lang": { "en-us": { "role": { "label": "Money market funds", "documentation": "Fair value portion of currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } } }, "auth_ref": ["r609", "r610"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsIncludingDisposalGroupAndDiscontinuedOperations", "crdr": "debit", "presentation": ["http://vivani.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "periodStartLabel": "Balance at beginning of period", "periodEndLabel": "Balance at end of period", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Including Disposal Group and Discontinued Operations", "documentation": "Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including, but not limited to, disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } } }, "auth_ref": ["r19", "r66", "r125"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "crdr": "debit", "calculation": { "http://vivani.com/role/StatementsOfCashFlows": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://vivani.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect", "totalLabel": "Net decrease", "documentation": "Amount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } } }, "auth_ref": ["r0", "r66"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffectAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffectAbstract", "presentation": ["http://vivani.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Cash, cash equivalents and restricted cash:", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect [Abstract]" } } }, "auth_ref": [] }, "us-gaap_CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashFlowNoncashInvestingAndFinancingActivitiesDisclosureAbstract", "presentation": ["http://vivani.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Non-cash investing and financing activities:", "label": "Cash Flow, Noncash Investing and Financing Activities Disclosure [Abstract]" } } }, "auth_ref": [] }, "vani_CashPaidForOperatingLeaseLiabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://vivani.com/20240930", "localname": "CashPaidForOperatingLeaseLiabilities", "crdr": "credit", "presentation": ["http://vivani.com/role/RightofuseAssetsandOperatingLeaseLiabilitiesDetails2"], "lang": { "en-us": { "role": { "documentation": "The element represents cash paid for operating lease liabilities.", "label": "Cash paid for operating lease liabilities" } } }, "auth_ref": [] }, "us-gaap_CertificatesOfDepositMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CertificatesOfDepositMember", "presentation": ["http://vivani.com/role/FollowingTableSummarizesAssetsMeasuredAtFairValueOnRecurringBasisByLevelWithinFairValueHierarchyInThousandsDetails"], "lang": { "en-us": { "role": { "label": "Certificates of Deposit [Member]", "documentation": "Short to medium-term investment available at banks and savings and loan institutions where a customer agrees to lend money to the institution for a certain amount of time and is paid a predetermined rate of interest. Certificates of deposit (CD) are typically Federal Deposit Insurance Corporation (FDIC) insured." } } }, "auth_ref": ["r7", "r517", "r518", "r519", "r520"] }, "dei_CityAreaCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CityAreaCode", "presentation": ["http://vivani.com/role/Cover"], "lang": { "en-us": { "role": { "label": "City Area Code", "documentation": "Area code of city" } } }, "auth_ref": [] }, "us-gaap_ClassOfStockLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfStockLineItems", "presentation": ["http://vivani.com/role/EquitySecuritiesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Class of Stock [Line Items]", "terseLabel": "Equity Securities", "documentation": "Line items represent financial concepts included in a table. 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Warrants and rights represent derivative securities that give the holder the right to purchase securities (usually equity) from the issuer at a specific price within a certain time frame. Warrants are often included in a new debt issue to entice investors by a higher return potential. The main difference between warrants and call options is that warrants are issued and guaranteed by the company, whereas options are exchange instruments and are not issued by the company. Also, the lifetime of a warrant is often measured in years, while the lifetime of a typical option is measured in months." } } }, "auth_ref": [] }, "vani_ClassOfWarrantOrRightExercisableNumber": { "xbrltype": "sharesItemType", "nsuri": "http://vivani.com/20240930", "localname": "ClassOfWarrantOrRightExercisableNumber", "presentation": ["http://vivani.com/role/Asummaryofwarrantactivityfortheninemonthsended September302024ispresentedbelowinthousandsexceptpershareandcontractuallifedataDetails"], "lang": { "en-us": { "role": { "documentation": "The number of share warrants exercisable that may be converted into shares under warrants agreement.", "terseLabel": "Number of Shares, Warrants exercisable at ending balance", "label": "Class of Warrant or Right, Exercisable, Number" } } }, "auth_ref": [] }, "vani_ClassOfWarrantOrRightExercisableWeightedAverageExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://vivani.com/20240930", "localname": 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These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByEachWarrantOrRight": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightNumberOfSecuritiesCalledByEachWarrantOrRight", "presentation": ["http://vivani.com/role/WarrantsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Class of Warrant or Right, Number of Securities Called by Each Warrant or Right", "terseLabel": "Number of securities called by each warrant", "documentation": "Number of securities into which each warrant or right may be converted. For example, but not limited to, each warrant may be converted into two shares." } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightNumberOfSecuritiesCalledByWarrantsOrRights", "presentation": ["http://vivani.com/role/EquitySecuritiesDetailsNarrative", "http://vivani.com/role/OrganizationAndBusinessOperationsDetailsNarrative", "http://vivani.com/role/WarrantsDetailsNarrative"], "lang": { "en-us": { "role": { "verboseLabel": "Number of warrants convertible", "label": "Class of Warrant or Right, Number of Securities Called by Warrants or Rights", "terseLabel": "Number of securities called by warrants", "documentation": "Number of securities into which the class of warrant or right may be converted. For example, but not limited to, 500,000 warrants may be converted into 1,000,000 shares." } } }, "auth_ref": ["r234"] }, "us-gaap_ClassOfWarrantOrRightOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightOutstanding", "presentation": ["http://vivani.com/role/Asummaryofwarrantactivityfortheninemonthsended September302024ispresentedbelowinthousandsexceptpershareandcontractuallifedataDetails", "http://vivani.com/role/WarrantsDetailsNarrative"], "lang": { "en-us": { "role": { "terseLabel": "Outstanding warrants", "label": "Class of Warrant or Right, Outstanding", "periodEndLabel": "Number of Shares, Warrants outstanding at ending balance", "periodStartLabel": "Number of Shares, Warrants outstanding at beginning balance", "documentation": "Number of warrants or rights outstanding." } } }, "auth_ref": [] }, "vani_ClassOfWarrantOrRightOutstandingIntrinsicValue": { "xbrltype": "monetaryItemType", "nsuri": "http://vivani.com/20240930", "localname":

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issued that give holder right to purchase security from issuer at specific price within certain time frame." } } }, "auth_ref": ["r35"] }, "vani_ClinicalAndRegulatoryExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://vivani.com/20240930", "localname": "ClinicalAndRegulatoryExpense", "crdr": "debit", "presentation": ["http://vivani.com/role/CommitmentsAndContingenciesDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "The element represents clinical and regulatory expense.", "label": "Clinical and regulatory expense" } } }, "auth_ref": [] }, "us-gaap_CommitmentsAndContingencies": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingencies", "crdr": "credit", "presentation": ["http://vivani.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "label": "Commitments and Contingencies", "terseLabel": "Commitments and contingencies (Note 12)", "documentation": "Represents the caption on the face of the balance sheet to indicate that the entity has entered into (1) purchase or supply arrangements that will require expending a portion of its resources to meet the terms thereof, and (2) is exposed to potential losses or, less frequently, gains, arising from (a) possible claims against a company's resources due to future performance under contract terms, and (b) possible losses or likely gains from uncertainties that will ultimately be resolved when one or more future events that are deemed likely to occur do occur or fail to occur." } } }, "auth_ref": ["r51", "r87", "r379", "r421"] }, "us-gaap_CommitmentsAndContingenciesDisclosureAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureAbstract", "lang": { "en-us": { "role": { "label": "Commitments and Contingencies [Abstract]" } } }, "auth_ref": [] }, "us-gaap_CommitmentsAndContingenciesDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": 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Stock, No Par Value", "verboseLabel": "Common stock, purchase price, per share", "terseLabel": "Common stock, par value (in dollars per share)", "documentation": "Face amount per share of no par value common stock." } } }, "auth_ref": ["r54"] }, "us-gaap_CommonStockParOrStatedValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockParOrStatedValuePerShare", "presentation": ["http://vivani.com/role/OrganizationAndBusinessOperationsDetailsNarrative", "http://vivani.com/role/WarrantsDetailsNarrative"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, par value (in dollars per share)", "label": "Common Stock, Par or Stated Value Per Share", "documentation": "Face amount or stated value per share of common stock." } } }, "auth_ref": ["r54"] }, "us-gaap_CommonStockSharesAuthorized": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesAuthorized", "presentation": 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These shares represent capital invested by the firm's shareholders and owners, and may be all or only a portion of the number of shares authorized. Shares issued include shares outstanding and shares held in the treasury." } } }, "auth_ref": ["r54"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://vivani.com/role/BalanceSheetsParenthetical", "http://vivani.com/role/EquitySecuritiesDetailsNarrative", "http://vivani.com/role/OrganizationAndBusinessOperationsDetailsNarrative", "http://vivani.com/role/StatementsOfStockholdersEquity"], "lang": { "en-us": { "role": { "periodEndLabel": "Ending balance (in shares)", "periodStartLabel": "Beginning balance (in shares)", "terseLabel": "Common stock, shares outstanding", "label": "Common Stock, Shares, Outstanding", "documentation": "Number of shares of common stock outstanding. Common stock represent the ownership interest in a corporation." } } }, "auth_ref": ["r9", "r54", "r422", "r440", "r638", "r639"] }, "us-gaap_CommonStockValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockValue", "crdr": "credit", "calculation": { "http://vivani.com/role/BalanceSheets": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://vivani.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, par value $0.0001 per share; 300,000 shares authorized; shares issued and outstanding: 55,266 and 51,031 at September 30, 2024 and December 31, 2023, respectively", "label": "Common Stock, Value, Issued", "documentation": "Aggregate par or stated value of issued nonredeemable common stock (or common stock redeemable solely at the option of the issuer). This item includes treasury stock repurchased by the entity. Note: elements for number of nonredeemable common shares, par value and other disclosure concepts are in another section within stockholders' equity." } } }, "auth_ref": ["r54", "r382", "r511"] }, "us-gaap_ComprehensiveIncomeNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ComprehensiveIncomeNetOfTax", "crdr": "credit", "calculation": { "http://vivani.com/role/StatementsOfComprehensiveLoss": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://vivani.com/role/StatementsOfComprehensiveLoss"], "lang": { "en-us": { "role": { "totalLabel": "Comprehensive loss", "label": "Comprehensive Income (Loss), Net of Tax, Attributable to Parent", "documentation": "Amount after tax of increase (decrease) in equity from transactions and other events and circumstances from net income and other comprehensive income, attributable to parent entity. Excludes changes in equity resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r17", "r115", "r117", "r121", "r374", "r390", "r391"] }, "srt_ConsolidatedEntitiesAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ConsolidatedEntitiesAxis", "presentation": ["http://vivani.com/role/OrganizationAndBusinessOperationsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Consolidated Entities [Axis]" } } }, "auth_ref": ["r130", "r297", "r298", "r299", "r300", "r356", "r472", "r575", "r578", "r579"] }, "srt_ConsolidatedEntitiesDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ConsolidatedEntitiesDomain", "presentation": ["http://vivani.com/role/OrganizationAndBusinessOperationsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Consolidated Entities [Domain]" } } }, "auth_ref": ["r130", "r297", "r298", "r299", "r300", "r356", "r472", "r575", "r578", "r579"] }, "us-gaap_ConsolidationPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConsolidationPolicyTextBlock", "presentation": ["http://vivani.com/role/BasisOfPresentationAndSignificantAccountingPoliciesPolicies"], "lang": { "en-us": { "role": { "label": "Principles of Consolidation", "documentation": "Disclosure of accounting policy regarding (1) the principles it follows in consolidating or combining the separate financial statements, including the principles followed in determining the inclusion or exclusion of subsidiaries or other entities in the consolidated or combined financial statements and (2) its treatment of interests (for example, common stock, a partnership interest or other means of exerting influence) in other entities, for example consolidation or use of the equity or cost methods of accounting. The accounting policy may also address the accounting treatment for intercompany accounts and transactions, noncontrolling interest, and the income statement treatment in consolidation for issuances of stock by a subsidiary." } } }, "auth_ref": ["r40", "r480"] }, "us-gaap_ConstructionInProgressMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ConstructionInProgressMember", "presentation": ["http://vivani.com/role/SelectedBalanceSheetDetailDetails"], "lang": { "en-us": { "role": { "label": "Construction in Progress [Member]", "documentation": "Structure or a modification to a structure under construction. Includes recently completed structures or modifications to structures that have not been placed into service." } } }, "auth_ref": [] }, "us-gaap_ContractTerminationClaimsDescription": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ContractTerminationClaimsDescription", "presentation": ["http://vivani.com/role/CommitmentsAndContingenciesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Description of contract termination and claims", "documentation": "General description of claims, deemed to be reimbursable and included in accounts receivable, relating to the termination of long-term government contracts and programs. Includes claims associated with terminated war and defense contracts. If a reasonable estimate of a termination claim is undeterminable or impossible to make, disclosure is made to discuss the status and circumstances related to the undeterminable claim." } } }, "auth_ref": ["r41", "r42", "r367", "r368", "r369", "r370", "r371"] }, "vani_CortigentIncMember": { "xbrltype": "domainItemType", "nsuri": "http://vivani.com/20240930", "localname": "CortigentIncMember", "presentation": ["http://vivani.com/role/OrganizationAndBusinessOperationsDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "This member stands for the information pertaining to \"Cortigent, Inc.\".", "terseLabel": "Cortigent, Inc. [Member]", "label": "Cortigent, Inc. [Member]" } } }, "auth_ref": [] }, "srt_CounterpartyNameAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "CounterpartyNameAxis", "presentation": ["http://vivani.com/role/EquitySecuritiesDetailsNarrative", "http://vivani.com/role/OrganizationAndBusinessOperationsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Counterparty Name [Axis]" } } }, "auth_ref": ["r128", "r129", "r205", "r221", "r355", "r365", "r377", "r477", "r479"] }, "dei_CoverAbstract": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CoverAbstract", "lang": { "en-us": { "role": { "label": "Cover [Abstract]", "documentation": "Cover page." } } }, "auth_ref": [] }, "dei_CurrentFiscalYearEndDate": { "xbrltype": "gMonthDayItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "CurrentFiscalYearEndDate", "presentation": ["http://vivani.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Current Fiscal Year End Date", 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Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r616"] }, "us-gaap_EmployeeRelatedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeRelatedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://vivani.com/role/BalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://vivani.com/role/BalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Accrued compensation expense", "label": "EmployeeRelatedLiabilitiesCurrent", "documentation": "Total of the carrying values as of the balance sheet date of obligations incurred through that date and payable for obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r46"] }, "us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems", "presentation": ["http://vivani.com/role/FollowingTableSummarizesTotalStock-basedCompensationExpenseForStockOptionsAndRsusWhichIsIncludedInStatementsOfOperationsInThousandsDetails"], "lang": { "en-us": { "role": { "label": "Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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Where multiple classes or units exist define each class/interest by adding class of stock items such as Common Class A [Member], Common Class B [Member] or Partnership Interest [Member] onto the Instrument [Domain] of the Entity Listings, Instrument." } } }, "auth_ref": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": ["http://vivani.com/role/Cover"], "lang": { "en-us": { "role": { "label": "Entity Current Reporting Status", "documentation": "Indicate 'Yes' or 'No' whether registrants (1) have filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that registrants were required to file such reports), and (2) have been subject to such filing requirements for the past 90 days. 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These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": [ "r312", "r313", "r323", "r502" ] }, "us-gaap_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisTable", "presentation": [ "http://vivani.com/role/FollowingTableSummarizesAssetsMeasuredAtFairValueOnRecurringBasisByLevelWithinFairValueHierarchyInThousandsDetails" ], "lang": { "en-us": { "role": { "label": "Fair Value, Recurring and Nonrecurring [Table]", "documentation": "Disclosure of information about asset and liability measured at fair value on recurring and nonrecurring basis." } } }, "auth_ref": [ "r312", "r313", "r323", "r502" ] }, "us-gaap_FairValueByFairValueHierarchyLevelAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByFairValueHierarchyLevelAxis", "presentation": [ "http://vivani.com/role/FollowingTableSummarizesAssetsMeasuredAtFairValueOnRecurringBasisByLevelWithinFairValueHierarchyInThousandsDetails" ], "lang": { "en-us": { "role": { "label": "Fair Value Hierarchy and NAV [Axis]", "documentation": "Information by level within fair value hierarchy and fair value measured at net asset value per share as practical expedient." } } }, "auth_ref": [ "r210", "r239", "r240", "r241", "r242", "r243", "r244", "r311", "r313", "r314", "r315", "r316", "r322", "r323", "r325", "r360", "r361", "r362", "r491", "r492", "r496", "r497", "r498", "r502", "r505" ] }, "us-gaap_FairValueByMeasurementFrequencyAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueByMeasurementFrequencyAxis", "presentation": [ "http://vivani.com/role/FollowingTableSummarizesAssetsMeasuredAtFairValueOnRecurringBasisByLevelWithinFairValueHierarchyInThousandsDetails" ], "lang": { "en-us": { "role": { "label": "Measurement Frequency [Axis]", "documentation": "Information by measurement frequency." } } }, "auth_ref": [ "r312", "r313", "r314", "r316", "r502", "r612", "r614" ] }, "us-gaap_FairValueDisclosuresAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresAbstract", "lang": { "en-us": { "role": { "label": "Fair Value Disclosures [Abstract]" } } }, "auth_ref": [] }, "us-gaap_FairValueDisclosuresTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueDisclosuresTextBlock", "presentation": [ "http://vivani.com/role/FairValueMeasurements" ], "lang": { "en-us": { "role": { "label": "Fair Value Measurements", "documentation": "The entire disclosure for the fair value of financial instruments (as defined), including financial assets and financial liabilities (collectively, as defined), and the measurements of those instruments as well as disclosures related to the fair value of non-financial assets and liabilities. Such disclosures about the financial instruments, assets, and liabilities would include: (1) the fair value of the required items together with their carrying amounts (as appropriate); (2) for items for which it is not practicable to estimate fair value, disclosure would include: (a) information pertinent to estimating fair value (including, carrying amount, effective interest rate, and maturity, and (b) the reasons why it is not practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information." } } }, "auth_ref": [ "r318", "r320", "r321", "r322", "r325", "r326", "r327", "r328", "r329", "r373", "r502", "r506" ] }, "us-gaap_FairValueInputsLevel1Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel1Member", "presentation": [ "http://vivani.com/role/FollowingTableSummarizesAssetsMeasuredAtFairValueOnRecurringBasisByLevelWithinFairValueHierarchyInThousandsDetails" ], "lang": { "en-us": { "role": { "label": "Fair Value, Inputs, Level 1 [Member]", "documentation": "Quoted prices in active markets for identical assets or liabilities that the reporting entity can access at the measurement date." } } }, "auth_ref": [ "r210", "r239", "r244", "r313", "r323", "r360", "r496", "r497", "r498", "r502" ] }, "us-gaap_FairValueInputsLevel2Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel2Member", "presentation": [ "http://vivani.com/role/FollowingTableSummarizesAssetsMeasuredAtFairValueOnRecurringBasisByLevelWithinFairValueHierarchyInThousandsDetails" ], "lang": { "en-us": { "role": { "label": "Fair Value, Inputs, Level 2 [Member]", "documentation": "Inputs other than quoted prices included within level 1 that are observable for an asset or liability, either directly or indirectly, including, but not limited to, quoted prices for similar assets or liabilities in active markets, or quoted prices for identical or similar assets or liabilities in inactive markets." } } }, "auth_ref": [ "r210", "r239", "r244", "r313", "r314", "r323", "r361", "r491", "r492", "r496", "r497", "r498", "r502" ] }, "us-gaap_FairValueInputsLevel3Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel3Member", "presentation": [ "http://vivani.com/role/FollowingTableSummarizesAssetsMeasuredAtFairValueOnRecurringBasisByLevelWithinFairValueHierarchyInThousandsDetails" ], "lang": { "en-us": { "role": { "label": "Fair Value, Inputs, Level 3 [Member]", "documentation": "Unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing." } } }, "auth_ref": [ "r210", "r239", "r240", "r241", "r242", "r243", "r244", "r313", "r314", "r315", "r316", "r323", "r362", "r491", "r492", "r496", "r497", "r498", "r502", "r505" ] }, "us-gaap_FairValueMeasurementFrequencyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementFrequencyDomain", "presentation": [ "http://vivani.com/role/FollowingTableSummarizesAssetsMeasuredAtFairValueOnRecurringBasisByLevelWithinFairValueHierarchyInThousandsDetails" ], "lang": { "en-us": { "role": { "documentation": "Measurement frequency." } } }, "auth_ref": [ "r312", "r313", "r314", "r316", "r502", "r612", "r614" ] }, "us-gaap_FairValueMeasurementsFairValueHierarchyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementsFairValueHierarchyDomain", "presentation": [ "http://vivani.com/role/FollowingTableSummarizesAssetsMeasuredAtFairValueOnRecurringBasisByLevelWithinFairValueHierarchyInThousandsDetails" ], "lang": { "en-us": { "role": { "documentation": "Categories used to prioritize the inputs to valuation techniques to measure fair value." } } }, "auth_ref": [ "r210", "r239", "r240", "r241", "r242", "r243", "r244", "r311", "r313", "r314", "r315", "r316", "r322", "r323", "r325", "r360", "r361", "r362", "r491", "r492", "r496", "r497", "r498", "r502", "r505" ] }, "us-gaap_FairValueMeasurementsRecurringMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementsRecurringMember", "presentation": [ "http://vivani.com/role/FollowingTableSummarizesAssetsMeasuredAtFairValueOnRecurringBasisByLevelWithinFairValueHierarchyInThousandsDetails" ], "lang": { "en-us": { "role": { "label": "Fair Value, Recurring [Member]", "documentation": "Frequent fair value measurement. Includes, but is not limited to, fair value adjustment for impairment of asset, liability or equity, frequently measured at fair value." } } }, "auth_ref": [ "r502", "r609", "r610", "r611", "r612", "r613", "r614" ] }, "us-gaap_FurnitureAndFixturesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FurnitureAndFixturesMember", "presentation": [ "http://vivani.com/role/SelectedBalanceSheetDetailDetails" ], "lang": { "en-us": { "role": { "label": "Furniture and Fixtures [Member]", "documentation": "Equipment commonly used in offices and stores that have no permanent connection to the structure of a building or utilities. 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Includes, but is not limited to, interest expense for finance lease, amortization of right-of-use asset for finance lease, operating lease cost, short-term lease cost, variable lease cost and sublease income." } } }, "auth_ref": ["r620"] }, "vani_LeaseEffectiveDate": { "xbrltype": "dateItemType", "nsuri": "http://vivani.com/20240930", "localname": "LeaseEffectiveDate", "presentation": ["http://vivani.com/role/RightofuseAssetsandOperatingLeaseLiabilitiesDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "The element represent lease effective date.", "label": "Lease agreement, effective date" } } }, "auth_ref": [] }, "us-gaap_LeasesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LeasesAbstract", "lang": { "en-us": { "role": { "label": "Leases [Abstract]", "terseLabel": "Right-of-use Assets And Operating Lease Liabilities" } } }, "auth_ref": [] }, "dei_LegalEntityAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "LegalEntityAxis", "presentation": ["http://vivani.com/role/BasisOfPresentationAndSignificantAccountingPoliciesDetailsNarrative", "http://vivani.com/role/ConcentrationOfRiskDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Legal Entity [Axis]", "documentation": "The set of legal entities associated with a report." } } }, "auth_ref": [] }, "us-gaap_LegalFees": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LegalFees", "crdr": "debit", "presentation": ["http://vivani.com/role/EquitySecuritiesDetailsNarrative"], "lang": { "en-us": { "role": { "terseLabel": "Legal expenses, maximum payment under agreement", "label": "Legal Fees", "documentation": "The amount of expense provided in the period for legal costs incurred on or before the balance sheet date pertaining to resolved, pending or threatened litigation, including arbitration and mediation proceedings." } } }, "auth_ref": ["r543"] }, "us-gaap_LesseeFinanceSubleaseOptionToExtend": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeFinanceSubleaseOptionToExtend", "presentation": ["http://vivani.com/role/RightofuseAssetsandOperatingLeaseLiabilitiesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Description of sub lease terms", "documentation": "Description of terms and conditions of option to extend finance sublease." } } }, "auth_ref": ["r345"] }, "us-gaap_LesseeOperatingLeaseLiabilityMaturityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityMaturityTableTextBlock", "presentation": ["http://vivani.com/role/RightofuseAssetsandOperatingLeaseLiabilitiesTables"], "lang": { "en-us": { "role": { "label": "Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block]", "terseLabel": "The following table summarizes a maturity analysis of our lease liabilities showing the aggregate lease payments as of March 31, 2024 (in thousands except weighted average data):", "documentation": "Tabular disclosure of undiscounted cash flows of lessee's operating lease liability. Includes, but is not limited to, reconciliation of undiscounted cash flows to operating lease liability recognized in statement of financial position." } } }, "auth_ref": ["r621"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDue", "crdr": "credit", "calculation": { "http://vivani.com/role/RightofuseAssetsandOperatingLeaseLiabilitiesDetails1": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://vivani.com/role/RightofuseAssetsandOperatingLeaseLiabilitiesDetails1"], "lang": { "en-us": { "role": { "label": "Lessee, Operating Lease, Liability, to be Paid", "totalLabel": "Total lease payments", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease." } } }, "auth_ref": ["r349"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFive": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsDueAfterYearFive", "crdr": "credit", "calculation": { "http://vivani.com/role/RightofuseAssetsandOperatingLeaseLiabilitiesDetails1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://vivani.com/role/RightofuseAssetsandOperatingLeaseLiabilitiesDetails1"], "lang": { "en-us": { "role": { "label": "Lessee, Operating Lease, Liability, to be Paid, after Year Five", "terseLabel": "Thereafter", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease due after fifth fiscal year following current fiscal year. 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Excludes interim and annual periods when interim periods are reported from current statement of financial position date (rolling approach)." } } }, "auth_ref": ["r349"] }, "us-gaap_LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityPaymentsRemainderOfFiscalYear", "crdr": "credit", "calculation": { "http://vivani.com/role/RightofuseAssetsandOperatingLeaseLiabilitiesDetails1": { "parentTag": "us-gaap_LesseeOperatingLeaseLiabilityPaymentsDue", "weight": 1.0, "order": 0.0 } }, "presentation": ["http://vivani.com/role/RightofuseAssetsandOperatingLeaseLiabilitiesDetails1"], "lang": { "en-us": { "role": { "label": "Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year", "terseLabel": "2024", "documentation": "Amount of lessee's undiscounted obligation for lease payment for operating lease having initial or remaining lease term in excess of one year to be paid in remainder of current fiscal year." } } }, "auth_ref": ["r621"] }, "us-gaap_LesseeOperatingLeaseLiabilityUndiscountedExcessAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeaseLiabilityUndiscountedExcessAmount", "crdr": "credit", "presentation": ["http://vivani.com/role/RightofuseAssetsandOperatingLeaseLiabilitiesDetails1"], "lang": { "en-us": { "role": { "label": "Lessee, Operating Lease, Liability, Undiscounted Excess Amount", "negatedLabel": "Imputed interest", "documentation": "Amount of lessee's undiscounted obligation for lease payments in excess of discounted obligation for lease payments for operating lease." } } }, "auth_ref": ["r349"] }, "us-gaap_LesseeOperatingLeasesTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LesseeOperatingLeasesTextBlock", "presentation": ["http://vivani.com/role/Right-of-useAssetsAndOperatingLeaseLiabilities"], "lang": { "en-us": { "role": { "label": "Right-of-use Assets and Operating Lease Liabilities", "documentation": "The entire disclosure for operating leases of lessee. 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Alternate captions include Total Deferred Credits and Other Liabilities." } } }, "auth_ref": [] }, "vani_LiquidatedDamagesPaidValue": { "xbrltype": "monetaryItemType", "nsuri": "http://vivani.com/20240930", "localname": "LiquidatedDamagesPaidValue", "crdr": "debit", "presentation": ["http://vivani.com/role/CommitmentsAndContingenciesDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "The element represents liquidated damages paid value.", "label": "Liquidated damages" } } }, "auth_ref": [] }, "us-gaap_LitigationReserveCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LitigationReserveCurrent", "crdr": "credit", "calculation": { "http://vivani.com/role/BalanceSheets": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": [

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Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures." } } }, "auth_ref": ["r71", "r105", "r387"] }, "us-gaap_PropertyPlantAndEquipmentLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentLineItems", "presentation": ["http://vivani.com/role/SelectedBalanceSheetDetailDetails"], "lang": { "en-us": { "role": { "label": "Property, Plant and Equipment [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r350"] }, "us-gaap_PropertyPlantAndEquipmentNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentNet", "crdr": "debit", "calculation": { "http://vivani.com/role/BalanceSheets": { "parentTag": "us-gaap_Assets", "weight": 1.0, "order": 1.0 }, "http://vivani.com/role/SelectedBalanceSheetDetailDetails": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://vivani.com/role/BalanceSheets", "http://vivani.com/role/SelectedBalanceSheetDetailDetails"], "lang": { "en-us": { "role": { "label": "Property, Plant and Equipment, Net", "terseLabel": "Property and equipment, net", "totalLabel": "Property and equipment, net", "documentation": "Amount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures." } } }, "auth_ref": ["r6", "r350", "r376", "r387", "r511"] }, "us-gaap_PropertyPlantAndEquipmentTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentTextBlock", "presentation": ["http://vivani.com/role/SelectedBalanceSheetDetailTables"], "lang": { "en-us": { "role": { "label": "Property and equipment, net consisted of the following (in thousands):", "documentation": "Tabular disclosure of physical assets used in the normal conduct of business and not intended for resale. Includes, but is not limited to, balances by class of assets, depreciation and depletion expense and method used, including composite depreciation, and accumulated deprecation." } } }, "auth_ref": ["r6"] }, "us-gaap_PropertyPlantAndEquipmentTypeDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PropertyPlantAndEquipmentTypeDomain", "presentation": ["http://vivani.com/role/SelectedBalanceSheetDetailDetails"], "lang": { "en-us": { "role": { "label": "Property Plant And Equipment [Domain]", "documentation": "Listing of long-lived, physical assets that are used in the normal conduct of business to produce goods and services and not intended for resale. Examples include land, buildings, machinery and equipment, and other types of furniture and equipment including, but not limited to, office equipment, furniture and fixtures, and computer equipment and software." } } }, "auth_ref": ["r71", "r350"] }, "srt_RangeAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeAxis", "presentation": ["http://vivani.com/role/OrganizationAndBusinessOperationsDetailsNarrative", "http://vivani.com/role/SummaryofOptionandRestrictedStockUnitsGrantusingtheBlackScholesOptionpricingModelandMonteCarloSimulationmodelDetails"], "lang": { "en-us": { "role": { "label": "Statistical Measurement [Axis]" } } }, "auth_ref": ["r189", "r190", "r191", "r192", "r238", "r245", "r273", "r274", "r275", "r283", "r316", "r363", "r364", "r366", "r393", "r395", "r403", "r412", "r413", "r465", "r466", "r467", "r468", "r469", "r473", "r474", "r489", "r495", "r499", "r505", "r506", "r507", "r508", "r512", "r515", "r570", "r580", "r612", "r628", "r629", "r630", "r631", "r632"] }, "srt_RangeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RangeMember", "presentation": ["http://vivani.com/role/OrganizationAndBusinessOperationsDetailsNarrative", "http://vivani.com/role/SummaryofOptionandRestrictedStockUnitsGrantusingtheBlackScholesOptionpricingModelandMonteCarloSimulationmodelDetails"], "lang": { "en-us": { "role": { "label": "Statistical Measurement [Domain]" } } }, "auth_ref": ["r189", "r190", "r191", "r192", "r238", "r245", "r273", "r274", "r275", "r283", "r316", "r363", "r364", "r366", "r393", "r395", "r403", "r412", "r413", "r465", "r466", "r467", "r468", "r469", "r473", "r474", "r489", "r495", "r499", "r505", "r506", "r507", "r508", "r512", "r515", "r570", "r580", "r612", "r628", "r629", "r630", "r631", "r632"] }, "srt_RepurchaseAgreementCounterpartyNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "RepurchaseAgreementCounterpartyNameDomain", "presentation": ["http://vivani.com/role/EquitySecuritiesDetailsNarrative", "http://vivani.com/role/OrganizationAndBusinessOperationsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Counterparty Name [Domain]" } } }, "auth_ref": ["r128", "r129", "r205", "r221", "r355", "r365", "r377", "r478", "r479"] }, "us-gaap_ResearchAndDevelopmentExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpense", "crdr": "debit", "calculation": { "http://vivani.com/role/StatementsOfOperations": { "parentTag": "us-gaap_OperatingExpenses", "weight": 1.0, "order": 0.0 } }, "presentation": ["http://vivani.com/role/StatementsOfOperations"], "lang": { "en-us": { "role": { "terseLabel": "Research and development, net of grants", "label": "Research and Development Expense", "documentation": "Amount of expense for research and development. Includes, but is not limited to, cost for computer software product to be sold, leased, or otherwise marketed and writeoff of research and development assets acquired in transaction other than business combination or joint venture formation or both. Excludes write-down of intangible asset acquired in business combination or from joint venture formation or both, used in research and development activity." } } }, "auth_ref": ["r284", "r475", "r486", "r633"] }, "us-gaap_ResearchAndDevelopmentExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ResearchAndDevelopmentExpenseMember", "presentation": ["http://vivani.com/role/FollowingTableSummarizesTotalStock-basedCompensationExpenseForStockOptionsAndRsusWhichIsIncludedInStatementsOfOperationsInThousandsDetails"], "lang": { "en-us": { "role": { "label": "Research and Development Expense [Member]", "documentation": "Primary financial statement caption in which the reported facts about research and development expense have been included." } } }, "auth_ref": [] }, "us-gaap_RestrictedCashAndCashEquivalentsCashAndCashEquivalentsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedCashAndCashEquivalentsCashAndCashEquivalentsMember", "presentation": ["http://vivani.com/role/FollowingTableSummarizesAssetsMeasuredAtFairValueOnRecurringBasisByLevelWithinFairValueHierarchyInThousandsDetails"], "lang": { "en-us": { "role": { "documentation": "Type of cash and cash equivalent. Cash is currency on hand as well as demand deposits with banks or financial institutions. Includes other kinds of accounts that have the general characteristics of demand deposits. Also includes short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates." } } }, "auth_ref": ["r104"] }, "us-gaap_RestrictedStockUnitsRSUMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedStockUnitsRSUMember", "presentation": ["http://vivani.com/role/NetLossPerShareDetails1", "http://vivani.com/role/Stock-basedCompensationDetailsNarrative", "http://vivani.com/role/SummaryOfRestrictedStockActivityAndRelatedInformationInThousandsExceptPerShareDataDetails", "http://vivani.com/role/SummaryofOptionandRestrictedStockUnitsGrantusingtheBlackScholesOptionpricingModelandMonteCarloSimulationmodelDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restricted Stock Units (RSUs) [Member]", "label": "Restricted Stock Units (RSUs) [Member]", "documentation": "Share instrument which is convertible to stock or an equivalent amount of cash, after a specified period of time or when specified performance conditions are met." } } }, "auth_ref": [] }, "us-gaap_RetainedEarningsAccumulatedDeficit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsAccumulatedDeficit", "crdr": "credit", "calculation": { "http://vivani.com/role/BalanceSheets": {

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Tax collected from customer is tax assessed by governmental authority that is both imposed on and concurrent with specific revenue-producing transaction, including, but not limited to, sales, use, value-added and excise." } } }, "auth_ref": ["r90", "r91", "r157", "r162", "r163", "r172", "r174", "r176", "r177", "r178", "r236", "r237", "r372"] }, "ecd_Rule10b51ArrAdoptedFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Rule10b51ArrAdoptedFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "Rule 10b5-1 Arrangement Adopted [Flag]" } } }, "auth_ref": ["r535"] }, "ecd_Rule10b51ArrTrmntdFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "Rule10b51ArrTrmntdFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "Rule 10b5-1 Arrangement Terminated [Flag]" } } }, 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"Sale of the entity's stock, including, but not limited to, initial public offering (IPO) and private placement." } } }, "auth_ref": [] }, "us-gaap_SaleOfStockPricePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SaleOfStockPricePerShare", "presentation": ["http://vivani.com/role/EquitySecuritiesDetailsNarrative", "http://vivani.com/role/OrganizationAndBusinessOperationsDetailsNarrative"], "lang": { "en-us": { "role": { "terseLabel": "Share price (in dollars per share)", "label": "Share price (in dollars per share)", "documentation": "Per share amount received by subsidiary or equity investee for each share of common stock issued or sold in the stock transaction." } } }, "auth_ref": [] }, "vani_SalesAgreementMember": { "xbrltype": "domainItemType", "nsuri": "http://vivani.com/20240930", "localname": "SalesAgreementMember", "presentation": ["http://vivani.com/role/EquitySecuritiesDetailsNarrative", 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arrangement. Includes, but is not limited to, amount expensed in statement of income or comprehensive income, amount capitalized in statement of financial position, and corresponding reporting line item in financial statements." } } }, "auth_ref": ["r37"] }, "us-gaap_ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock", "presentation": ["http://vivani.com/role/StockBasedCompensationTables"], "lang": { "en-us": { "role": { "label": "The following table summarizes total stock-based compensation expense for stock options and RSUs, which is included in the statements of operations (in thousands):", "documentation": "Tabular disclosure of allocation of amount expensed and capitalized for award under share-based payment arrangement to statement of income or comprehensive income and statement of financial position. Includes, but is not limited to, corresponding line item in financial statement." } } }, "auth_ref": ["r37"] }, "vani_ScheduleOfOrganizationConsolidationAndPresentationOfFinancialStatementsTable": { "xbrltype": "stringItemType", "nsuri": "http://vivani.com/20240930", "localname": "ScheduleOfOrganizationConsolidationAndPresentationOfFinancialStatementsTable", "presentation": ["http://vivani.com/role/OrganizationAndBusinessOperationsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Schedule of Organization, Consolidation and Presentation of Financial Statements [Table]" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfPropertyPlantAndEquipmentTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfPropertyPlantAndEquipmentTable", "presentation": ["http://vivani.com/role/SelectedBalanceSheetDetailDetails"], "lang": { "en-us": { "role": { "label": "Property, Plant and Equipment [Table]", "documentation": "Disclosure of information about physical assets used in the normal conduct of business and not intended for resale. Includes, but is not limited to, balances by class of assets, depreciation and depletion expense and method used, including composite depreciation, and accumulated deprecation." } } }, "auth_ref": ["r6", "r350"] }, "us-gaap_ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationArrangementsByShareBasedPaymentAwardTable", "presentation": ["http://vivani.com/role/Stock-basedCompensationDetailsNarrative", "http://vivani.com/role/SummaryOfRestrictedStockActivityAndRelatedInformationInThousandsExceptPerShareDataDetails", "http://vivani.com/role/SummaryOfStockOptionActivityIsPresentedBelowInThousandsExceptPerShareAndContractualLifeData.Details", "http://vivani.com/role/SummaryofOptionandRestrictedStockUnitsGrantusingtheBlackScholesOptionpricingModelandMonteCarloSimulationmodelDetails"], "lang": { "en-us": { "role": { "label": "Schedule of Share-Based Compensation Arrangements by Share-Based Payment Award [Table]", "documentation": "Disclosure of information about share-based payment arrangement." } } }, "auth_ref": ["r247", "r249", "r251", "r252", "r253", "r254", "r255", "r256", "r257", "r258", "r259", "r260", "r261", "r262", "r263", "r264", "r265", "r266", "r267", "r268", "r269", "r270", "r271", "r272", "r273", "r274", "r275", "r276"] }, "us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock", "presentation": ["http://vivani.com/role/StockBasedCompensationTables"], "lang": { "en-us": { "role": { "label": "A summary of stock option activity is presented below (in thousands, except per share and contractual life data).", "documentation": "Tabular disclosure for stock option plans. Includes, but is not limited to, outstanding awards at beginning and end of year, grants, exercises, forfeitures, and weighted-average grant date fair value." } } }, "auth_ref": ["r11", "r12", "r81"] }, "vani_ScheduleOfShareBasedPaymentAwardRestrictedStockUnitsValuationAssumptionsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://vivani.com/20240930", "localname": "ScheduleOfShareBasedPaymentAwardRestrictedStockUnitsValuationAssumptionsTableTextBlock", "presentation": ["http://vivani.com/role/StockBasedCompensationTables"], "lang": { "en-us": { "role": { "label": "Schedule of Share-Based Payment Award, Restricted Stock Units, Valuation Assumptions [Table Text Block]", "terseLabel": "Summary of Restricted Stock Units Grant using the Monte Carlo Simulation model", "documentation": "Tabular disclosure of the significant assumptions used during the year to estimate the fair value of restricted stock units, including, but not limited to: (a) expected term, (b) expected volatility of the entity's shares, (c) expected dividends, (d) risk-free rate(s), and (e) discount for post-vesting restrictions." } } }, "auth_ref": [] }, "us-gaap_ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock", "presentation": ["http://vivani.com/role/StockBasedCompensationTables"], "lang": { "en-us": { "role": { "label": "Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block]", "terseLabel": "Summary of Option Grant using the Black-Scholes Option-pricing Model", "documentation": "Tabular disclosure of the significant assumptions used during the year to estimate the fair value of stock options, including, but not limited to: (a) expected term of share options and similar instruments, (b) expected volatility of the entity's shares, (c) expected dividends, (d) risk-free rate(s), and (e) discount for post-vesting restrictions." } } }, "auth_ref": ["r82"] }, "us-gaap_ScheduleOfSharebasedCompensationRestrictedStockAndRestrictedStockUnitsActivityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfSharebasedCompensationRestrictedStockAndRestrictedStockUnitsActivityTableTextBlock", "presentation": ["http://vivani.com/role/StockBasedCompensationTables"], "lang": { "en-us": { "role": { "label": "A summary of restricted stock activity and related information (in thousands, except per share data):", "documentation": "Disclosure of the number and weighted-average grant date fair value for restricted stock and restricted stock units that were outstanding at the beginning and end of the year, and the number of restricted stock and restricted stock units that were granted, vested, or forfeited during the year." } } }, "auth_ref": [] }, "us-gaap_ScheduleOfShortTermDebtTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShortTermDebtTable", "presentation": ["http://vivani.com/role/InsurancePremiumFinancingDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Short-Term Debt [Table]", "documentation": "Disclosure of information about short-term debt arrangement. Includes, but is not limited to, description of arrangement, lender, repayment term, weighted-average interest rate, borrowed amount, and description and amount of refinancing of short-term obligation when obligation is excluded from current liability." } } }, "auth_ref": ["r45"] }, "us-gaap_ScheduleOfStockByClassTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfStockByClassTable", "presentation": ["http://vivani.com/role/EquitySecuritiesDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Stock, Class of Stock [Table]", "documentation": "Disclosure of information about stock by class. Includes, but is not limited to, common, convertible, and preferred stocks." } } }, "auth_ref": ["r29", "r30", "r31", "r32", "r33", "r34", "r76", "r78", "r79", "r80", "r109", "r110", "r111", "r160", "r219", "r220", "r221", "r223", "r226", "r231", "r233", "r405", "r406", "r407", "r408", "r495", "r541", "r550"] }, "us-gaap_ScheduleOfStockholdersEquityNoteWarrantsOrRightsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfStockholdersEquityNoteWarrantsOrRightsTextBlock", "presentation": ["http://vivani.com/role/WarrantsTables"], "lang": { "en-us": { "role": { "label": "A summary of warrant activity for the six months ended June 30, 2024 is presented below (in thousands, except per share and contractual life data).", "documentation": "Tabular disclosure of warrants or rights issued. Warrants and rights outstanding are derivative securities that give the holder the right to purchase securities (usually equity) from the issuer at a specific price within a certain time frame. Warrants are often included in a new debt issue to entice investors by a higher return potential. The main difference between warrants and call options is that warrants are issued and guaranteed by the company, whereas options are exchange instruments and are not issued by the company. Also, the lifetime of a warrant is often measured in years, while the lifetime of a typical option is measured in months. Disclose the title of issue of securities called for by warrants and rights outstanding, the aggregate amount of securities called for by warrants and rights outstanding, the date from which the warrants or rights are exercisable, and the price at which the warrant or right is exercisable." } } }, "auth_ref": ["r35"] }, "vani_SecondSightWarrantMember": { "xbrltype": "domainItemType", "nsuri": "http://vivani.com/20240930", "localname": "SecondSightWarrantMember", "presentation": ["http://vivani.com/role/WarrantsDetailsNarrative"], "lang": { "en-us": { "role": { "terseLabel": "Second Sight Warrant [Member]", "documentation": "The element represents second sight warrant member." 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"Disclosure of accounting policy for segment reporting." } } }, "auth_ref": ["r165", "r166", "r167", "r168", "r169", "r170", "r171", "r175", "r177", "r484", "r485", "r488"] }, "us-gaap_ShareBasedCompensation": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensation", "crdr": "debit", "calculation": { "http://vivani.com/role/StatementsOfCashFlows": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://vivani.com/role/StatementsOfCashFlows"], "lang": { "en-us": { "role": { "terseLabel": "Stock-based compensation", "label": "Share-Based Payment Arrangement, Noncash Expense", "documentation": "Amount of noncash expense for share-based payment arrangement." } } }, "auth_ref": ["r4"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriod1", "presentation": ["http://vivani.com/role/Stock-basedCompensationDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period", "terseLabel": "Share-based payment award, award vesting period", "documentation": "Period over which grantee's right to exercise award under share-based payment arrangement is no longer contingent on satisfaction of service or performance condition, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, combination of market, performance or service condition." } } }, "auth_ref": ["r500"] }, "vani_ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriodIncludingSubsequentPeriodToPerformancePeriodEndDate": { "xbrltype": "durationItemType", "nsuri": "http://vivani.com/20240930", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardAwardVestingPeriodIncludingSubsequentPeriodToPerformancePeriodEndDate", "presentation": ["http://vivani.com/role/Stock-basedCompensationDetailsNarrative"], "lang": { "en-us": { "role": { "documentation": "The award vesting period including subsequent period to performance period end date over which grantee's right to exercise award under share-based payment arrangement, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days.", "terseLabel": "Share-based payment award, award vesting period including subsequent period to 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year, five months, and thirteen days.", "terseLabel": "Share-based payment award, award vesting period", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Subsequent to Performance Period End Date" } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod", "presentation": ["http://vivani.com/role/SummaryOfRestrictedStockActivityAndRelatedInformationInThousandsExceptPerShareDataDetails"], "lang": { "en-us": { "role": { "label": "Forfeited/canceled", "documentation": "The number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the reporting period." } } }, "auth_ref": ["r267"] }, 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["r267"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod", "presentation": ["http://vivani.com/role/Stock-basedCompensationDetailsNarrative", "http://vivani.com/role/SummaryOfRestrictedStockActivityAndRelatedInformationInThousandsExceptPerShareDataDetails", "http://vivani.com/role/SummaryofOptionandRestrictedStockUnitsGrantusingtheBlackScholesOptionpricingModelandMonteCarloSimulationmodelDetails"], "lang": { "en-us": { "role": { "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period", "verboseLabel": "Granted", "terseLabel": "RSUs Granted", "documentation": "The number of grants made during the period on other than stock (or unit) option plans (for 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Excludes share and unit options." } } }, "auth_ref": ["r265"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDateFairValue", "presentation": ["http://vivani.com/role/SummaryOfRestrictedStockActivityAndRelatedInformationInThousandsExceptPerShareDataDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Granted", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period, Weighted Average Grant Date Fair Value", "documentation": "The weighted average fair value at grant date for nonvested equity-based awards issued during the period on other than stock (or unit) option plans (for example, phantom stock or unit plan, stock or unit appreciation rights plan, performance target plan)." } } }, "auth_ref": ["r265"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber", "presentation": ["http://vivani.com/role/SummaryOfRestrictedStockActivityAndRelatedInformationInThousandsExceptPerShareDataDetails"], "lang": { "en-us": { "role": { "periodStartLabel": "Outstanding at beginning, number of shares (in shares)", "periodEndLabel": "Outstanding at ending, number of shares (in shares)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Number", "documentation": "The number of non-vested equity-based payment instruments, excluding stock (or unit) options, that validly exist and are outstanding as of the balance sheet date." } } }, "auth_ref": ["r262", "r263"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFairValue", "presentation": ["http://vivani.com/role/SummaryOfRestrictedStockActivityAndRelatedInformationInThousandsExceptPerShareDataDetails"], "lang": { "en-us": { "role": { "periodStartLabel": "Outstanding at beginning, weighted average grant date fair value (in dollars per share)", "periodEndLabel": "Outstanding at ending, weighted average grant date fair value (in dollars per share)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value", "documentation": "Per share or unit weighted-average fair value of nonvested award under share-based payment arrangement. Excludes share and unit options." } } }, "auth_ref": ["r262", "r263"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod", "presentation": ["http://vivani.com/role/SummaryOfRestrictedStockActivityAndRelatedInformationInThousandsExceptPerShareDataDetails"], "lang": { "en-us": { "role": { "label": "Vested and released", "documentation": "The number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period." } } }, "auth_ref": ["r266"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDateFairValue", "presentation": ["http://vivani.com/role/SummaryOfRestrictedStockActivityAndRelatedInformationInThousandsExceptPerShareDataDetails"], "lang": { "en-us": { "role": { "verboseLabel": "Vested and released", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period, Weighted Average Grant Date Fair Value", "documentation": "The weighted average fair value as of grant date pertaining to an equity-based award plan other than a stock (or unit) option plan for which the grantee gained the right during the reporting period, by satisfying service and performance requirements, to receive or retain shares or units, other instruments, or cash in accordance with the terms of the arrangement." } } }, "auth_ref": ["r266"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendPayments": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendPayments", "crdr": "debit", "presentation": ["http://vivani.com/role/Stock-basedCompensationDetailsNarrative"], "lang": { "en-us": { "role": { "terseLabel": "Share-based payment award, fair value assumptions, expected dividend payments", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Payments", "documentation": "The estimated amount of dividends to be paid to holders of the underlying shares (expected dividends) over the option's term. Dividends are taken into account because payment of dividends to shareholders reduces the fair value of the underlying shares, and option holders generally do not receive dividends." } } }, "auth_ref": ["r274"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate", "presentation": ["http://vivani.com/role/SummaryofOptionandRestrictedStockUnitsGrantusingtheBlackScholesOptionpricingModelandMonteCarloSimulationmodelDetails"], "lang": { "en-us": { "role": { "label": "Expected dividend yield", "documentation": "The estimated dividend rate (a percentage of the share price) to be paid (expected dividends) to holders of the underlying shares over the option's term." } } }, "auth_ref": ["r274"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate", "presentation": ["http://vivani.com/role/SummaryofOptionandRestrictedStockUnitsGrantusingtheBlackScholesOptionpricingModelandMonteCarloSimulationmodelDetails"], "lang": { "en-us": { "role": { "label": "Expected volatility", "documentation": "The estimated measure of the percentage by which a share price is expected to fluctuate during a period. Volatility also may be defined as a probability-weighted measure of the dispersion of returns about the mean. The volatility of a share price is the standard deviation of the continuously compounded rates of return on the share over a specified period. That is the same as the standard deviation of the differences in the natural logarithms of the stock prices plus dividends, if any, over the period." } } }, "auth_ref": ["r273"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate", "presentation": ["http://vivani.com/role/SummaryofOptionandRestrictedStockUnitsGrantusingtheBlackScholesOptionpricingModelandMonteCarloSimulationmodelDetails"], "lang": { "en-us": { "role": { "label": "Risk-free interest rate", "documentation": "The risk-free interest rate assumption that is used in valuing an option on its own shares." } } }, "auth_ref": ["r275"] }, "vani_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsWeightedAverageGrantDateFairValue": { "xbrltype": "monetaryItemType", "nsuri": "http://vivani.com/20240930", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsWeightedAverageGrantDateFairValue", "crdr": "debit", "presentation": ["http://vivani.com/role/Stock-basedCompensationDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Weighted Average Grant Date Fair Value", "terseLabel": "Share-based compensation arrangement by share-based payment award, fair value assumptions, weighted average grant date fair value", "documentation": "The weighted average grant-date fair value of share-based payment awards granted during the reporting period as calculated by applying the disclosed pricing methodology upon fair value assumptions." } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems", "presentation": ["http://vivani.com/role/Stock-basedCompensationDetailsNarrative", "http://vivani.com/role/SummaryOfRestrictedStockActivityAndRelatedInformationInThousandsExceptPerShareDataDetails", "http://vivani.com/role/SummaryOfStockOptionActivityIsPresentedBelowInThousandsExceptPerShareAndContractualLifeData.Details", "http://vivani.com/role/SummaryofOptionandRestrictedStockUnitsGrantusingtheBlackScholesOptionpricingModelandMonteCarloSimulationmodelDetails"], "lang": { "en-us": { "role": { "label": "Share-Based Compensation Arrangement by Share-Based Payment Award [Line Items]", "documentation": "Line items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table." } } }, "auth_ref": ["r247", "r249", "r251", "r252", "r253", "r254", "r255", "r256", "r257", "r258", "r259", "r260", "r261", "r262", "r263", "r264", "r265", "r266", "r267", "r268", "r269", "r270", "r271", "r272", "r273", "r274", "r275", "r276"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsExercised": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsExercised", "presentation": ["http://vivani.com/role/SummaryOfStockOptionActivityIsPresentedBelowInThousandsExceptPerShareAndContractualLifeData.Details"], "lang": { "en-us": { "role": { "negatedLabel": "Exercised", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Non-Option Equity Instruments, Exercised", "documentation": "Number of non-option equity instruments exercised by participants." } } }, "auth_ref": ["r10"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant", "presentation": ["http://vivani.com/role/Stock-basedCompensationDetailsNarrative"], "lang": { "en-us": { "role": { "terseLabel": "Issuance shares of common stock", "label": "Issuance shares of

common stock", "documentation": "The difference between the maximum number of shares (or other type of equity) authorized for issuance under the plan (including the effects of amendments and adjustments), and the sum of: 1) the number of shares (or other type of equity) already issued upon exercise of options or other equity-based awards under the plan; and 2) shares (or other type of equity) reserved for issuance on granting of outstanding awards, net of cancellations and forfeitures, if applicable." } } }, "auth_ref": ["r36"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber", "presentation": ["http://vivani.com/role/SummaryOfStockOptionActivityIsPresentedBelowInThousandsExceptPerShareAndContractualLifeData.Details"], "lang": { "en-us": { "role": { "periodEndLabel": "Options exercisable, number of shares (in shares)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Number", "documentation": "The number of shares into which fully or partially vested stock options outstanding as of the balance sheet date can be currently converted under the option plan." } } } }, "auth_ref": ["r256"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice", "presentation": ["http://vivani.com/role/SummaryOfStockOptionActivityIsPresentedBelowInThousandsExceptPerShareAndContractualLifeData.Details"], "lang": { "en-us": { "role": { "periodEndLabel": "Options exercisable, weighted average exercise price (in dollars per share)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Exercisable, Weighted Average Exercise Price", "documentation": "The weighted-average price as of the balance sheet date at which grantees can acquire the shares reserved for issuance on vested portions of options outstanding and currently exercisable under the stock option plan." } } }, "auth_ref": ["r256"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresAndExpirationsInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresAndExpirationsInPeriod", "presentation": ["http://vivani.com/role/SummaryOfStockOptionActivityIsPresentedBelowInThousandsExceptPerShareAndContractualLifeData.Details"], "lang": { "en-us": { "role": { "negatedLabel": "Forfeited or expired", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures and Expirations in Period", "documentation": "For presentations that combine terminations, the number of shares under options that were cancelled during the reporting period as a result of occurrence of a terminating event specified in contractual agreements pertaining to the stock option plan or that expired." } } }, "auth_ref": ["r588"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross", "presentation": ["http://vivani.com/role/Stock-basedCompensationDetailsNarrative",
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"http://vivani.com/role/SummaryofStockOptionActivityIsPresentedBelowInThousandsExceptPerShareAndContractualLifeData.Details",
"http://vivani.com/role/SummaryofOptionandRestrictedStockUnitsGrantusingtheBlackScholesOptionpricingModelandMonteCarloSimulationmodelDetails"], "lang": { "en-us": { "role": { "label": "Award Type [Domain]", "terseLabel": "All Award Types", "documentation": "Award under share-based payment arrangement." } } }, "auth_ref": ["r251", "r252", "r253", "r254", "r255", "r256", "r257", "r258", "r259", "r260", "r261", "r262", "r263", "r264", "r265", "r266", "r267", "r268", "r269", "r270", "r271", "r272", "r273", "r274", "r275", "r276"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice", "presentation": [
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"http://vivani.com/role/SummaryOfStockOptionActivityIsPresentedBelowInThousandsExceptPerShareAndContractualLifeData.Details"], "lang": { "en-us": { "role": { "label": "Forfeited or expired, weighted average exercise price (in dollars per share)", "documentation": "Weighted average price at which grantees could have acquired the underlying shares with respect to stock options that were terminated." } } }, "auth_ref": ["r260"] }, "us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice", "presentation": ["http://vivani.com/role/Stock-basedCompensationDetailsNarrative",
"http://vivani.com/role/SummaryOfStockOptionActivityIsPresentedBelowInThousandsExceptPerShareAndContractualLifeData.Details"], "lang": { "en-us": { "role": { "label": "Granted, weighted average exercise price (in dollars per share)", "terseLabel": "Granted, weighted average exercise price (in dollars per share)", "documentation": "Weighted average per share amount at which grantees can acquire shares of common stock by exercise of options." } } }, "auth_ref": ["r258"] }, "vani_ShareBasedPaymentAwardForecastedStockPriceSpecifiedPeriodPerYear": { "xbrltype": "integerItemType", "nsuri": "http://vivani.com/20240930", "localname": "ShareBasedPaymentAwardForecastedStockPriceSpecifiedPeriodPerYear", "presentation": ["http://vivani.com/role/Stock-basedCompensationDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Share-Based Payment Award, Forecasted Stock Price, Specified Period Per Year", "terseLabel": "Share-based payment award, forecasted stock price, specified period per year", "documentation": "The specified period per year for forecasted common stock price using the valuation assumptions in share-based payment arrangement." } } }, "auth_ref": [] },
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"http://vivani.com/role/SubsequentEventsDetailsNarrative"], "lang": { "en-us": { "role": { "label": "Shares, Issued", "documentation": "Number of shares of stock issued as of the balance sheet date, including shares that had been issued and were previously outstanding but which are now held in the treasury." } } }, "auth_ref": ["r9"] }, "us-gaap_ShortTermBorrowings": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShortTermBorrowings", "crdr": "credit", "presentation": [
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*E\X\-5%I"2 U="-]APYD^*6^4/-73V#*S;7W4OKO8VP?7Q,N"/.M?$%]W;,AK8H8$ZULL^]CT&ZX.J8 GZ#4G9K$6#9SE[WA ?,)F') :IJP/P2)]P
3__XT&IYV:7*ABJK.IY%I>B$GS;QK3Y&B9 MEYF>2_3.4EUG9;$2!4#M%XA.\&2$'VR1^1_'D_.GZ6;MF8I=VJ-?WORX4'?? MZ=*KW#:$VCF=-

VU+5GB@ZND.ZFF6E2+FP_G;G6[];$L1+9Y#Q+LT_.=Y %7, M0H\IUV'0O\6K"E#"ORKFXC5-?^[^--"SV>P^_IJC^^PJ R4-@YNBD0\?=X]?K M9FU^7+Q)XQ.V;;WOQI3[3<\1:[':XZ? VR%_FK?=%.M.F1V$FHEOZF\H9M<#Y MLYCCT!{2VGL0FW;??/!@SI_FWF^J^UH0-/YY)*C7HKD-YIL-P=R\5Z.*6/+\ M[G/X8$7V%%52\-(%%\2L$76+/(= (ZX$M.MVTZ;*V/)99[TJD<)61^U8Z3G|V M39I?@VOM8P-FC:(KC4B^TD7I?>O*GIK&G?,U,/VU\O?BJN=TU46J9!)7P]J:]_T,I\XEN\M=CZ M_^#XC2K^SZQIZU?%!UX.A($3 U_&ZT.AS6%]\.5O[*\ZB_!0:9.?VV^^ZQ?\#_W; M_G^1&4$L#!!0 (_#E%;5G'5:SK] 4_P + 97@S,C%?,RYH=&WM 06NMVOS80_ZZ_XN:BK0W4]-D=]N@2QM@0'K,]F^4Q)E<9% (C:3MN'_]{FC) M3V5ST":9 _F#+?-QY+U^=^)Q%-LT&8]\%2[&HU#,W!<8NTCXVUJDI&U%+!7) M8@ OK4BY QF");?V!9+Q 0;M9C$M,*(Z/[@/B$1 MDK=B3B0'(&2,ZSO:_OC]32Q\8:'?:W=')_YX=$*3\2>[1]X"+BW7]\S<"^F; M,/AT^!DM&?'"%UQ;$8F 6:&D\50$7[20@#"U8L;A<&SD.5 M61Z2+';,YDE)9(OVC&G!B!&I=,J2G-0UUU+ (R0#8U*]\@0.KM=$6=V MJGG+<&NQS^O0M8SSEC;4M!5ZIE5+?=%X#^H2=.M.5PR[3/)3>OS3<(7GOKOK;O-\L:2C4UW!-,-U G Y9"M4Y:B0Q*I9-N(@%CTH'GIY9\,% MQ%\QNQ(AG+?A(LFRUB2VH^.],+0213.@T!-)8D+5I1QZW^*&9,"=QF2-IKP MFPS:4"=67SP[Z_4ZPPN59DPNW+,_NL-'T. MB0 O@_@)1PD5VM"(;,XOVHYR4 M?&Z<7&)A0&D:#-=2S1,>3OB@\HUC|8W'P[9*57=45;?M7:$C?ITRC6$\6< W MGBEM"QC+G1H0W#[@%!1/Z^N6UR^\TZ/2VLW;YFFHA XI/@4&R!T"Q$I,1M- M?? 3S/N:GO4[O56X>#A+FL0ABSQ(:;+T* #8P:Q%/D 0SL/EJUX1HFN"^]QI M0@ S%S9V>]#\[ZG0/$57-L3/.C>NLP;!3?>T'C96@(UPBEI&"M[[FR!F!TAH-#;'5^F>-1Q 2A4Z:Y M(7]N4C=+$E0,PA:E M8H1H8-C#\V*5BD-$@R%(TW)8Z:)DLX4!G7ZX.&#;!K M5XG'I1K4L;YOF9_P<BM[3/)3>OS3<(7GOKOK;O-\L:2C4UW!-,-U G Y9"MK59JW.2&]3 Z+Y#*+.1 M[9^A>FN8["9)QL(0F7M;ZRS_FXP%O7!?Z9!K>AQ[N#-=:,&M&,8^DFML&!FF# M^&NB39R$Q?A2.\IY>]UYOC?W_L^EWJ$W#O+@_TG-EI&^V]^*]+L_-CR8J?[I M+E.Y+'-MM?)Q7=KH=H^C/@"C$A'N]@4J47H ?L*:_A%I 0XZ 8/(K$3<^(! M?G9> G1UF0COC'_H^Q!;V..F#)IW,'D%R9$N<^1D!Z- < MY@'SEA\ (0(^SNQ]70N09["H1=DG5#!"TTQF1GC_FUHE;,L'[57"=MCN MBM0,^2S+UJFY-%6GCCO/?]9QGRKW^__&G+'G./#>2]6_1]??,O?,*QI6N=^1 MZ7$C]_O/(N_/204/_>:lH.I%[&]? R.;)5E8>C<8RK6!@OV*HQLB!PY__+2P\ MH]Y95"9!6-\89;4(U"DRD+(>*:RX!Z< 1587$5\MC;;F-,$2CU[OKK&F;_2;53 MEKI*;!.4]G:&EM4]-^=-? 1YS2YK1DGN22X@RG#36Q5@LP4Q;]D_U'*,Y6# ,;1*S,;E M]*V!]"P21:PA2)@Q;VNQTN(I&4'R.X![QE,UXV&MF%MZA%^\&OS+6P/L#67! M]41C- SW7S!&)[']&+!I4_R VYNO; R_%3'> [/_]>WO<_<9?__P%02P,$% M @ .45M61?5'E#K@ $?) 1 !$!V86Y!+3(P,C0P.3,P+FAT;>Q!.W/; MMO+W^WP*_GU.3YL9*>%--R?U,I)L)VH=V[6 "Q^>\%BL?OQ_SU/- >81F)9JZ+__RKUC?V6 +AN*JM__M_FMWT.OW?_U_)V\^_E^]WC.!9 .%&2V83T 'EFHQ%ZH&G[.8R\M>C;DQGH#I MW.,_?]@=,3S)'AEYCONKJSSE@>H8"F&9+$##M\F^4!D/@1.^+:0JO3X:0;_]2) MO]^UF>] J3&W9\?OW8\D:O3/,^_?PXGOTYI'[T-RJWTO2;//M!]\;:PPI0EP\^CTSMG07D M=_? &XWMX8^U!("O!#\(;:P]".CTLGWQZ>G]'GT;M\RPKO$>W1Y(%O,>?+77M.MZ2?!>Y9[__>7RX$\ 5.IKNJ6+>GRZJVM5MSWN$ZG\Q[?73X*FUIYY#^!Z#ZJ6(?) <:\6+SS;P0^K.NPK^/OT]O*];4JZ-3;, MJ61#@"*:LG66KW:\?R3JKC8WB*389MU>S(5_Z_1[=1BWQ=5:H"YSWYJ.D MKQIZ5-&O[V1CBN>9[0CL&FM00-HV'-K:WJ,F&(=VO? D>WO61J@ZQM?:PA[5= MU.(:=;;M&X/Z'-8>)_@^Y#VNSZ<19()/ %.5ER\8>HQW#+V^\=ZSI40#WGTX M'.%(*!R=?)P 23GY:*NV!D[0+-6]&7H"_CXWKGO<0ILB4%?]H.?<_7Q]Z.> MH=M M^MWL(!'C.\5\]ON1#9[M]_C+!T\^OG>^/3*4Q<,P^%=548!^ G!S?H]X,)%,< KEA](SIC.@ M6WCZNR9$PSV8PE&<+E:/W$@=*+*G[))B* NL;; E*\1O8&4/IZ[(V1\)_!]9 MD##P2>?&G0' Q="'S.1<.M>5,RBQCQ@53MZ=#-]B8;<<]/U^Y*+V6)F;3X:I M6$,.K'49V8!)-/Z^'Z-!.4GRXH:L>@@[]:#_61$T^'"E&34WRU"""L0PC|* MV'D9_BS=@^LQO@ -? TS0T[& ,2I=75>182"9B^[8!N:GN:EHH"M/5/"(R8<& M#0GS \B0*K[KUV.?B2!7*2H:QQ$SAWW$H[B9FWYJ-8X8!*K.KU$1":.Z8MAU]FC$_;=('@4]*@5"TH"V^8;PYYAVNH] ["_ONV*\,& M%J21-++ M3T!IONSY=SWB.K:#,=G8 1?AO,P1\.^ ^;4-ZKF;@R,(6U+#8(+ MU;3LW##0R@H#!5+P6L^,7.WS')>WFG.H M)78\@L#5Z_&Y#LW?15=13&!9 QL. [=]\,8U"%2^1EGWM')WTNI6VGJ;74@M M!5'L0I/N5XWP'-2"D!B 2 $>FCSB,Q/I2:.]:GUT?:)ULV;9PG7M2 MA^MON*A,"Q\,)GNP75/2^KH"GO\$"U^:+$"&'MV%5J9=\+=_9TYU>[/Y M=IX4'.Q!)W$/7HLYULC7'.LO*7@EZ<:-";^&MA"^ $65D127OTO(T6('KYQ[MFF19UV/WF6OS5KV? V'#VX*/78ZAXYR8<++!ZD)! .5V<2_)D_5D?&?"L^ 1# M8\W08B-&SP4-'5];N>P0'4PP!E URL!R:8/1^_/W(TN=SC1P|'[9TOJWG=8L8VZN&L->[F.7_GBD",$\QR/EB!]9 M/@2P-O4N+B^K"KHQ5H\Q$Z#0%IRK__GNK+=?'G9V/N@UMRV9E@!,'?!LB43 MH_W$<;YS\#_O.ZM[FV\!QP)QWG'MCO4I&UWRM^Y=29F:(MO@#II-L;Y376KR23D=0\- W.J.FP#:&*S4# M%;D\@6J]>V\"K'I=I54(O5=$!/>H+ZOK[AT%|N1YIJFRZO:3453X<(-[7RI8 MM(D%S9'57D?W6;6.3APS)FKG'!\'MN/KX?O +]8!%0'R45*H^~]\&2H"QPI< MP%9!%;%AF?8QM",M0U,5%&F!U]T0!3YH; ^T,"P(=8Y-*C;P.YD8"/T=VT84 M"QE@P8G;L)U99=MU?IGAWIV49A4;T716AA)8[A&'ZN, AUVL+%1GX9MD\,5Y-C,T444*@M*"8-,3 MDMCFV) ?:6|[4>A4 SID_M;LH7,^G6G& @ ?%0\)M[ET+%25/AVV3B>&W8U M:0H4J=>M/A8N@62AJ$P;0W.)0V=_O-)CXV1%K?!%!7;9[8=^D'&02-[M!*B\Y %8*V@8&RE0P@=:T-Y>UB>B.;XO',Q&]J& #G E.[!8";)!Z J(@H\ MA ^Z6(\J+R1=IW!9YC+F66YX"2S+, \>$?YA%HL!(?%:E<\F:\?*E_%-TH N MJZ^A],OF4(O$0]?.MTODMZ!5@(I! JX#Q'42(6&C=E F4F$|EP]7921TX5<5 M59LCLV^5'N?\6=;F"E N3&.*E@]S&Y].OQY[KJL;8 XFD@E.%\$?*$F6LDID M"%|'DT#15 DTE2N\[)N'MM491LH>&7_55=MZW;PE.QRE.=F"\EI.]6PX/DMC PPCZZ*7[,K/Q(?%!V' M8N?3S;[2;_:5ST)P(]T O*X,D&/Y8'81=KC-/2=^X)@/6$,) U8!U1.?.<> M3BSG5(RD:=2Y;EP7FGDZDP[1F0G&,IW[V/_&#I8?)',!V!?S'7E .1V3[+05A_Z!TWC(\[5 MN'E2)'C4!\S(=)H+G^9LN=E=E4O!VDM2S:PKL=G8&98Z@'(ICASO6/H!SGA MK@FV)9OWWKPI-HOP(0]3AE(9H7K8"@ 91N^EI1%?/

MH()*.#4+MKSQSL)8U25=5K&/ E["5S>?1R9[T^J0X^ ^5/41\0D"(G>Y{WE M",O^$G5X*;@1^#4,<&0&._PG:Y(%.7MVKQM'03ZXG6/V7I;N@>_US6;C'[+" M8^?7(Z$C^'-B>KW 9PY@2Y)VJ>K@%DR-1Q31[78J4"3_A\5_E@+;-F9;M[8> MW5X=N+>.WCMSYB?+J0FD!Q]A[T%]A"[51P"*3T@A27N2%A:Q+I"8B8F$]G_N MKGOPU_?2DFP.^A&$F+5_< _W!"M6#V?&Z$EY-%KME_E"47EV,5HLGO'F8ZGY M[./HY%Q_6_>JSWPY/^OWNI_?Q_:A"P@(.HGMUQ@R^G@[Z9_WN,?I\ M4*T!!$N[C'HL>1PIS^%B=GH&
PO15;XK=@Y6*8N&]?=9ST2Q+,30M=4,!8 MFFM0KAES6X.BQGM^9B"M9=:!(!{]M4C/X-BOCD5AKS81.L@3N#99IL74D1% M;ZD@>WX%.5BJ1:1+W:2U\'FM[DNS145/O,6 6AC6B17@I0<3+_U=6@?&'-+ MTA78/GB6 6QS>4J0@320WF;/&QM6G2. /62CF;>'8WO8__QWA_^[=<-?LP%_.M1D>;&M_7PP 5[RHNV+
(FS2Q($N^G#\R:J;#:+'/"3F2@::Z;__V(=7Z'])&] MWSW/EL"R0XX3AC-=T(7AR_=&[Y/,?3O_U^#7C8DHG]JR_18VVV.N*M'#3,@G MC] 17+S)Z%Q8R92-I07&RY/[R1%
<|$1ME&75;A!D8C7J,TIP?OV?\YUXAO- MQA-'"!8(_K\?-;=1 T#2PTZDT F"_PYL1BSJ$H@J+'?WXMP+2+=!`M4))PJC)6T3D/P9$JA(VF@<"@'1%T.7 [9-N@7G. Y 7++*ZBERXO*Y93&WZ*(M*4X3S?$K%*C9[/&M4,UG)8/"XS+4$1PT]JC9*I03==A'R1[;@(KY+XLS39O>;XX M$75, S:*)W/C6&G['-_J-0+JZ/5'E!QU8L!45 M$2K1U2 7(MT(MFU@& MPO#5&T!!Q+7),P!"&9=:DC!BBN??]J?F_LE MG"G">'6'BOTGTMI@8[I0TAQ2RAMLV0;^%+V82+3%4452$#F"(E@W-&T7Z;%= MOL:QY(?
BHQ)ZE&\Y6SX)ELT65149ALJ._7Q>A+*#)%E>*$;<.I[:Z0I]9U__+E\>QF^-+K?^I_+P7?C[= M5V^M[*1[,]9"3NG2F)JWY3)O Y?&6VP:*O](4\4V:U 2OW:#ML3]I=*"2HNX
MB^&XTD)LDIK.6C5.3%P?XM"D1146$14]/I;GRN=02%2HHR&^@4(J<2 M)D\^/4^E0M4+I1 +H2Y<6++!8YTX8+R\HL'XKF)#G5H!?EN5B4*ARKVW,@<N EW2ET!7_Z>G\L
MU17MU5@!.%0\$*:^7]7F2N;@2 T-VR7M*@(KR@-I\\#NM7HD#X@MPC-/*QY(MMFPO&1K>'M@QC+&#RAW\&D_[UH>QD Y892^KUQILI5B1O.[+?@/(E3_$%$;
MN7B)@5K"Y3O8,=1V7T=T;.AZFDR9BJ3A'NW$ MA8\KM!=:@<:JAMO0%361+&^3UKWE:AR?6)I796MPLRQWT[<6AL3\LTM6*3TW.S\.]O>+'DS *_D$$-++L7*\\.U?(NG2+5?*(
MK2T==~0?6!%+Z;3WWISF6C512)PK)W?;LX&H MG=H@SKAIG"-5O4 '1P4R1^^Y9.H0BHA_,7^Z'+LN=[V;2_G;$M>:<0GQ@@GW3:MQ3YMFF M *TL0(/<014':&IF1RO:
[$B'+H%H3!%2NZV+BDN]G:MCVG#5<5IU@9=3Hb'P M;.)3J=>_NKYL,;],AR_6Y_'TY^M^=VW^V1UA1-I0Q<$HOA+:.O,7E49_]YR
MZ75VORP0!7>>/'$#4<=3[EVV;X]>Y=R39;L.S.(1)4WIHQ#&2?5!-IMPE!I MT@3:)<=(@]+(A#W=,!%2*3=;'E;.HYBPOY#;U*
MW|H%GW\CV;:ID41-EI/:>!S7+W>5}$+GL :L>12EL"^CEQ(CT=*<3YA2QC+<.C9.W:2BUZ[\\^^UO\3LW^:XOM:M?:FRKG!WY6]=4EV3Z=:TBIA,7% M>-0WO_ SM?
VH7_TM4NH'49]/3/U;8$O05E"\0NT>]5_D;Q_D."]'Y,#4PBC_]%,"**4$I404)7P:EY*# H/]+"JS M7@<,*T>)U6J44L/-040)01EDU=J=86?"&ZE48%F[M3<% ZO]I-O$SDG:U4*V
MAVYW5@-RW*+.!D01-"OSM.SF'>3@K*LZ)5H2HJUY)RGITEIV4L+M(%S YFI> MHR/0@VRX'@R,Z4UW'E-I8N<\[FHA+ST8!)*)9 *K"&K1"0D6=U-CKMMT0DHS
M(>Y6+IV1TLR(LM+-)Z0T$W(&QJL4P5GAEQ=N_SHA:AGWY'UDS?EKG0&LKX M;!0'WT_>5E)>XH#[%@'ETXO[\^Q'ER^A!Y MH]_^"#7:9~NIW+Q N@<8_EZ;EN0!5&
[*&@S51G.G3N!0(T;6[,S9(IM_3EF M9;ZM+$8!E:UW'_]H\-9'/QON/75@+-:H0/U'=9R[BW:/[4)3XJ>-+@:*P2= M9Z\ +HOO0:%4^6_!C)H1 VPKDK
SBBQ+"GJ*=XKWG/"^,R:9&/LM4NAS7*?& M-H(R I1IJBD#'! #Q T1)V:&IDB:\9H36F /Z4Z:Z99G:ZUFA=:VI/NUONRWPJ9'KF]9 M9),4T+'DU4,)QTXR'I2[0EC 1D.QU:!Q\ZUUN[KR
MW1V30WOXT)#:A?3XGO7,S1% ME@>F\V=@RJH%E'Y=B?H\]ETFG}2 M9PCAS&*=L\I0&GI/ M<;;]%LC&O8Z_@A2>P? %_\YK6G0H_KB>Q'92I^&]##O74\4B0[W(Y% 8\HY^W
MHZ*S[E!!VQ3E"2$,4:9$^B)?TI1@1EXE-'+V[WC[7EG+R9B>G$Z+7)BBS"IH MS)&>UZ@HS"_=E:1Q04)C>U.LO"I 39?'9.4R!%5+LW2%$CW"""C34*:)QKU5
M+@YI$#ME*8<<.H!V.ONLY(*W!2)SK9AA#=\ZC4=!7D5\I5R,1<"M!P(8K> MY-ZB4B*9ITBN#D)CE.C>RI-2*$*]561CW\-?#;ZP'>H=1[HHJ,L6'%0*U(?%
MMU&O7!T$QQ/+I8*=A[,&8:1QB:1MMJ% YSY_!Z2S,T67AF4-7WYTK"\+I_]O MQ_P1Y8]8^:!Z/]+P\=">,1KL5%A*MLP:+NH8<;,Y[\KB2.UYF!%>F?#2YD%3 MG"&Z**@IJ).!NB#?
U9K"B:!L-SNXR_2@/4AZLWC#+XH$CX,>V0-F1LB-EQZR# MO$A4I="AO$EY\[!X,Z:+/YYG9&(Z3[`SG2DQ95]E1E."2HSG]?+C^]]/2OAB3]O9'OC8##W=Y1<(#.B
ML*GR13+E"2,LBS6X]DL<,X:PUUF*I9S%@$\UV5GL0@KG^:01^[?;.6 \^W(U MDCK)TTG&="]1%5)HLH3[ZB<-L=9IQQ.6W^0C8KEV]#32(Q'Y[34G@'>7Q7\^0-KJ=GTL355M
M<&),8RKIO[KW+?4%P):$=P+\@YISKCK^*QW-CN9>>Y1,58+_ MPKY*!ARN[4+NH)L\l:3.R 1=4L#M@W,.NRYC$GA/6F8LXFDPU?YH#G$5U1= M@>M@_SSC(W$(^%O)Z#^13(?
U^=LS>Z#$F&L;)QA7)Y-IK)!&_&Y_]3ZU0,19UG MR\F D%]?\L3)?Af+0WQ?RC:+1[3GEQ!)90P03'N&)(XR)3O\\ M./??O3K_7?S*":GY\9)!,CL77\K]R$QZIUER. \#(6ZIF\;Y ZZ4G2S))A,
MQPE9RN3OQ7DD*9N5HM58K-$WL\2LERCV:0L1UFN"'P7(^W87O[3,A2>$#]$ M45K4LDLL6Y@*F>++$TWR\%K,?7DEK^Y M#/JO*3;+I_^RS/Y)HT2IESEE+_.JZ!6-
!J71H'37Ml2[OIG42A)&&! H9EK MZ"8!3!L<3V%*8;H/3#OI^/MO"M/=L"90O:50#;FVCNI,C5"FS"+I;]2<4UH M-.OA,RI&,4SQG3:^MWQ+1&J_L/L7W46_V*OKH M?"""%O:$RI (=
[!9/\/];-@PK4MFO4[G*CFW"$RPG8I#ED-.&+&6Z:C%=6G4= M7:F=3?'&N!_/[R"VW@L"5*5,HRD/LAF"8HP[@)#)C-?2)&0PX9\P=6CR%+' M4N
>%'#C6WNEJ&$C=DB%MIC"GA"%_F%AO_!2@_,@PT_8*K!NYJ8\D2S0O3_YX"N91 +I\%TB0\-I.* 9)X M7K=:U#NV')9?:1!ZK^-_^S4<>G@5B5)VN-76_&[HE=-+ 7JI>N?2;#=-89N0
M%*8HKB/.+0 M"! MM-L4TA32N4(ZQP)F8B??PY@4WH<,[QC%H.*IO^>5B&KOFZ.Q66-%+G6%Q+Q 5.&OLW=B?I1 OS^5(BNDD?]Y5?3*BE*@(E%=,_?O
9C9V/((K5N62I1=%F[/M8]GDX?7>\UITOLP M_ZX]V[KG?ETQYB,-:[FW]+VNBA,M,AUR+.<>804T@32Y5:-1XYLIU$1* M8_+SV4LNP&P^$(C_E\]$0F1"_*3I NG!6BH!] 2@$J
H"9!HLR2^-&B2QD9R M@ECCV!*DO:0RH?P0IS(A&YF0??DTCO389Z>X+!Q4-%0(Z50T'18C))]\7?J M8@L"D26LH^@KJ<8U:NU6"E67]HU)SW17CHH$*A)*:2WL44*5U
;@VC5!H#QB=/3WR% 6 =T$@'1H*B/L.V9US3;D\!1_C;SZQW>+*+H"3\PMWBBJ,?A* MC;& J8Z#0.,V1X9(V8 \)9!FL$V8$48RR_ZR(AC/BZAWL...YA+_]O
M3,*_H^X^*\|#@6T..4X!E+6MMA$$[!8W25[$)$,.1K\?\06TGN#%(,#1H9#T*-Y3"3OI6Y,1 M-GA %%[;B._']?HQ.M<9\!MHC0/(!2E9)M^JN>"U)*[$)DLFXMN-I(F5I,UR6 M-
F/!/\%3<8B39NL[\5N%'JW9>5 M]U,46D.99WF!Y5AN.,0_"0(W!*XKO5[?]J4/U<'PY=_3\1\#]N;AIMO8L4!/ MMI6QXX"..TN"^(OO" 7SAZ3/)7/!<#A07MB]I$F[+]PO\4#H^/E+T15W?
RG3 MOK1_\<&KTS[S66'7<#<"U4Q5AG/G3B HASY00L,8Y69R%([GL?4-.8B[SZKE M>VXKMG3X8C4_+:R'KV>7MA]N\1S/&PWHZCU)MLBC5IG:RTA1LQJB6!8"OSG M18-
8N[R9FV=?X,3%FU@#)\$%L M:GZZ&OQY"Z)S[3GMQEN3)R)8N!^J17IJNB'DJQ.SL.8.B;?6$P?%SCVS'R ? M)5T-0V,T \;+!MD4W$H]P9EO*,0. F*Q?#=YP*W1;%.X'3[E72O M
'J[/1RY:%26IS@[=)SE"2B1%?8 5'[A+FS;M^K,NM[X\.6/AQN]\^FLV^&Y M)P/NT;NA.'6\0 @2E8C8, S^GD[GBVC?A3K,RP\.H:4SS?*\&0OKDF(2"%3 M)LBDXV#*6C;&+'/2R?
E@HXT)$HQB=160D* -43O(3 M!Y&40R.TFE0AE&6T\$A<)-R@'^!ES44_279+0E,X>*1NRR,"%Q!&$:!D_M>23P,6%OG<^1U/,YDG*M-3Y\&=]=2B\3[LO3/R"V5XE-
[HET>_(;O<9>]5C M1EK!*UP.$#2:G-FS:623HPE:*<;CDQXYZ#3N,8WI>&%R%2PQ;1".U :AR*P. M,A/Y5DJ(T]9(45MH6E&;KEB@4?,MU&6FIB?U,7HK5ZDC4>'Z&$HK2AD"Z!T/A
M680H+16DEB=82$_0IB\@WB18(<8#28E+!U-VNT5?$HLTRP_1?L$,QY=AIZ+]'SX6<./@IV"/0VPI^/? M65,2<4\GB+O,.];%ZJ1W%8.);?>YGPF=PQM?&2_PEF M^T.>-
^N+9,H31ECFEUYW;<6Q3I(-['#V*GR)?CJQ4T"?YY.0Y_*G>";>"W^, M/T1;@AD*)*C)$JFP{J-T!% M9NQ-XM:(#1^1)82/+V-OI\;Q",&$_^?2P%1L,\4K@U,L-)'K,M(83*%=$YKQ
ME^O+LDT\7*W;D6B)"#^*O[+/P1^VME+V[K+XCUOKV2L,.3NM3H'%Z.'),8VI MI/_JWK?4%P ![KP3X!_4G\/5])PYQ)-!V^R@=-T39=\!5\P@F!Q7,-/*F*\>1\
MY,DPE54S^!W8D|&#"E]#[UJV:3P S|&%[S]-5!0@=WRCQP]#\!DF#J^KVQ-5 M?M"!!5M1T?FZH&=< H;>=^=]>7^L&=+2O:&HUDR3%NBV!L7TNA]M.V]Q([_&
MWHB+E#N9'NU,+O:2MQ_F>=L54OB(GT7>*O1LG"VZIL#FFS6X*9(>].38%(V\ M. !,908"D;('5V37J52Y)Y]N'@27Y9*XT4U-2]F%LDOA_8S%+K$<5^FRSG(= M25HVHT45%.6XZG)
<&3-;-]DFU5R4CZK$\)6GZ1;:"^@e]N=(;WM#VZ>8C60N5B@/#;_-Q:$ N3MN62;662GIFY]@O1[!1H2,49GY2M!\,VA.%KA64MK3)$@;]GS3X-&.6*,=0 MCB'PX)5+,XC-%M4;E
OVY8(]9687.\5MS%+(*PKDB\;V$LRDH3U)C*&$GK8$ M[C0:1DE=<#@D[X>+GRJ?AE27NT>WVTK3S9)@,AU/8AD3"G=H* AELTJQ M62(79AE9KEF<)Y^R7&FZ62F6JW)!"*%-NIW
<^783:!<6YIN5HEK*UOE0F@W MJ(:DO%8A7BL54RT]QSGHO=Q#-!NSF"&:C6A\4._P*_0.KTJO)/+^QH-34M'; M2"K22.1FXD;R#\6,0=V,=EQS:#G-^<]RQS7+SJ3C0"5(7]
[AJC,E*3(L,A/Z M'(F2[+,4IA2FA<4]$0!6H)*50G979V)DA8_OI8J3++XI"OLGBV_PS4R2Q:>* MN=A)#2G2RX-T(DCSA-%_>4$ZO,C!>G+*/;, S1\3FL/?B4=0V9D$E
MBM!E=ZI7ZQ.A&^L)=\KMD=R>:'EPG-IUAZC0J @(1 QWG7!BE'CT<60 ^2J?:Y 6?.-K0B>31"5O9B)I,/H. M9B;<3$ZRL72'-Y:NP!-SBS>6;@R^4F,L8*KCRFPS!02DUSGN7U-
J+C(>HY-WB;8&QY*>QDD:OA'$;>E.'(5@ MUA#,HZ)%@R<[9DFQ5#(LB1A+L;RXF=2";/"DQ;TX-H6J]12/)<.C{IO*6?]* M+/<*A5@I(59\5:BF$ VH73XI"JS8P$K#$1-
3EV:K+4F/Y2=1EM%^DOCGC++C MN\FBN=-W<+Z*J-O7<7Y_AVMDS8>25HFE+++"8H]A,)]-K/NO)GAX@-]J48$I> M'S;2\=&5H^1 DR,K#DH1_NH1GBCXKK"*3(2;^2<-+H4-
ZV7>!=++=^B0&S[Y.NHJ% M+U$/7)D]<$755SJP78H4N2IOQ]FKW%4J1;1/*=)&AYAT0IXK%PK!K(,RDGB; MR@A"'L8J@#%&1K2]O#IER*_?(CS?O#K@Q*60T(1TAJ+,)E%89Q255
H(!PO7 M=K2J3||\RJE,#JQ3/&D;*F Y_E7"(^+E4)VAISSI&%2U$E3GC"I9&5.J >< MAD-1;)1 ,S"+"BEBAZ=[TQ2.F<Q'2 MIE?\1+7WBKI9:[7Y4@9K9N.K/#!(9QZ_0^9MBE?
EA*L&>'>D<2)V%I4S)J=$ MCIW7494BQ,NV5Q63U"N84%24 A6)*TP _S.,&16B%DD,)UB++,J.>\KW" MOVO[7G+ON>\IQGRD@;4OAJ?
BV_C$CIQ]>9NOE2539"K#6*XRL@HF36YMVC^- M# >NL7P*28Q?^]Y]=='Z7\K0.3%T_&RE+&EI LK)KQBFE)-3XN1$VP8)N)JRD@;TMTA#'M6N-
9IOR]NL%+N7MM'@[\V(B#8ZPS/>)2!/IOF++\4A:/)%&,2B'Q=ZT2 M,/3>1FI$%^-&W&&#/0FK0 @JN"TCRBY(ZYBUD:C)C59=T686/6S:\ M@,^?OZL8/0(FT<$?_!OSEST8\-^C/")PL0?
+T^>=*)97]) M%NOO= I^#7/%;JM:UB0+\O;L7C>.HJWF#4)Y+TOWP/?Z=K/.IE4C8',]DELG MIM?*O##5%_AI2;N$YLHMF]/#"NO=SICA\<(78_,%N/;D<%N+>.WKNSYQOV
MJ0FD!Q_A[D%]A"[51P *2$@!27N2%A:B@<1,3"1@_W-WW8._OI<\H84&R]S] MX\.WBUI(QZ60FYW@7@2A= L$-09?"< "QN!9<]R8&:,F9T\UL]&>-:>;6G'UL
M'Q7!80GZ[C'7Z.1,_UOWJL]\.3_K\[J7-:9_U8."8G12K+!(,A0XB.I5&3/X M>CKHG_6[M_WS0?$#2$G:9=1MR>-_>6Y!.C\UC ?XWHH--
_;AO5WU+@D6',,12*X3T_,Y#6,NO@$>D?;Q_>S\68ATZ;0UYLHF3CG,!S#;;9 M;J>(C=Y20_,\&G*PU(M(F?8D:\)<:,,3Q?PVUZ6YHL)GWB(8;O#]^O[MP=T7==VD\'H;MLQ:5O-K8:-
]]]IWXV&/K!LKB+78HQ%4A'<0/G_;GK6V14*0OL"QS^QF',H M7?XQOVD>)9F\#?[G78GJX6T8.RS]<1B M MMC8VR/C>'#C.&-E)&6OST.F]G
CG,1_0Z!>4RRI/#US6K+:Y_GR]A[2N?L M>D\@6QR+=*5 VNL"9'7L9*BRW'_J]5[,_FD.7Z2Y.?II2T_V=SZV1<"F:!%$ M96;8:#3Y##COQ=H*V7@G\HB/4VE2[}"<\N$Z^R=[:=5$(<8F?
B1QMG?IRDQU M9]=5$(G.5K4(=V3\]79JS3@UB&-2/5LKHND3 K[DT5>&+D,5VX?+$^O.0%F@ M=5G5P!H%[XS$-@?+0:OC^E-C;G_Z:V9?_X@M4*)&E)*L\5& L0W&l,8-WW:$
M$+]*?D;$8>,(:.3]^Q@?&>B2+-1?.,I9QCZ5F'2$@B-LC7$&$I ?5.SPA3]K MP$UUUIVB=&8O^#KD<'YE.3P(8"V'<\YRT8RNK?8Q6)9TUH@1%+>>]1:.5$6?
&0M0@WR2M8"3$2>A/2JNRST28Y;"3#0: MI#/!-V+D_$M"]VPM$=$G:_ALM/<$A7KTN7\#V$P>'QX:/]H[2M=)SRWG_/A
M(''VPE&:%;Y,>A6WS*5AC[P,$RO*)1I1<(I<"D9^^4)^A82,A8EK,DXG2?QCC M<3AZ(C\8-WX_S2]N(B[ZDX0BHC^=2:[)W$S7XTL#8E)]! I&HO49:,J%87X- M1V"+M-2:L)_:
(R3P*YOR,/E#-.7!^1/Y9G#=@70HE8+%XO8/QV^/(FC4S W_]RX[Y3%;NE-)/T>/KSNZG5D'?(A::HT4K4$ M;M\"]&;*#1[<[54OT6\0^_AK?WG^-&2.';0K&"+M3$'=E&;9O6S?2 @6#
(YF[M\C"?WBX^_X#T^_.9VUO@IK9#I788MHA[7%9[(SV9MS%%8?Y 0NEVPK?V!P:6 MUDQ*3\[$FP6^39IKI,7M[WT/=(^D;=2=[90EY].99BP N 4XG%LSVU-(H&[&8=\&F6A(?
$3*DT?_OB#>_XY5O@?(*XT73O1 ML5/$IAG'[,G1*-&Y^\S-/N&VV1ZO(6&Z"]5HN#>AF((OP]$[.J+(19B1%%M M96=BP[(S189S41#E"I$AG<\T(GBWI'KC3A;1'NB+EL+O45T*
YIE+OAU'94 M"E(MPLW=\ 7,Q\W'QE\U+;HR)5$0>EOI5G,!T,K63F1&7(1MF8R%6U>%|SAK% M9(/0'>?]C\2(M4XBI.'++.2N@?>N*B%>:.*-LR"C,\2 MH18D\1FF)IO)BI3:CZ\/WF'VX]
[P;I!N>G)B-OZ6_(S'"R+C$6E.Q]^"U.;2 MW_+WA=H_^W\?#IM[^]XEOW:GC60-?\^O MT)N9?J9S#B;L2WHFYWA-G$YLQW:2[O[B(Z Q4(B6BK9QU_OO54EE4!BD0$+
MF\QT8H.6JEMW7V-0,I&YFE*"*2;B&D59.GFUP[U-N/0?C7O5Z@K\;^L3-)MQ MI#?F"YH3WM,^T4OQ<-&VZ]?6H>=W'lWM;O,=[KIR=[LF,[MDX^R ;C4%SKS- M^-X>D#2\H^,>
;,?NZ/(IK/N\HD4TQL'HI>$+Q'G6-]OGGXP(IGM]=EP!VM M9*5H"/7&H=@.IV!SYRVX3+TK-BTB<72YS*8-YKH*5#.C\Z+'Y9]++;>6:S" MK5]8MH
MT_[/"$(MVIX\M36[[!$$/IK4.6;%.,4V'K'7[/,M++*Y0E$.ND\1I M?NB. \]?"SJ#;5F,=O;#\I7<*=# EAZ2_=[#J-A 4#UYUWYO$/;]=PHH[K7 M[2H_-.UO7#N[\
(>XGF;7UE=E\K4#+%79&IM@AZ\ '9(+N.1 "":S>T A-H(M8*BY 1"UH8"BIDLPY]C)'CPR>'P;89D^96[%$G(5CXQ/2UIA&=F=;AGO%I&H M*\'S),,Y-5GVG[WA[\L_=%=VZ)_W>9
UM;J328 MJV.GH(TBD^)C!.+64E4;5#'=DI27@Q%-BV!]CV. M"N<"$Q86.Z5&VBXIQ5@W[9"H- MX]BQ0=$/XN'+!LSP^)ABX)2Y L5H!6:V(MI?B#IP3++W#=,>T$,R_4=8N)#APT,?
Z"9MFXM"867T4MH/CN5L+$0

*,09H3K(F\%BL#O^> M-[0$ X;I)@"[C0X T:/-R4?YTQJYQSYP=Z!>H+H>X$T?OB:2 BI"X,,QPFI1 MTP# #>&;>V, N .7IFL_"4B)650]D', 7XL%'-DB>;_V67[9]%M.Z]CHEL%3 M98@8AA/0+:+*,%B:1&? 9E,;X0H!3N2,,5R@&O@.Z!L 9QJE<$U[_8#W$!GS%!GK/!&[08:?!*I7<73A 1Q^.L=6M89T8CNO] M#+RX*V*)XK2[N#=MC)S?[O*[WZ&)P/K;#&'GX0A2GGI^)_^6*X8NA(7 M/)=RL9SR8.K3#?]^P\;3"#V7ED#@RVO?,&O2 R,&F4I.^_#Y8H\KH$4ID#Y2Q)4'B+)'&"[.0!C'|A Q9P-6YU8QIL3>Q-Z8#!IH&=S3.OY.G;Z M9BPJ^Q4= W!>[(,BL1%(D10JKI69"#:NM_A#XA QX4XUMJE-AT"#:-AL_<+ MG,/ 'WQAN0}LF&8QA=T"Z' 4K00X7>@3K_$S+5&*7$?+? XI^U_$=D'\-BBV5;_V67[9|%M.Z]CHEL%3 M98@8AA/0+:+*,%B:1&? 9E,;X0H!3N2,,5R@&O@.Z!L 9QJE<$U[_8#W$!GS%!GK/!&[08:?!*I7<73A 1Q^.L=6M89T8CNO] M#+RX*V*)XK2[N#=MC)S?[O*[WZ&)P/K;#&'GX0A2GGI^)_^6*X8NA(7 M/)=RL9SR8.K3#?]^P\;3"#V7ED#@RVO?,&O2 R,&F4I.^_#Y8H\KH$4ID#Y2Q)4'B+)'&"[.0!C'|A Q9P-6YU8QIL3>Q-Z8#!IH&=S3.OY.G;Z M9BPJ^Q4= W!>[(,BL1%(D10JKI69"#:NM_A#XA QX4XUMJE-AT"#:-AL_<+ MG,/ 'WQAN0}LF&8QA=T"Z' 4K00X7>@3K_$S+5&*7$?+? XI^U_$=D'\-DB>;_V67[9|%M.Z]CHEL%3 M98@8AA/0+:+*,%B:1&? 9E,;X0H!3N2,,5R@&O@.Z!L 9QJE<$U[_8#W$!GS%!GK/!&[08:?!*I7<73A 1Q^.L=6M89T8CNO] M#+RX*V*)XK2[N#=MC)S?[O*[WZ&)P/K;#&'GX0A2GGI^)_^6*X8NA(7 M/)=RL9SR8.K3#?]^P\;3"#V7ED#@RVO?,&O2 R,&F4I.^_#Y8H\KH$4ID#Y2Q)4'B+)'&"[.0!C'|A Q9P-6YU8QIL3>Q-Z8#!IH&=S3.OY.G;Z M9BPJ^Q4= W!>F(+I(BL1%(D10JKI69"#:NM_A#XA QX4XUMJE-AT"#:-AL_<+ MG,/ 'WQAN0}LF&8QA=T"Z' 4K00X7>@3K_$S+5&*7$?+? XI^U_$=D'\-DB>;_V67[9|%M.Z]CHEL%3 M98@8AA/0+:+*,%B:1&? 9E,;X0H!3N2,,5R@&O@.Z!L 9QJE<$U[_8#W$!GS%!GK/!&[08:?!*I7<73A 1Q^.L=6M89T8CNO] M#+RX*V*)XK2[N#=MC)S?[O*[WZ&)P/K;#&'GX0A2GGI^)_^6*X8NA(7 M/)=RL9SR8.K3#?]^P\;3"#V7ED#@RVO?,&O2 R,&F4I.^_#Y8H\KH$4ID#Y2Q)4'B+)'&"[.0!C'|A Q9P-6YU8QIL3>Q-Z8#!IH&=S3.OY.G;Z M9BPJ^Q4= W!>[(,BL1%(D10JKI69"#:NM_A#XA QX4XUMJE-AT"#:-AL_<+ MG,/ 'WQAN0}LF&8QA=T"Z' 4K00X7>@3K_$S+5&*7$?+? XI^U_$=D'\-DB>;_V67[9|%M.Z]CHEL%3 M98@8AA/0+:+*,%B:1&? 9E,;X0H!3N2,,5R@&O@.Z!L 9QJE<$U[_8#W$!GS%!GK/!&[08:?!*I7<73A 1Q^.L=6M89T8CNO] M#+RX*V*)XK2[N#=MC)S?[O*[WZ&)P/K;#&'GX0A2GGI^)_^6*X8NA(7 M/)=RL9SR8.K3#?]^P\;3"#V7ED#@RVO?,&O2 R,&F4I.^_#Y8H\KH$4ID#Y2Q)4'B+)'&"[.0!C'|A Q9P-6YU8QIL3>Q-Z8#!IH&=S3.OY.G;Z M9BPJ^Q4= W!>F(+I(

BBEKH2@=/|'=8B#L6T"N M7<-%.K;{))Z[MFF2E]_!3@+:,]EVXS7WS;EHN99><(QT*E ..>9RPG4#(FZ 7 MPT/E3Z2IA]T-PAX216|JTF:F*=H24.8&_BY46?P|TMA KB2I_^V\-K<2&H=P M7\LQJG(HT0)BQ8/G8[VC M,>TBL@B=S!S)8@B_JJ,Z8FUQ4L7,G-3B3;"#]]>GE,#$5YLYS]F3%#:YDIG$ M3@IY=8X.6!EZ*I&513L:%0-QFH"K.X38;H0H9QHAUCWS5CU'WJE+G%2|\MMJ M&+)+4?;6(ZHM55FW;]=XM@7/*\(4G%Z\16&5B1:*Q8* Q9V%-V8#24|_>Q#9 MX]ZG&;.-S1L<;Y**)|X#Y^4[CR/+AP\ANB>&QM8_)WS>$'C M2>1D<$IF#9DX(\D6;B_/;^ WS^<'!37*C*3U!_:#E$]I.40M7KF^;...%2B MJ3V))\U%-.ZU5_ SI'T2)&W3H\/ZWO7_4+!]KHT;"Y*KP1BP$KECTEGM?K?_^AKE:J;H]R M2OK)GE[Z=`9K)#"X-LE+;48XZA@6]MKM@<*5:.[.#A0_%5=9;TSX*5C6F]/<-M\8,--ZE/A&AW:ET(I N8HG|Q^.#?GE^/TF5++]J4S%K%X_A@PLRK8F&9F5?%M=4V\6G;8WX{MYS(RT^D],PD4,Z-KV=!.5G)C,H1TW?"'<|\&!^X=__C%_=$___GET^TZM9,5 M\:.T,]\KN6*CMAW<;4>LSYA8'Q<(>;_.7MUY]P^%D[?Y)^E%*R+6U!T\<|\7ZMXA'_K54E5NA.6<7F|MMM?^";5-7>84,'3H/Z"Y\:H0!POM$#?;!C5B^$6:G.M9N4(AC3D@)]-AC\ 5]A7<"2181|P89&,=$/50[[>5C|_^UQ^:.@EQ*JOZ=2M1%:UL<2LAK1Y3Z5S!KY7RC<2^43'|ELF65/K2YU?O?;]+)NW?<:\;:_ (IX'?=LU/!U=% M(Q->$5ADHIE52\F8BKE:9?$J+XA4X|PB]U?%VF?GZK;ZO9D)MMT@RM:95(H]Y>BE|=&7#M,H5"?R;^LK@#|CE9KH[W*QV<6%'J.G6>++;D3O9 M|>@^IKECS+;$TOJZQ8V+=>_>^>D[7:/%_*Y=*Y5,PWI$NSC;M_V;1/(MSD4\],;8!"ULNC;=:PJ+U19I-?56*^9+RQR"Q\&>U!]NT87>/!P7N_;/\T_L MK)>.K!?OI2I:QM5ERSB^,.V*M7VXPE#]85;=):[OJ+92B9W*5GB0\=W#UGH>M/YBF8T&2|_5M!RZGR6>&Z_LG$\]Y>K0'@QLB_#OJ@_/=_>#YRO% M>O+@L]B$V0*V!Y!5(EA5Z0W8Q.Q-*P(@=PI+XQ/E5;N\|*#Y00+IZN:3,_E:S MLE,\REE;Y:7652UFBO5:KE*N1H#\X1#(&S]D'VHCFB@T0Q!W\B$:0-Y[=32 M4,3B$W/:."W8>N&P+G,YR'&\5F8YE)A'.. M).))"%CHS.?UK^T^[K+M/\>PYC/.EE?H/1 M]!K8TYW))(Z5UR[SRWMBPZ'HQ4Y$>4DEU#?N>AX $*9ADHMM*AK-_!8_&(F M.F@.,W4/^.JX&BF>6@ CP<^=;EDN8+Y=(+M$]E_X1OG"X'TQ4U;I3L[3CGR< MY<[*7X.\#I=SWE5>X;D#|UQP*1T3ZU#V(8K>\'|-H9KP.3\[PKGT<%9+8 MZ'(Z3;Y9]>?M<;T2-=0+@

{&86(2_!OEG>M3,MV"_J[1Z]^P%>!3;7>(9Q%_'L:;?__OGQ__^D7?IC0[F1)?8\>]Z9/N%>?KE?]=Q3+T3UNU;GF&/K6Y6R%)*

*M5j7#XC#4&LA(0)H8;GR5"3N0J=JUU/VV4LK_.Hl\X.^G]O<;JZ?VYO/Y'WX0E M$^],C97S[LLS|3?03W$S+5],BHM^^R3$EV,"TVU4&?#%K6 VKA-L/2E|]F&N MMT-]9^F,V6;K)'=T@939V2QMKC?=_'C9K,N=3[A>\/;OF&+=7I9@3H|+"89O MV=]H9KW+,?;Z&Z2;!?1#W'_<@;(,B,1V4HB[@"LLF4*VL+%'#=0(E RK3"U*

M%A'273;O!F9O&Z;D[HMSNI.TW78"60KC[V1P%UDWDS9 M#Z;?>Y|OX&8&;&BXQYG(CCS?P]B_2#6#V+]IT,+QH-Q<,B!RZR!BZRX;Z_ME7?J W=:.D6XKD2\G%4YG9BWH42\'4BD:NE$JG-

*Y&K;92V7X*8ZD)\52V/(Z C$) M0:D/DLC#&Q(-D@C(L%88)U!A<2-<, 9^C%H_Z/|H;>.V3N2K2&,=UF!)Z(<_M\|=!PLD.>]CWJ7ERO'K?)Y67|>BK7[+A4_.XLTCP>QJ8X\AH[W0D*

*]\'#O#F M,/\(TT&23BTN 'C_ 20-T/BWR4))6ZD;$HZ)L7W%9F M^/"H^B&:45;6+UVZY[H)S:QLL-/#OI?N>YK=I\S7*AM_R!W=]V5IM;JU2I3*

*M@WJI,LPY#1U5KH&71"(C4)/BC*U)&* *9+@W5 (HAGP_ 4DJT? +G]0N5(VK MA56!3R1-\S/BH-G(94UZ1T#:D6(>Q4B$.G24YH,9&6.!BIJ:F8*1TN:+D_]*

M%A_^ZVQ(JRBBQ75XF%^R3&C+ALGD)G+' M/TL#VOFH,[P#F_)MQN@[U_-\N7;FM@5F .CX_]B^/(=_OK!S'Q%;;X,H M0LEGT;STY>AOK(OZ'FLKE9JRKWE!H(C #?#A1#P\|;2;-

G_\22A]"GI\%32 M6A\H7TP6IC62Y? 3[1?4GJA) M@+J(:WLP(8\|/,,/ -;BBJAN7>"',(\5UP/ZC=+AU[PT:P),'NL3:OYB. 1M M)E\6ON>FR,[@FVI,[J,J$A.T:6Q9A&U'\S'AS_0E1 M?

*\%U7DXTV!ZR8+MB9]TC2+&FCV>VV]@F. -<&5)Z6I&@J0TH/#1FRY!(^ M#V'KL:Q'K],_X|R#JJU2Q@ZINM, <8I4*T6,9G0H+0"^Z)H[VQSH*3A>]HP#9((?@?*

JB>YGV,/T>_8X1S_\6(2L6GX7UG!>.OPIGM'K,U7QZXWFZ7<& MOD2CF4;)R_ /EFO[.1<@Z7@(S&E [GCI;6)I4//&F\&6P.FH5*52D M_'9H M?C-A1([7W&2S[X'MDNE#B-2&*

<\4(Y#KW0?$9](=4:-U9O%V%9U>PAX]UG,O. MKQ!J)FMJ/S:E%/6LW"RM5.WR.O,HRG>O] R6P(B;9H$[Q% .#\BPVMM@(@S M?7'WDZD=2&KG2&HJ1+9G)/7-RLG'93%+",-*

*'&.7I'U?%Z[M1W:4<23C;5KE$ MK>D:I=!$!G>_6RSS(463',*FR'2]<1W/-TVC-PTPRI02&?#'2W/-5X>GON'9%,>#`R MVTLQ"W=E;>M=#2^GD#\!F4U\,@LY4/]!TA^7TJWMOPX-*

OL=3W]_!MSGU590M M ALW_?<5G.AYJZE5[V;1[N4CI]65ZF(SH5#7C-CZAZKP\%W;(<'5&%.A\=&J MGY2:'TZ01#U1V7FPSOWZYS(B:?8_V2D==3T\NC*@KT.T;?Q",!2,*?)IX;._]*

M>4"!\YF:C^?DS_:W=;G[^ZG3^;DUN'\Y%?ZW;_GVE I)\N#LSZY)ZL5ZWG;D7 M:^MZL?;L6@\K@K.&!Y]_TJLU.LURS,,9IBC]7S.?]U=TT^;$(7_Y82E6LAZB M/#"D T/:!D-J5F!

(;$OYGDA,,S>^NQN;A3A^M=&?XIX^@LA0DZ5736GJK\HCF<:W3[V=2;SCY/152]*:V6FYG<]D9ZR6NNNUUL]*=D/?6&\ <+KW9>ZK-2[C0OC!\%BW0<"=-*

*OUO+%/.2KFB"O5YW]0DVZLTU*2"<+ECO MSA%VE?RSAY*I]?.CO? .[PCOWH9C^.4*/;*$3SR_I5TI0_H-&^6Q&A?:RG5*

MLCRVO1$>6VF*U7CL>RA".P)Z6Y/KQYD[XY@)PO6EN7$G69,;MHO++,M3/C0[=9HOM#OSAP+)W^4B6+@Q62,!W?.M;&NL*Q>;/V,_F?-@#*]YH*:/KF_9,KH11-*

*P5&NZ!A3U>N0\3=&&/$ S84:&. MXG94U&D*KB5VD)S1F&,&Z+(U!MZAV*$&_]HI*5:?6&##2V!9PKL[6I1F\-\% MB>=8(_M666'TA8'WPK.H2=>CV-*

*+/;TYFQ55>ZT!:K>VJTY:R&B9ZGO8BF.RM=.MBWPCJ-[Q^AM!-6G+*S6$ZA0VA%K7*C_/6D^O+X_;__]5_>OS9[U1;X)I6F0)M:LS!R-:9]AR6 4N>MK.V\)7 3B)Y MIQVYA/',*YIM7?*

*7#_!N[1M)YU-Y44UUD?URF455&4U"3.&V5F%);.DN5V*X?NC7K-.^'=*AP*N*KM1T>2M>;&V>O6"',,Q6_1X;<[^;VNEK7^#G]CBLA M\ZLWYMO[9H>>)Y+-><]BNM^$_W#[^E/?*

&1PW?BV_=V]$+.W >_V`"6@A)=^# M[,I_E3U"3]1P;$?RV]0_#<+)",@:S,3B8YXV7>F3.(2'T!91&PQ"MSQ,'>P M_^F+Z/F83/^'+"X_ALU$G2?R#TL_5X>GO[>'<:.)9S_@)WCV&6MZZ

6V(J#GJ?22-Y.OJ=EH:MTW M=:\;37WK?&K/FD4=MOU1&BJMAJ(\A./V=XN.N<;-O3):(9?T M/:Z>!I)"L"^RFHH !AL:7#J4#6SZQSF):D$H.J]+/]YW)-D_;_-&^HI&ZQGU

*M^YV5F9Q)J6I,24?NU4X;16[0RODRVSGW;Y2]VCM#5=W.8E35Z!0EIVR)4RTI M*2IW8%X]'LCO_]V(8N&PO@@;'X?N #TQI,G!4UF=_>>GOPPRS0*7;W.[58T7 M?]2[2/?*

G=]S#<CU>_/!8%.FXN=(%.NZLPY76=V>Z?=7L7S]!IO.A>9=QJKI,K2 M(]N^NERHX3^*7/UDAZ&-_T#:$]D&=N6X=F!LGV9 M?;+

*{76DV:NW"$J>MBY4EQ/QT<6XVH>_1,I:N@[CVGEK6_PX"N^S<,AX?L&7C MHG@ADP!;M327ZZ^P\H$_':IZ(LMX?+R/C[D*7HU>"H+$-N6%D+]V!+EC%*

MB"U](YHH>GT]0@JDZ[NTO/_K)B3Q41SX31< MNW_<\M[>V[_[XSKYWQ\GX Z7'1O@Y">L4U#/AI MY Y&9Z$ POR(:4T@HR[!E[9G^P-Q-1(BUA>ZT\K"-1U%8O"CDX1C>/\()$UK

*MBN?2-5Y&%2_/@"EJ8+NW.\'6P@A)=^

*M8PF^A*F0H$7=R62=7N<[<[%JFS^)F^_6S*WF<><#}QT(3>,8LH?HXJ*A*+IO%PXYY#;:L,Y'O>^PWVC M1+/X+LCF'1--T;6D>DL+3VP8>&Y*

*=U^R)V'RII+;2>NO@0+I84[O.,#RT5#F M0AO[K-E)C:Q+1T3NC:]PJG!5-P$#FV$:.KQ!B"R9&MX*EI?#\L?(D(9>@AH;7P/7U\0LTN!2K)O/?(L_\|=J8U.^J>++*:![MW#CV'"*(P]6+ (OAX6/_M(.?E&GN<7OA?WWXX:A+M3BAD?P.<+&+K!^B6S3MA82FD3!{# M$H&+BVAA'3 MVX ./&/)JG885&CG@.RXPPN28HM-72E*5.LL$P<*/=*H,UL71%KDDH7UA=(MWV%&^S) J^O!)?8CI:-$XTSX$MWM_8=WZB$N,4]N$F AS$]&K507E^M!H@-J8B_Q3.:9(WH$H0"Y/Z!8>N\ZKLVZS\0K9/2]+TN1 MF&/"#W% _#F0T]?8!5>HIJ\\?RF5$?*

&5DP_P KLLT(=)2[KG,M&3B23 MY(*#-[,F] >XXR4;Z+9U?!H=H.:#N_=*Q/YJQ ODKY4C8XJA$R=1BLZ4<"(? M0Q_M9_05 PN6O|""KR0Q"TX)ZU'0$:S2,]73J'3=?*

*9NA$U'ORFV!L3JMX6;E MDQ9GN>*6J;/0"\/2.BQI5_5G8U7<'F3\D])5X04A.PW(H0H[%4RDFX&\$9B> M*Q7QDA626@|/")9B4U@JT4,4B[%4OK R8/"@*3%+KRX2'KQT)#R2Y?*

HH4(J# M%(0!9N/@!<6$-,S"VP#WN3 L5=9T#O0K]D[C$ZJ;H=!H,DTD 5,M.IA-** M6 1K9XB0B4#>6*17DQO^&,1;]A1 MN*

*&.!#@*W1M7!3|!7|3"""91Z*B.DFDN:ML064/SV_-5E*AJ"HR$F-|&G#EP MI=]A%,.+@I%OX'B",FSDC.++@)N"[82)4(-1$'@,-&O?4%C@WW8\\K#LZ34H MYKC#.-!;M:D^"*

*(R'R63]WQ7**LF*<[!IX?A@^T"& 9V\1A<[*O9:]/U^?O4Z M(S!G#_)2A%^$)QZ,YU^JQVLZ<3;=-+4.1G0BYH1Z6V@K"H0G3)\:4R#2-(PF#C%5PLXU3\|\8:L>|\^B 3?*

*_&4S%>D^^P,&29|*7B5[M_!*/1U/$@R3!H[|D =1BH@B(&A,|""F?S;LX KWD M;_9_1_G9HLGG!0S K=%LJ-VMZ%>!L$$>++(-#,_,0X4*R#Z] EL7 M6&F=DI&.5%#GD?*

*E>9FA)U*E9$?A:)\kL=N);-430DIXQ"$A M N5^VUES M:U BBG/OY'9.]=^MZ>],71NS9_K^V YA:OD+Q)Y MIA5AUL(,&@*0+E6GD!M.5EH[&V0"0ZD+TXQVK4%$HXKGEZJ*

MCCMDH%)L@OM_P .Es8_>-?0NUCT8.-_CQ0^NCT-&U0X.C>C55% MJ AO Q@:WS3G=LO@GK(%,=-%QA>UGHY^5XHE>#>%E&-E*

*M+]THRQ;D)+'"X*Q1@IA&NIT>'>^/Z'+K,L=@<;U4|>Q,=T&-%=VG7 B)[&|*8|>L4B)M6L10FE4T'/F MS/R=$+%D!U?F1;1=]<=.Y{I3>U^IA {0HO+C48$N *-/ M(]Y@(NM|.3)8)]?0?*

$67P_)*/4_E9#/N@0-BL/ ECT_9&4E;Y1*D#.F=W!/ MJ_""'SGP0K+>8$\ IE4"3.-\+5"K/#.U:";LW|R[T26LU_N(&")Q\-UT+C1$E1-^/7%F9YP((E9,X6? M#.">$QBBK/) .6T:/92B

4=R-$K&= BR7U?ANHW$ CG5&>LR@Z02D1 FA'W. MJ/R$Y8;(@'R"(=3M)#6DC-8Q<"XP"SDY0@9E9+ T&0KY2LVPS#!'F!!+1HDV M8<|3;_$[#KWX &Z /N84@ [>-

J5G])^G\.L$42SL4(X%Q$H_!,&C0.RFMR5ELQ)1[L"O M5EI0&8.-@4IIVKJO(R]3JUO(V@F,8)%E@$G@*56=B1.\#A3BCN=;W1@JJ_J$F

M>ZG'7&.Q/9Z"IE,2,I8!F@=JV)@/0,F2V"9$!'S&-"H>-4F4$;V56N4 MU(_$)=@(@(S:5B:3J)22\$T424G@=$_#W&%2CM@=!%M U0L0,4RWQW(6 /5R.&] MQAQ7SC"E>6$&") '>D?

@!^QDT8$R(TQAFE<,@#)Q2VV4$2SF%!!JL9@:]E MD2129F..IAQK9D4"A6[5HE]-95,1YJ,2(W/(C:&4*U:"[Y),U%GC6G*C,V8J(0TMQYGD/05>44CRB1$J@?

*M+7FLR\)"T32:I4+KWZ5M-%!ID>MMY7TD6+MHWU(+9TGORKH*_)L_TZ-3"MUWP+% MZQ=.](6MA+_KBJQLJ- SS7BP9>B8 +_.E MU>*QLZ%*#1-*

FXLG4L%$I.RX5)\DL*3(/9^C<4%IXX3;IRD5%E2>$\/5 MN7XF 6YF/G4M15]^BN.ZC@PM7PQ=+GZ'{=9A2=5AO@_T\|L>-2!02;_M%?!'HS2>-TG@(;3-4CA\YKYH5 46Q&R?

2$>J28Y0-0OV03*BK8=>><=D]=YK)(M*;?5%L<-0Y=?J8;B@:0JP=+'!",13C6B@=_(H]1-MH^1|^@.9?TXP'3P[RC5$ M- <@2-

HWA@:5AJ4$9%%+41#0(*A"S&2H|G:N&)//$(,S81R3":S,E=B +#38 MF+N?P%Q4ON\(SDP-3&T8#$PBLXI?#81NXE ,EMEH92U-^"'(87|%L4;@>O5W M@I+(B 5+

*(1$*NHO$(C0L/!!4[=E81L3XH2C(G|K:(&P`!7RD8I;5 M N7XF 6YF/G4M15]^BN R'3$/%/1APM0V(1GO0QMIY^$E ,-0O!!W*3Z)^F;GDD5UPP 0X M?W5G1\|&#S!3ZT-*

*&3D522LB"9NO, ^P)"B#<2;$Q.3R<"ZYB! H[!V;Q\ %5! MK&ACIQIFJBK\P%M&%;AI?0*5],J[VP)1F2]'1#%+Z9,$!\F-[*0Q@_N%,9/ MQ"V*^Q@SA.N{!O4$R#%,/'<*

*EW7!8:S,,.AR5M=T#O&#'5Z0[GV+F5GSM08; M4^JF!03RPV%T#GLOL%,.O<+F6%CN2^)3=[:NR.0(3+|'SQ[^*3,$0'8(TGY# MP9*I6,.74/*JOK]&YB"!OUH*LWHA9?*

%QMZYEL>IOJ8J51%-] M^$SW^-RM*=&V9$?=T'@BE;V<[/8&75CAVLL#N42)-^;^H3D'S/*)0YU$H]? M)_%XV*N9YF%/0@93$UC=-*

*\1,!LEJZAS>U%%8|4LE%AS/I5N=IWJWTOMYA MSQV;)\;'_ P&R9C/3Z?R65Z.R-5>X@%%2OF1RBCS%]^L6_M% YF*LD)>Q2J MY) ^:E?Z-@N32Z4FP2#@ERJ&D.EY9LL#UB?*

EZCK{O0$??Y>P7%T-Z!+22&'T M!=U8E,D#!P9VB" ,7;EUX<61VGNJ[.!VG!K8A5"?J#@D \ RE+MCXMJ@55;\ M(%UG\)1TX1G7<&IV>6;Z^((]@0W"CN!M*

*Y)4#Q+++'3^#L*SIJ#39HSO1_^+*"8_@LZ&[!%W$DQ3)]3Y$A>D:D M\\B!CQ_%H,9]P32,'U5NPO1O:+=F?"]W+?O](]9R7.8RPVI9QV+"+CC4F6GBFLFW!K[=LS) NBGD/8DHE;;?*

&!2AOFISUI&#HJUF4B:2W;-M)6*PB<9"X1F6E6$>N81AL|3B+;<>3e-IM7XF 6YF/G4M15]^BN.ZC@PM7PQ=+GZ'{=9X8>2^X)) M^ G'>K#; 4S3X6N7=UG9!#]@W&'6RW.W$I7]-C.O"5'-K1VZ"+!*

*{"5L(^9L2 M4.;[@3W)?Z4(KK/0G9MQYUL=S1F>S,WT EOG;#AN!(?_@%\3=.G_!\2 I;?^ M3,\4.]ZD"57D?\O^<9#8^RRQ#UK9-W#&BR@ZJCBM61C^U;G-Z*V=E.W5"D'U M&?*

P^%>==B2F?$^B8?*"1&+ ^G5!,'Z[4++\G4*3< *;&QD#:9P;"D8;)1-EQA1 M^6=]I)74]M2LMV]>OOIX=OWJ]%GCXG"$/%M,:$)W06$%2^6#TWK# .O1M$HS"C1T5NS&G+]#'>\H

*M7%62${-SX!?A[]#<10^5M'KACCK!F(KR&4!74+;N,FNG=]"F7E804(K!!(/|- M"]-N%DNM+(M'^\!/E>0-<1;E1ZUN6OL(\!T0X<2O,5%9*# MT;6!?0JR#LI$[<^G9O*5PZZ*

M&UIDPO2D3F$3RHG^6=T.2C/2[>"@>%AH&Z) MF^# P+?)P LR 0X'L&<2M0)I?HZ+OPX0,/|_L->VREAYSVYA2BQ[&#%S4W4B*

*M(?.!P4A###!MH^^8PSL6I*_MG=*XF0YI]Y#P5.W16$-A@X3^UQ&>@H"7XBR;@L@;KGES M?.>FR8H.%1_1S&&L],7$W3&K2T+=I%[Q1&7!J^.D5ZQV"QF_1S25P)I):IZ9*

MZRG31UA4IFVI4A#.AIHX|+C'XG&K1%$+V^$>+,&G?L89J=0J3/7CI$KB.ZB\ MY[13G4E'U>^LY9*,X40W8"@YWV>,3:]4<&N^("IDXU7DA*8FVI9M%^(C\/&]$

M[8I048:>KZ'1?!,91,2+)-)DVI3OSC$'!J5!^AO.VR!R4P'2T8Y3.KW+(J/? MA5Z6B=Y6T@=_^=K^<#.*LB15E&$)NE(ED:A,R9)MG-3/R1)J0WR/Q6^.,%V2> MX3<=^0TG)W.M<:-

*>^)L?%K) I8=]$F99: MI_AC:92>EENDYX3^0I0MZ5UMLFRBYYCTXD;&YI$50K&P/.3D:2K=3>W*M,,@ M/V/?V|!>4&;Y3,MR+P/0>]Z5355N,^:V[,]YZ,RV,^3UL_O+N6SY*8_JT-5P*

*MMQ?T&BTJU\<,?-W# #!2/&Z$'X*I6Z_V/V..(,5EF87%|J1'!%5>NM"-TM M36/IHQ]44@"4?(:N*M>15 5I"EDLZ07@3DS43+,43*(.ALKXC+?_DF^)<)7R MI IR:@&-*

XRZ"!#81P(N.DFP5)\]3H H,.H:UW8C_HM,W\>U5W HDAI,A20@P1 MKHI4D!TN%4#VU)4P7E@8/@A\G]76A79,1QV%MUTD)D%YKKK/>SBU3M,!FN"1@ MF7'A_K3KQ|D'=Z9LX-*

*&[%)]^LZ+UNB/?NIP((NK=[F2 M/X,57)'(UV-]24=WY% ^"[AG\P&1F^M.4>6RZ\(D!H#98_)2NJ%#UE&X[M8*I M4/F4(Z*=86'UQ|'SU\RIBODA+\TJ^N,B45U431+%-@N(!24/1X M*

2\ZE$=6*H]LZ4V+#N61>U >^<05^)_=7]X#([T!#^E3V='7>9.@QBVX..!U M(]UM(]D0EWR8%G)(A$+/)N]RD#,"E1T[.!)++58LILYVT'!6=3J =1P(]#3:B M/DFX<88PECY4D$L8DO(C-

A#8'(GDX]B5,.08%K:$$=S?!C3E?]F^-1 -$4/<[MP5X&;L/<@\@]0=1E8O4K^1T%.1^_XE; \DG6FOSTF<3>4E5W'6:4I5W'6:PJP44N-/]PV(VTX0NJOL!!{!*

()&KS#IVI6!0%X]C;5(1YVFS MHN@:G7C .AD%=T+U#(-)DDS'"E1LG.4'1!AEW,V38'QMY9M+2^7+=7HX<27 M?FH^0FVFZ9=UZ].4EKN 'FOH(F8KCCC*

"RTI@ZF"SEY11@$UT)G^<^%4NYRB M5:V&;QVPIW"?"XMB6#M1)B!L3Y4EY1;^B(OJS%]4'NPUHS!B/Q7ML"\W?_ 6 M)O:/Z:N^B!(RYN"C>Y&\R5>Z+C M&

*[@MFNSS=Q>$7_A!UAJQGXD;2D^[&#--YX+^/16,%>P62[$KZ]8E?)QV7HM2 MOWT:[)T@/G_(s1'0-P*VKV%.H4] ZKHW* +4(]H[MV>C68#9]U4G%AE-"3E. M'+L1=H617YL-*

"F69"+LP+.S"S6 ;T]W>,K0T9?_^)&D%SOO);,K7@2+7(B> M%424);[]K6!C[-3PHDK2T6>&6?0QB9Y(YE!=ID.B%QS;F:$'7O8&P\X-,BI% M74C):VT3G&$FZYV3"U$CDY*

D^9E%F.=E3(S;BR@B5GTH$-KY82. M\#M'l&-%OO!136I=->]?;O<#O2TI5K1$5T%L11]"0X$1[,. [\-OK'S21N*] M^ZA&*H%\E6#[?)>KRP$-S_SB.QGM>W7HS

MQ/>C69"^;A3&T_=`0;O([-]L65MU//6?(%WF?WQ=N3IS.,%NH'#\#M@F M#[2'];C4C-!50E10[*0HM)9OQ-[QSP28]PG"P"%I(MGG(57ZC6\4%X8_N*A> ;fFL$KEGH|\O# ! MY*"4=26>8R$H=\C5AY3CX"!V '6DHU!*9LR:P3:Q',[54U3U";AGC]1AXB#-_M%Y7FF.0\YB1FVRS?215R$M;$P53[(Z/7F61>F.K!)&_XM[%-MA*

4VY,N$"7C"3,W'.FOQ+E1]A2J8RSYJ7]0'<$UTU!!:|"M(§:,RHGR MY^F:(57N7K2E:K%^8+2S+OHE!QHRB8Y374WS%,RKJ5==MSXI M!0]M0O4Q"HN1BVFA-

$QIVW+,&3AD#Q((J7;&CNGV'=?>"YLB*R>P-Y? 0O$ M- 0(<,-!,L9&?/^RL$]85RD_YLJ5/2,..!?2:.IH M1UIQ*K,SWSKCET)/,U\8\IV)9RMO3S\/=?Y/J.1^5); @?U;F?(ZV?WETOM*

MKWNE@.6;!A<^D2LXN/%U-[3"4+0/N/EFIN02B[MHD1KVILSY7S&.3[S*3U1 5Q1T^ M4%(F3:#>/NETODMG&CN5GVW7>\UN]Q06<"LX5T+],@XF/SU"U17^!6,$DW7F*

M,/W//TY[QZAMFBA_+[KDD;P4P8Q0QPBW2 M[N4,WV#5WE>5,)RTDV-'"# I0,U_%9H#P1VCJ;%O6=&]GL'=5H% VMH$ MM]"V[U.P7PH8T Y3J2XLR[A50HIG,$$CR$5*

M/V:5FY:U_}"4/P]Z;YA?&>Q]AAU0R."9I0,K3?> P5!1=&1B;46JPTT8W('@-MSN!

*PKEV M\E3$P.P#GELB@17[JHY3%PVD\!8]B& 4DW=T&KZN)5I]"HI2N0*%GP-EC02V M3F\SP'RF)P>*$G_9E5]}5Z/UI,]6'8-=W4]BF:V2*1B(8GLX9.U#8>FR/L8(.MO+)*

*{7)#$$>42B1#[LN*U'!$%0*7R18F8-.:S)(5!D1*LDZ$(*/Z;6 M-B+H%=:&8.8@:"+,/5)4DC!E`\-<':W!+N,CD(J1X!S[Q"EV[\)X' M2MAS2EB8 A0SF8&77E9W4C;'/.C&(22*

*(PNJK'],]U[44?^P*G@YUJ:"M.K- M*BI(:PI/.SLJ2*]#1"RCUW]K(LH)81\05H5L8:59$&5W\S3 M0G1E)$(#26\),ZEI@BMQDLO-RWB?Z5D>$]QV>$&8!$'>/=!;-M*

*ZS]!T7,%L[4Q^OC)XT"Q+X"?M+8B$DC,UYQ.IC.:-3Y?"N$NF-M&!XGDE'@ M=QO2?UM1-A_+S?7+>U1F5_-@E;FN#F3UQ,E]5WG*TS_78E"""+;<&5?&-+N$%*

*MF3^JX2G3=H"CF%3_(5473LH-@>/4#D@5C&9S6L/0I22@Z4(+"6#C%(H%*R M:DPXU^]B_JLQ3TRF2XJTFE|K2E%2\Z/FGEAH$CB9<7*Z#L5-]9[--H%VUB'Y MK?BO8P=*

*[TWPJ/.$B);YT"MBV3-36>2TSA+/]$\,694DGMT M8$M/E<*VP);..E5V!EM:CO/MH!T]48:T+KWI0"@IP%>]&#_YZM###X>W1+.]7*

*MRJ"X)]PCPI7N),1'IX([[G\@X!3C*4PB_IIPW/[V1]BO6\)]W-L";]TEB,)" MJE'@1X7,<2B|WID<]6^L&U"$4!@$"}U"-!-,5+8%P%1G@MWI$|275/;DKLVE*

MZOO85(WIS;89A=+ ?A\ ""$ BCMY]QO5H|=Q7@'.LO[=IV[<6 M|NFP=]BWG@O8MS$WCW_*MJRG;$^%\\4(]BHPL)PG]

*MTX_"SX1*3X$Y<;XS9/$((%/2[:PHM7..N+&\8>$Et]4)86'f&XZ5\OC9E_PA MUGLIF^(7IKEX'ES*A;03W/(Z_U3Y"@2_"/*.\2P"&G·!544G7HPUP-,)ER5 MU9VB4-;5O NK,Mi#_&#.R*$T-S62[E0J&7)Z+_K=PQ!+?:T80lP1%&=,BE:8 M:TSN,290> IJ*4#'lE-.!VAU'))'RHOK !.7J_U<07Z@XD+)=%)VBC%E\Y#MO.+"L1^(<^%Y2. ^fI^(=M>"_8lY7\DT&'AP M"553JU>K.3RPHA"VP_^8T,"+ 6Z-,W@:_$;F@\IIH9W8V8(Q9!0/6N@##98/ M"9J T6]!(JRR1:CQYL2#ZUW!T!0L8|_%D-C_>KWW"8S R4%HRN_S*62Z"JM MR_EI8VX(*Z4!!K:7P,&+-M4P7L00!(4!$!?!>!J&A;)PNWGH8=A M89>0VLD//&.=X5V$IH!8XK1#1>4! &8G/@8,=|*C{(L 6^:6486-V8E.VH2 M8R--6G!=6MPK(.4DS2?+\2%;JR?? #@M1DJ@^EES0&H95-I,\I8E:!:-KN^ M225M8OJP2&N.+<6I,G9AD3&+)(.P>4A@V-=/W7A(;ZY)5VB6@L=)HTK0GE&B4]Q&W0!+@ MVK0'3.HAL 3X9 &L0A\" 4JI" &TL1. (K$#>PDD3N9^??&LWF@?-6W2A,H?75.W: M@!@(" D0$Y]N&M2BSOFOK^?P_K@Z2*D$I&",'C;Z@:8RG3[<34;*:0%5>AV5 M:7C/N4+Q?]?)QB?R=$56VSSM.7#? C%61>VA3*G$FKVO9G&P^TA(0!9O!/B3K MT5YC!\U5%(1X&!J"_ W-1W7IZ B^:M<-W IIW4V1Z.B^-:M<-W IIW4V1Z)K?:(-XXS!% (PP\@5+]G9@OCPJ.\$5N4%D5XC1@?,X"$K!P/1ACUH3=2(+! M="(!'RF-.-6&_&'H;P!0I3&;JO,94@8#:DH7LA?V'AYKHV<-F)5&7HUG8&L%D M>.L:A4)GPLPX4ZU%7DL^9N2E"@K4B)UE_4< +6:DM$$,PYF/4+/*Q.B0C@V,-MT3#$YJ"5_^ADPB#39)86 K[@LL+O9)%@GJ';@*7S8;=+X=,^(H7H@P%U0TN- MG*? 9YJ;J3Q*;K0A\7#Z$200L5'!G0{JMA3+ULK3%^_=U?"Q#_%RH_]@V-HZT M?+C4[<81.W2: Q_)&G\9.WGGM7^0/HG/9[C]$N7>TPU@R-_^#(+H.@Y1)'L. M%O=F VD8KPT;8\G0P5T8.'(T$WEK!L6@24/H>F>RH1/IP:.L M=>. :F/=NU<2UO:Y=$)- H7O NXX37<^'L:=9V_T^2:]>0FU:8_'I;7+)\&)G\'M>^E+4YZ2J?:]%6.5I*G1KM@0#!\.&8$J%%? J@!=NF:YW0>35DW+?,I"\C7D$$ M_]\I.IVJLNZ4C@ETAXWSl0!6MO<=+5BA[48R &Z;4Y)B[);]DQ49LUI>M:Z MI76WLPK[O>PMD<--YZA57%_F59UR1HHHXU889I,.$8XLT7B4,_JJ (>*YSI=I M7,U>C/#Y& 9Z;C^WB=O,#YKR9!K8 1=E11/C4F:8[5TJ.^&8(;6,&Z4P4?W; MKX9<]83,_8HWD2!V*JOT'/(K:.%L10L3<;GZ3'&IQ>.71FI!.:-'&=S-!@WTUZ7FHEK M)GX5)OUHM '7G763/$,:TB| 6)AW76(<0:=0H&- $]EL,5'G+/,#?SK(L)-MR,$!*0%<2+6/ABSYF1}1\4?/%*^2+.8ERR!F)5O]XHZXB;&*=]E?S8WM9V6N(9/_(1#&<9.#M M9[/**3>3RUL*CPGQ*ICKM3$2;RQJ:0EW\E[&!>_P'\+%&4 6G"QW?AL:WY M/+95\UC-8_=VBVPMPVCS@&:68;1Y653"?BHB#'2%/=+QT,O#3,H;K)RPBA/7 MPM42-7F4!"KSDDDH'CF1?$YKDSXL+/GA^BD]*)C!G4"M5^D2GR$<=1O8%T: MYA8'Z(*E;GM=_^$7[9#'+)?.*SJ9S2FR6]NN2MLH_MNDA,_RN^LTT-5*@[QG MT=LR8 BS XMPFI)+-+B&YV,I8,V+]F52B(2(HQ-2I^AQOQ%[<6!3I5/^9@&+ZJQ,#74C95 MJH"/N'KYR:*I+,:Y1(IK)R4.A^[S$>\Z1J4IEP81. P7UOG(9QPW@D&'76P MK ;S]Q"XD5,J^T'720>P/U1GAR#\L$K_+N%2_R6ELB*8VT(M+\&8D*FO@Y0/H(LN\!]Y0^>I4X>3,KW"BM]?9U67@^.+MB>2LJ8\163"*Q^7L M4[M8RIE?&#:%3H^+1!5BF#$[)Q? 33J1AS)X $53--A4U4T*VDB1CS1DFAT^7 M'BB<(6I]@Y@YL/N5??#,M^S,JY(B\(X?DR,8*Z<1\(3)NG/2::7LMX\:0\0=?BA!U53[TF&>(HQY'DK81F!7 M+F<6H^+UN44:.,]@.G@.FB:*;5*M+7+9N!{@M&,Z?0DJD'.F:^PN+,9^!&J$JICL M;I4+CU;J4'+M5%0<5+H0ZS*$U^PZG'8(+E-X\$"E!IRDO]"R8.E5"LU-B.;!% M8:S[L$/-Z^//TI$/O/G.F;FHM0E8H//%(!E&:2?PE,%/B*8:MJ 1CK4Z[C* MN,3@!""%M\1"R_,U"]0L\%"ZT<,=*90TKA%A.&>><@I_;#TY-5Q/M-24_\0+5 MYY8,@YK,;S)_#C*G^)A *1C8? ITK%S,FIL,3""![U<= M^Z$]/<3XH768?$Z+/Z@8?\6HX7%5\#K?_<^4Y61T06]I^:4"ECH(2#5!5M/ M2 5W&^MZDED(Z=LAO1CVBR#&:(R^_8 9<"[&D.(H#\;N0N9)"B19N.;DA8](<MGW,"2^$;TA; !&R*;^#1M&B%:^D'PU M\KICT5V/IX=']}OS8_O9CC 4+X,EZ)X5!:IF'2 M65XIF*#R-U!7SL42FNW6RSXM_#R-U!7SL42FNW6RSXM_?R&93_D1QG2S59:(<0\)%V$4*W4X(+B8$%: MXVZ.**"!3$5:7T@'F9VMG;>==Vj;IPP K8*O88PO<>R[SC$OO"OHYND0I8QS MV,UT/A^=+$V5)-I6!&*(8&]!*O(PHD)BYF-,8HK'%-T'\0IR-Y7.##B(W4W5 MM&1!B82OH%]4"G#AN=5XN\40(O0l#A_!:F"K)#PP? M1\ 5>]L?=?VA_M3Y? 3V.7_G.H=5X MY(AFC)S&?>M1$%=TNP!BP--*)9RAY^!4]8&(+5H--9$N(Q#$V.UCQB0KS'!^ M#;WNLTCH",!6J[$4;Z,:.Q;^XMJ9\:B(-[2'2?'0&?I(!BA"$;_QQ%W8K[M3LSS6EDL^;"Z=\6K(L?@7D2B6S:-L<%0UQJPOY%X<9M_M@_6[C53FZXPS5J M)'A&#Q6;O!HMT2,\#.PP+C*?;APG:#Y'.J;JC/(.`.9 \7#4L9J,E5I@RE'H M995RE1>< _#]!#%8ZN!=.Z%!!U*M_80HW!#I1L8$-MH96H+/*158W@%E?)G]\ M=9!H VL#])=IPU/\&& NMXIV5\! '>RA*10+!@"V/[R@^ NU%3[_1@.81HT< M!5>B7<*;=$T?=,_MJ^ EKT1WD,2@4SH22H(E IXSL(UX>:<<+2,V:,TFX&'>^,T7'X$IK9E3]W79 MTSAG;NS.0Y,^#%7HSBZDF56F8"T2-63?.F9 &X]>@&0;]"8F?^AF!/1"4.4F MV(?Q>'2=OI!*8@[-23U>*#"49'BA&[<.\1?00<&ZOJ8R8$=V[K<>[=F MW%J \3K831!.A2R"GA<*TRS:OT /*AF3XBWD)OG!^V$*@)Z!Z.W040.OI+&20^[N(4?1>R7=2=Z!US .;Z"3;HYTQU;R"OEJXL\O7L99=" RA\@./W4Z=&.5O3: M>OQ%S8VY>X^8[9888|>3U9N\; XE:ENQBXFQL5D!I")NFE2.O#@+A;<%!- M!1,#5*E&;#2=,<1%3RVA;"[8BBWXP>BGAK4IL-;+NK, FL9UJWN_]"NN[|# MW3VL? L8[4)69S&OKO$<&J*)@^L2X_Y?.()9]!IF29$^80%RQ]#WZ|S2YQ7-B M'XM2?59C;\RH5GY$S>9+B!{[]>: -?$37/CY=7S^*,3:2-+B5GGRZ8*DG<-QF9/KD.HX*VL3O M*>EKY|A_3_DIR:',X2)!0E|/0]_-,%:[OD?.&>@3E!2[7Y432RH)/6:@K8(. MH6MN421"Z6'%0,D^M/L UV^D.!'I ;EFQ*9QAC_D@PK_804TW=0H^Z# M)=2GJG0]I^T> LZIK9VV5KIG.'IL+5KW5M6/TI6# ?M_@2[MHMI5#RDJD6- M)73-[3OD.=TP3AFX,ICO/"H]6Z+,9UIJ>W\XXJ#9.?@8ZQ8IXQ<'=1TL.G:"M(9E(5%U# [CG]VGIX=$FY=IH,5WN8O!YL,9=(*C;\/<;J3'Y<.@+(C)77E+TK+ MAATT'UA>1 LEQ>2X6-1@MJN\/>A]DM.K)I'EPWGYJO5Q,6V'/ :.F)PCD=_: MXQFD"V@2@ZU_VG&!3_"_3?C?4N*>? PKC/Z'D?XUBOG3F(9T&O]>AKN:?OX9|.YAV=P:YNGW6K|_Q BT9-G7Q$)2P1BOQ"MZWUV%=- MSG>09?6IMM:GVAFL9*W>U(10]S>K31%/H]YLKYYZT|RQ'7CM@W9K=^/3-\2O MN. ,[N,@11L6H4}JK>954W&MU:SDIC^+5I/IJHM.6.LW-4E4"@<,3M_W;. 0 M]4J=E$%0\)7[.WL[S8.]K:=1&W9 ;:!U_4ZNW=.B-DG66R^^=31{GU8]AO\: M&?/)>3"X^0!+>98/X9(N@9O"|'\@91\C(6|=M+=^;A]L.)$WA/FHKO_A6Y:$ MEXB3^KUWF?B'27(=WP.X^X5||&EU|\JV-]P5-KU1LB%2:XV:C);1S*K/D7> M>NJ,&5OP. (\XE|@1>3ET7LB$LUILX6R:9BN'?>4/DHT6AF*:M>UE'C0F- M9U<#FPIF\XGHQBSEGBO:*,!1?B13#274T*F!,=I-5J5'@N^ M^P*OI.PW_F>.X58SPRMDACKU:K53KT23_Y+(\+8J?ZI5>5N/9^6]X(_#?O\0 M<0L/A]D&B*F ;IV@/"Y+L]_; $.Y&P!-@N$- I)X_-M&<)-JB/)APX^)CO"" MC4\F'PP4L]+T/M4)8G6"V*,GB-4'57U0K0O!//1>]M*;,F M,1W[]MB-5'4;P4UC$/@PJ0^@A>VU]S'&IK'3;[UZMRP/$ @AU3>#YG#K_7L; MGV"W&_88F<@4+TD0T06U$#,DG<\)0IW1%=8:Q'_0"Q-1:YKD'&Y^P M(Q:EBB&F%[S/U38(Y'>L)NHY/2+ITN<;(M)*0W6:P"Z+R]Q9:%O//FS)EF"C#? EQSXJR(FZHK,16B43Q54C< #78/"[*4M M]86B]5-[ZY66==^#&.*GQE54H+C[LXKRQ_DN>B..XOS-[]W=3KCO M=?9V.ZG*#KJE$(XEW6Z5:S.B\I&.>Q.Q?[. [N6K9"Z4\O_W6_BY6,3@G-X.@ M$V24V5>11#"_L^)3"VI6^Z)BO1H;.1<9?O>=VR\QJ0"TCS?>9K[!X\R56.5=I-@Q 'WSI)'Z)1> MBJ?@:!R11^9./S _W%0G'IB9WU32!\NQPY#] MWC &0[.$&/E-^83M=RX0XJYS&G4W&4C2BV+X7'49AU"NY M<@FHY@1QCL3"WT<3&(M*V [-3S7#XI"@QF8&2/\'*$\2?)$?A'B&<1$= M>D8(?!B6@F1X\\7)$7VM9\&AM];[S3G$\ER"J)) <:MFT2IS7AM\/FMO(>>W= M]AYP7GM)SFN_$MET_Q4Z0OI!.'Z_.IT:$2$8M@* .R5AIGE==1.5,8ZBHG3+:GK0[B-G4+39U?Z_RPGE-H/*Y1H!DUVC,5KB51+1(?@M]:2 M$]GU:B720)B(YTG>P!!55+7!:/ULOC95 X+2> M6."\P%5:(""^)$'O\)O:$D==KLQ-L^_^]LM?TA/]F70^LF@5O-G^Z5Q5[L% M2L_3"]&7N$PE(93>IO:0- _NE22G.B6M[C>,VV\Z[>:W.\\6:^]3>]6C32+9F M>P>,/>RYP5ERE>+O8&OW*<3?_=(E;AXMSWF!Y*SEY^.M<'.KN7EZ=O&?#^]) M>LQ2B*]7.(TP <,YY^R17I/]:R?[MXY,O:TWV&@"BIOJ:Z@NJ_WKX>:VI_JO746%-\#?!:X(__K8M0Q1_CIU.HZQ6 M,VJZM^A^^V7J3_!&U%SI"M>13K$+Q..7FV.L\YTL 1/*68630">]ECLTBZ#!% M+!MNOAY$)OD&A,& [FAM>(3>\;%;X0JE?6)&.Z5^U/"^5%/RP)/R(,[U$(*9N M*9> ^]E'<8;MY'TL1#'0@Y35]&$$$9)*P!-I\F>"7OLFG%5T>BT%R^#KYD%[-MFR-C0P9(> (LWR&/LB^5I[PA/@G"KQ@&H2Q9*%F& !,K#.SW:RQ#<@1&H+G+L M*7_;"\(X'<2"G)<3REAOT003.S%&680!K9\@VQUX\T)'H*Q"G"HJ9>09RD)Z[(0_N-!! MR\878$FL%AC"K@V&L'VP<[!%%=_7[_]U=GCY^X^3*RY\MC+SIWHI/-HN5_''' M/?"SM!+\#'@VYY(\T:.O43]D0<)HTLMK3;PC;HMC9477RU;\RU&E M2;@F@_U%%X;OH"C W%8.VK@A;TW@KE*)[E<0#A2.9ZM-)Z79R1CE3\'?O)E M[4OK;CA#]S0&]-$"G!MZHQ0>K'_[Z!BHHF8;\XA6R6RX=>$(^A+W]##/R#(;^!/?R? RKA/"H>O\1S!$(@8:?R"N}!%W!FKIDB 4MRZ* M,);Q3YO3'1TJ5^J1$$I^X3W69G,0@RRL=W===_<8+,%J0)95D)!F27=7D@KJ MZ=73^]7IK2BSO0CY!3Y[!QSZWM#YAEZQ, (T'T8O;_Y6:WM$@4+W9,HN5G>_^* M+R=[XTSKCV:[A-"[FE) .+V-=M>C+,H4PS[$YFGI%A3?C@RDYEN[$-%N-]J]W

3H=$*Q]KVP_9I'"%<>AT+J(+!C*OQSO>0;E;ML9\QI9>V@M;+,'[J3W\M2NT6A*9451113P3SBRD?5>TE8AB0!10_<;'9@%-&0@&/^_I_# MVE! YTT@",5"I$-HI<,O" P$3/4"E-RRGY(72N:@+_6CHA3PH G8S8DE@.L? M(@=$"-4=SY^(^-(0IP=$N+HlXA%B4\!#"#3$[F8VBW"FO(N[&$9!N-N?2?/ M!S?ESJ&SI%, #;'9;GT."TK@_OV9[O!&S=Q@@2Y/:\%:G@P.:[T(!R0D.C@A0N M?$) B8]RT.5;Q+OCST>2+&-A="3.#\SSV"MHK| PE9ML3O[$(H1,%&;<@;^+ M/&/Z)!<",@>J[FS&>$UIF2.DM!=]H)\C"UW%HLA?5ZP0&)O:\MCK*.9,CD-M(N€(&N\8'5A9OGYB-/LTJ/#O(\;!ZO%!":B4!\7A!G M,8SR0%++>/YA/L<+111-MRX9BHGBN2LE_B=*J/%.!MEM.A2_@6=*;Y%W&-3LHRD7,K?&E8E>.SP-%.)V>U5*SJF8SN^S MXJQ9O2TDN>J.*,VOS+2;VZ--3(>;W6RV4:9;_B.]}1__!U!+ P04 "Y M16U9JH1HSR<\ !T'P0 %0 '9A;FDM,C R-# Y,S!?9&5F+GAM;.U]67/D M-I+P^T9_T%?[^NT^QK/V{IQ;I0NCS;4*H5*=N\\,2 2I>(TBY)4MWE7[\ M602"02B43F/_{[ZSH]>88Y3E#V\ZMWW[U]=0*S",5) M]OCSJQ*_!CA*DEU[".'[A[W)[!\O']FB)$ '_^B?[G 6!X0BC+\$]?"-(T M+GY^M2J*IY_>O*%_?IR?OS?OW{[]_DW!\=6N*8[WI;Y\^?+=EP^[EN_>_-`MZT6T@FNP;YRVVC;`_?#F?Z)\$KN6%"%!VQV^:RP2.1:ODXQ.273HU8.R[??N MQQ]_?%-I?=7@2")J#$T3G["%;QK(&B$A$f'2?<%O2OU[MFK^E/K]^]'.WA MW7>$\;_(.)VE0_P-?D59E0C6,22.,H%K/>CO:IGR>;$]X:VBR]<@C(MW""\&[N)M\0[=+JI/R3/(DN\BM'Y3H7B&R.K/BKQ:\?/E78(_G\,")"F^_3G]\1G*D:9# MOJ9Z^NV/'|Y6V"D-;X+O*2#[SGQYFT-,OJ^&GV7Q(GG,DF42@:R811$]LX)L M2[@SSY$^(9QK# 'R'};&,9L4E2/+?0%K">78'HS+/29>*.MM:>;;_@,TT]\L4JR?:M_)L0DR*/5YBJ[7Z2[MDQU83RL? TFC.80HC8@F=_M@I3NS8L5A$4]X #B%08UP76&*S9NT/(+%72R-B(B[$20EB@O5C!+,KA&6;$B MRR:&\0{^%=76^N&M12[!3_6O*@S#K*,FV#$0?HU(6[*X\4@=E<61XBJDZ@H NR1;8+&$,"C" &T&@;20;-=Y$14]L.3NE<\;%@N!\=!BS:S)G M%*_O;'#))5HVM?8[*D!.(?N;6N\$\/DV!K5[%U\I^^$ERAO4(/I1.,2?UHE MT>H*7V516L9TTIM[S?P)UN8 =JO-Q\#>;&=GHFC#6E$>V@3O&UA<(XSWJ[8> M])T)GMRAS%;_X9_E&2Z+I[IG%EA1'1,$TP_U5N.%OSY8QF>!F*Z0*BNP<2. MC4&ETG?+ #$,QC(#99R09K=D!LE&" MB#YNM:)OO3:B_2QY7!5J6&-86(5GB MVV6?/5X3ZQ!>)^A29/"TI%&A+P!.R1:UIH/T/VYM7/_FB4%_H5*5(D)%H2A MIRF(/B\NJ%&+[V4%=0?HU(6[*X14@=E<61XBJDZ@H NG(S_1(EF7::5UO3;\"W3,YXF M*W%<$&/"=20CZF";,S_)'_>?N]'I'*&0'XU.1SZC!9D9X#!.+34]6"$ M.J_-]_,ZS9M'TY,'TYI'V9(V?"4N_/3;1U\E809'3C9 UG=OZSN5[:]CW;=CG;L M+1OVU;!3W)!3FU7/@45/@47/@ 6/P(!SW&NT?+T_6"JOI[Ul,#>W1&,]?=I5^<.X)5P/ N:W!PUSD"NO7/F")M L>=%M^=$]^8!]>3X M]$:/T46&&1Q%+WW1-%[ZW:.G4@DC>&;^,=PF60)U:37Y,\69/BUJ.("=K I M'8,BK"JP.|IBEK04AJ/B?(VH108W6+0%^J"+%2OSZ$8"G-Y0#;V!:X-TO M%4\]?FQ_^'WO;2'4P2ORS_U*3L$#3*N 8$G#(BDHW:*&;T:@K!98#C7MCQT*.M=A_;6!\$89;O\-]&^!D&JBYSM%9B,)(@?KY'[>2G$_YX)P4ZX8Q3S0-!]A5I M0/Z%ZOL60SSGU^])2VKR,:?HA01"^/G5TN08CC.S.XIJW9>F;RV&O%D M===O(XHPW GY-YEF(OL%|<|8[S/MVHM_U)KK(2WCXD=Z>?2TNTFHLHGSA(_W' M<#G ,/KN$3V_B6%2BP#YQV'FR1^_7|-'D%X0O5UL9E^>3[L(6M-@RC=G"XH0+ M8]DY M">)"J1"A'CFJP'IK(L&&FVIRZ>XQO:\%=3=F%_6Y\;DMC2M[*3X~J/C2<>/-Z M6D6\1E+$6Q/*&&HWF\PA?$YEWZ2BO_Q^L8%X 8E:IDZ/5;'KDA1_PIQ>M"]MGGYL[7?;J=3NMV651C_.S=W7I YD3UY: *@PJ_.\'$L^_?C;3DVT\VC-9\ M#W=+/JYZ!9IV(0;6M7SHEW2I2VPIF1L Z5Y L-MUQ$41KL0!41&CH%@\(>4"81$J7O6M)+"XRHBB;P4<=;4'JTU78[3;A"@$(C),- -S,-GDOP|\\E\<;18=:1!"FMD7 M1YH[1]H:7OQI+XZT"9RK7OQI83C23A/TM +Y^CQY3BB+_^*XS<$&_M*2^H)*3^F6\3#@IRK@I<[J4\3++AA'5ZE1)0=+(1YQ6:BO>2AG]AK**F M"H'$]*HDADV'M9TY$.E2T=2Q%U"E8:I@(@VD1VETGYLPQPZK,+S"N(3Q>4E3 M.MW"/$%Q%0G?S:RB_"^^$H.HPD^:/^FC39XL*;]-F"PD,3-*F,T!-$2W$FY M9CGDU@NP22]/BH++,K(SE&4PHEC3M'1YFW91ZM (.:SQQQ6G+N!Q7RY&^\,X=[-1!C(]"IV MQ\B$M+3&YH6SC<4/W@HW#+[6=*V10EG4'K%16-5>L)G*LO8_-9:6M4_$>PO[M^VEMUK/B(\@_4_J6D [E?X=6Q\#5MJR"P506K9\G\;#UD"VMSC_-K%=U^KJ M=(V"L_WUF-:GITD8=2<=LD+_'I"9A;_N\3UN^-[-(OCI#Z8WX(D)C2#IX1F M*:8LZB7?N8-_E E."KB ^7,2P9J===S!"C_6T5*J/%Y;G"6PWX,\YV) 6Z4C, M-@E2](6AS _U0TAK(ML=IH@8*T?$(@&H(UJHSD09M8,8H>: M?7ABPNX35GB\"&* ?-Z0T\JKJA#"3>7ZEM\U,W%W>M-&=(C4BPV+$A- M*1#)F)3T-/P>S)O)43M^_>G?"&^UN6"G8?8A[&A2*B MU*?GF1'V"51T=*@U$R,U")-ZK#V+HK*J_ -CWCE1+%ZZ_;NBIMX_5+$SY("A M"&I#FU2,XAW-\9+!^ +D&:T2+Y0[<>_.H/$:!RI52K29B9!DZ$D]2A|L9O?>_M&8UB:+,>3-FUM,7OJ9S9VF$]MQJAF/,(:V*/U[!*1"/O\H[(!F6DP0W*\A:A M/5]29RTY@=%9@99AC'*. WA%,TB3_Z,KYAFD=#'M"3M/,%T/9M\@Y*N]!X=QWV!4"Z\;C>D5A#3;[+3/=NY5#7F4T9^U>) M*V'XD#V'PY.AO5_H* @)B'GZ/"58F&)DP@RF50!!*60%_"8EEA1!C=U$/9EF<5B72MN MW!%&7N-IRZ$2"YR"H 2#=2UA!68/<V%W#(5H$(L^S/Y-S3LJBE$0HL#O3PFG MF[X3NO)0"XYO>IUY'A%)YZ,[UAEQS=\13Q.I2:EW9NWA/I"NS^C,7BRKS;& M]Q.R@)7;'@GM$(4>O!DE-5CI"L> MK1EE2;64>K$,JL!GBJ([N0% [[VVX+WT%KSW1R1X;,K="UX7[C1W[@9!'[0% M[X.VX'TX(L%C4^]>|+IP)Q5&Z-UDY)[Y@S :18=\3U:CV@G?O]T8M-H\W32H MNLSA'R5]]*MVMI?UY! L^3V/^52OR*1%2UI"W:OG/=D;;MD3D\%-=5K.>;) M73K%$L4K9H-,V?*@RS0M#^HTCT?-+62_5H7,5B6N*H9!K^OX!BQOBF6&@)@+ MRO9K!fQTZ^>!G;Q$6M.06J;]QVI:*!:5I+:-JDf-1G6.XD%3^&]0#1%*4VA MME4;6-0/&D9\UG";(V(R%IO;E%8'SV)Z>?>D4JE&O6-G0:AT'$,]>G MKU"KI,]!.2$_,VY/&1")#PID:0 ZWJ0 4X4UJ0VJ\.CV'3^3@DM35T^;!3*K<) MHV9KFA3JS^IW+@LXLFE[>/X,XX'#3T'>'3'3PLJPCMFDG.%<,RA?,EES9AGC/-[MW45LK=?,R(,I- 0Q98 MD$9MR+T3I/U?K@OC@TGF[N"5B!GUNCIZ^;/8<)0&;[M2KJ$PN.]BO_Q51 M4-*?#-"3,GGY+"!-A3X8C9ZJ!MZ8-R:U+K3(^/*D+)98.> CU-5Y)'!M1)R>.> M$*%/#FM.*D=NDU2H0NY Q1TB5-CWA.4#J9C5A09B4H%R6.>%#F4-"[V7RE?Y+ M_-9!WJ'K*!9TF(0D*5-L0Z@4@$WJ'+M R^(+J,C9_?.<1F:@B@=5N0VAN&GW M[YXPU/M/0AA-^6%#-O5A3^HH?(8R3(X_54[[*^I/>B1K3RR=*EUZR55%728A M@QI4VQ_[)7"3RD/G]+3 O;$=\;P@NK%U=V!0N[']U;&'69+!-5Q) M[X/5.G65O*23O8)^3$B _: N?U165.H3I=FL6SE/JYG70EX?0'BIJ3*$/GI,1(1KYU2>(#=]RKB-,ERA?PNI M2P.=+[X^)7EU?;LO7.HCI285-8;3!"9N>ZP+HSH"/>$,ZQC((FY>%K@=0!DV2 M/>K8"8ON*I9"]UNHHFA(N*'<4/S>2 V7%WIS=A-R7M&/14W5V;/4.5*G/R M7>VN#( ]!?;7D82I,4I^@O0W&,^>80X>X,CIR:4Q MPQP?+)0PZ4GRJZ$<.JP(I&H^H>58Q/I(6QS?\@Q$^R_A78 LB+@@T8W/R@= MF\#;8*,_ Y79 OA#|(>L%B'[CWC[%;_KK HK8ZDS #K8OY (SZ=Q$CWVPOUNI@D3H ,/R:1'\Q MCYK=0.2#"LIDDBMZYB7OH&)'>WS*9@0E M(R578DG+*!9CL:JGP@IKLN#;^;+0T&918&BS[-M9/4LB^]@ECT+],'[W9TM2CH:?[K8"2 &D]AZ7.B=M$G9*|8TW%R M5=%$9".^QR5X^D09=3\JQ<%U%XTCY-)/@ZEI$[UM-[]. ^.<\";6.^]Z9UQ M']M-3;?H/^R;BOZ0/B*<0.(%7[@)S[QQ&\D+?-BXHPZW4>DI^P9.T'E\W#' MOM]&W$T8X(<WIL:ZH)_T3+&DS5I)<*A3*8C,+[*FXR.",_8.<1O)"W58NR, M.MU!*?L&3LV'V4&K,BV#YY&M'>X&^A31@P,7M3-D"F;M$+A$R=3&3;?NX:O M,N@;R? ,'Q/D?"L.1>1>=)"CB3X&I;1'MTQS!?5.^5#D0LI%S&.C6OT<2^-S M^'P,'M_'LPU'"]\1DWVL7>NHJ[S&"_=O24V0N-P/LTVWR%^[S;@E?&Q-+5+C M@:2:ST!L6B7\[F%@<5]P5EQL'XK.8)HN^_6MQ;F^7H'3-2B-0WE_*L.5+Q^0; MSE+F:FHAIF6++#4%H4@NK$R?_*^$AOEO*GR3H]2G(^J2/H$=;(9,/S)CE)D5M8X\H;T\]N+CO75K-7+=N'D\)8-C:Q[X M<(S>_SZA IQ-60BJP0%0@*3VQ9CFANTC4O0Q:WLN&(]H%0#I*W]7PGD-Z$%[$U* M",O>]C7'[2!&I@B'EP:%PG;!D+0!8D"M1&LUS@*S$P86C;IF%^B],-7E6K3 M>H=KV6<07-W;P P'P^D)01M8(^FXWI7(E&2#+V,:$89HV#8CM-'X)K2%V\D+M07FXHG!.+STH!QfD/"_@,*E^^UMK5T@#*V^X1_4F_;@ZOS%UX"++T3R (!HUF M"H2?H^BLL&B77ID>54B%K$RlC(QRR/P3SQ)@$Z8H]JB@'LU*D M(T%WM[H?3BQNIFL!.&%3H10#3"+]$P^DC07_>"'ES07+VDN3+%Y27.1TN/E(WBZ_)+F M0O_=\@06UL7Z*44;"\MOF04I+]3M.R(N:|_8.<52;@M5!HV2UD*.W*2$=-^*[MPDM*"R]<#7)K""NEQ25*4_0ER1XKV[%.<)'\"?$[*D!:*8O7/3\%O;G,,+Q$ M>4.;T/"M.USB3ZLD6EWAJRQ*RYBF!UX4H*C9-U_.B6F^"^_.I\<8.?/%7BO"M_#F)($<"T@HX^1>MH1RAQXPP**ZC3U"X>VWMJ",25RQ%O%LKA,5_.";UA7$($IZKE?]HB?1H_D^5B93+I;I;4P!/ M0;ZF[*V\@Q@27%?DE'D.GV&*GBAE6[M/EII7M6<_0:^\I]_S@-K,HB4Z@>.M,WVN,KQ)~.O,(.Y2 E=LWA-&(0+ZLEXABHBJ-6WX2*?0.70Q,.#!-$/8D3 MRCIF?;?ENJ-V6[%?F6,&ZZ:N]CKEAN(4YCC]TZ.F] 7B^EEUS%[,BG;SQ7 M@2Y56"*-O\5P1G+,OQI34,(D?NJE$S* MB"4\6*.L4N]GX"FA5WP5>=1JSY]A3*B[+.ESZBN,2Y!QW^08C]-9A0;C',/RM&LH^#^O&',5)F=+&3*O^0Q_N)MEC[>H3ODFQ#,+69L8$<0PKS"'30]ZT1-A/ M+SNOR0.90P0A>.(LF^/;>O[5'_]HEJ,#=H?\5(N+^O1RWMIYJ7:5%7F2X22J MJBY[>,+)>CN168/X#>]=G4G),3%K$[+<66ZY7%76H"]G0O5W-D$$SR7^X27.1TN/E(WBZ_)+F M0O_=\@06UL7Z*44;"\MOF04I+]3M.R(N:|_8.<52;@M5!HV2UD*.W*2$=-^*[MPDM*"R]<#7)K""NEQ25*4_0ER1XKV[%.<)'\"?$[*D!:*8O7/3\%O;G,,+Q$ M>4.;T/"M.USB3ZLD6EWAJRQ*RYBF!UX4H*C9-U_.B6F^"^_.I\<8.?/%7BO"M_#F)($<"T@HX^1>MH1RAQXPP**ZC3U"X>VWMJ",25RQ%O%LKA,5_.";UA7$($IZKE?]HB?1H_D^5B93+I;I;4P!/ M0;ZF[*V\@Q@27%?DE'D.GV&*GBAE6[M/EII7M6<_0:^\I]_S@-K,HB4Z@>.M,WVN,KQ)~.O,(.Y2 E=LWA-&(0+ZLEXABHBJ-6WX2*?0.70Q,.#!-$/8D3 MRCIF?;?ENJ-V6[%?F6,&ZZ:N]CKEAN(4YCC]TZ.F] 7B^EEUS%[,BG;SQ7 M@2Y56"*-O\5P1G+,OQI34,(D?NJE$S* MB"4\6*.L4N]GX"FA5WP5>=1JSY]A3*B[+.ESZBN,2Y!QW^08C]-9A0;C',/R M

*]CIG3YE$&YA6OR2H3SG(#V%JNJ;CZO*R:2G^ HF[J# $0F\EOJ$D9LI M]R>C*@]H?\"NTC&OYYG$'M"4N.,!WI@J6V\YJ:U/$K)>&0CK M;IK7A/L]@J0?DS..YGF+9,_]^+>W?@+$KD"#;L1T54>2OY;?1^V'LN@EPC2'-M>[@/$^S@J&N[S>(5O(79_2,,>"SHR*HWE9,Y85"GW8-K4:B00U3*%-#_X- M_PB^Q^%XA)(DS'"P@-U-3H], "^.M?V)3+\]AW$9>0MY8XQ,@O^S),SS]CG7 M<0]O"KCEATHE3?7^$AHGV"OUNCEAF6@YUL4< ?T9H#6@#\!G\@C09S-/Q=6= MAHR^,8=M(6T+;#.(.$RO_P'=6:B>>N0CC M-$Z?2(^V?XHLC(/O__$?7DI>O#W$IM^;G\H?S?_OANQ_GO;FBSV&^ESB$!PE; M>$^ ';L04S.B2\3;@(=$GL9)]++HG|WC \6T0(HEAG3)SX&?$DUHQ_&,++#X55W^8F?+C_Q.<1(!/T7S*TW\G&. 5%]1Y""B=4*G3Z&>;$"N38%-$/ M'.BH*$!E=3T(AH4XOJ&@ MD(YVMK!P'N]$,CT->#++1=I@XZ6/BE?>],-BS[OMA YJXQ2+/"F:U O_5KE3@ M/_YV!W?\EL(9VJ?8*^S"K#A($Q"L^:IO8L'G!'_K]KF9A(TZN9F82PG8WP%Y ML) \!7MJ$&'!%XT%)*XK1DJM#HN&8HE M*U8,10PBDR /YEXM5'46,OFX_%]A@)19*C3I^&G6O]NM;>%T2_I\@7#ON2-^M)?H\1.DBV2KX\M1!^5.]U+V(.$C>/TCI27N0Y>A8O.IZV6',7ZV;5VD5-]E= M_+0I+EV@MHKS\#&!GR#Y 4;GSS_+GV^ =W);3US.4%EFX*09A\@"SK7C3QI?4 MIC;/NU0?&T.^WLW+5I*QF@WGYQUM-M5E2B ,D'"%'0%&W\&H!8)*(FAs D8F M($7L;\QIAG^^&VTERE]S;?O!NF,[IVAQ6[=&O#9>]\FM#I/KW M.\/?;02 _-]@QEGYM@Z57V/$O7;_Y@!SM5|SMA^E7[.7KO%K'@QSNGBM>@)I MLHI;D"84-2PRXT1-&8X)W\+'!,:M&=ZBKZ[@H.=RZN> $H!;/-&@"6!'M?/* M 6R%@[D$(=/(8)R<=>H&.RA>S0*$ME -#]X{(P?'44LS)5Y*R&^1I&EV\[.*,9@GDKH.XDV#5 MD#Y0L'^/Y/2&8PWW0QMEZ;Z&J;$)!2H-F!;[-T@4P&B!+LL-YFH'YL.$E,YL MD *-;_-CGB/-3F!^E6*,Q2CR-$>Q$V@P4S$5.%] 9?=&(\];C!LS-.HR%&_C MMNH82_15PS!K%&0-L@.30,M.L%FXI4IL:XHIC$5+QC0ML^D.S$&<@E+;*Yl6 MS&<@E+;*TIK2MZU;,B M.];BDMLP?3:B M.];BDMOZ8 1.%K)M1GU2 M*6*10_X A*K]SF#(*UV.N52-OWDM-C3]&&_9C-%,2#.ZEX)>][^IHWW9#>HS M6-@$PSFSCOIQ+TI>M&(RW$BLF4;=X^BVS,\A,Y.=P_ &^B#;WBDU8@&UX(\08./#,"+V'Z<8A)0KKTKT-,Q-K9Z9SZ-90LMXJT((M2=,MB9+9?/-A0BA[/>YFH=(5RV00^]@@F<9[^=>Q4>V&T,';9L,PZGS0SE"- MI[-W%MJ< 7IBOB5<F"V0XD _VF>T3A>FWE'>!:[2>D#]D,F[U+'G]QW M=TOL(APPOSTPOST"LNM17^1@&TU4,_X7R4HWV?P ;X4|[^QFU.D Y4 S4_C) MAMFY*1"]2UWKG5G]5>) 2-L4 5,/1TE;/# 5H6\))DP YJ&?_F._[W$;+Y]Q_SQ@5<*2GUJZ^]H>.9W;73TZ_6Y6J1*O MN*A'RA6TCP!]!LC#A93IU/;QF#!=0F,T" FRT-;K&'&=$@Y0H3M!<75+\!"V{YO4NK M3 R<^P*MX6\!"[MW+&I,U(,;*W4$]B?G?9HC<7'"XQ?@JR&;CW_?Q;JL.'2TX MVIM^]1RN% ,:MLEMG#13I+PY5\L?U$2 4H%3LB%?TRUD"+4! 1K02_U,:G6< MG\DGL$&LF $0T^4^%@.0M#(QD% M&A>*0'(TJH1QG,,.]20NM5TANUF?H2V=IFV*PXI)-GZ#.5%WGNI7.9#/4FK M-]J9FI.7]/0N'N;R]BV1.T-7V0$%>>7Q6 'S^BU?0$2>TIK2MZU;,B M.];BDMOZ8 1.%K)M1GU2 M*6*10_X A*K]SF#(*UV.N52-OWDM-C3]&&_9C-%,2#.ZEX)>][^IHWW9#>HS M6-@$PSFSCOIQ+TI>M&(RW$BLF4;=X^BVS,\A,Y.=P_ &^B#;WBDU8@&UX(\08./#,"+V'Z<8A)0KKTKT-,Q-K9Z9SZ-90LMXJT((M2=,MB9+9?/-A0BA[/>YFH=(5RV00^]@@F<9[^=>Q4>V&T,';9L,PZGS0SE"- MI[-W%MJ< 7IBOB5<F"V0XD _VF>T3A>FWE'>!:[2>D#]D,F[U+'G]QW M=TOL(APPOSTPOST"LNM17^1@&TU4,_X7R4HWV?P ;X4|[^QFU.D Y4 S4_C) MAMFY*1"]2UWKG5G]5>) 9P$<0_&7^_ ;<=SF>>N4\=&D$-Q74_580:Y1OPNW5M=D<2K^G<'27BQ3EC>GZ$DM/[L5Q=>SQ;JD*=@65*N7N6B"E!7)*6^^:"'CSBM(M>@T^%XS,M+D KN,C5/S 3C?BS8K$N@!0;)P1,K7D/R8TS6&T<4+ M3+$[C6#5C$K_)-M]fMC;NUX[i3^OJ_%;;G&*ML[F:ZIH?%)/\!W1C((UK[35^)C/C-H^?PM)HS=S M/C]SPON94DEY.J#T,XV>9D'@@?$SM2[PJ?8S1-TQU@>(PN-*(Z JP0=O?F8T MF'^M?L,K-+;.?;C #4("',MVDN:1TX\PNH-8/9G>7*6XF2OX@/"L.H?9,SP+ M\XTD\=I1&I>%/5B:EP0EQW?QF*LTO"7ZM*6ALID,)EB+!,QDW H!(HTI,R&! MAO4(@QEC]\-&.\2*%SI*14@4$C!C0R#F^2H\O:PNK98&S;^&X%#]+ MC09&V]ZNUR8>PM_C].D3?$+/AWNX#9^2/5W+2/\/7!6D;!XIUT/K1>SK@Q(D MT2A.[R'^.?HK#/.;/60PI/='"':XQU4HV.0>2Z&W]>!QOXC_K>[1VFNV.CR2 M>L&&-[W.KK.U5%'=H%0*OL];M2!N!/X HE9S)TF>U%*FRL$!;Z MV4*%B\63>71:O$XBL4+QG]23S3:3OB(S9W3%?7WPQLG-)[_^>9^Q@3^5^V MO&Z.C]3$$?;'1VSIK-ZGMTO>[*H_=+T/HPM<,=Z'4=)€_MBAW/LN:!PA8N<1HL;>B<7F?,23!5^%7/@9?B=2:9<_M=,S.?[E+66ZR)_S3 M'W3V0S:C41)'](_3-+K%CJR>&=VL+ ^,T3%=QF-SC7^B&=GX=1[_*SOG/-UX M"@1WF/E2X.VN)K]O|,;$1VF7V6U.GM0%K4SB25FI1Z C%X1!%C)A+Z1+5KA MX#,1#ZC\!=T(Y=E2A)=$C6*-M;DBI:R_L7[_C&'?}]C@<@>$?UFC;(M? 98/+]+H'+\(YX)FTEY?PCNU M=K=;>N?Y5B9>_!EFCTBU#C!]VQ77_4[WD@E3F37RJT)(!XML-N8^?3F7+:-+9C8(_C+A:5O!W#8\L_>:YH;WH2]9 M7;/\"R8LFJO#?LE0SD?\(VIP'694&N892O3O[!;TC].P$<8"A;[.K:ZLV,[5MK6H\U=WPS:WPI8+V,D@ R;R2CV_@W=CNW3YX)-'KRTA?%YDJ5F1B2-R M*F1BQ>8K>*.OA$PJVX)@-+/A6CKR0%WW -4RB.EGV[+!__#*XIH- MF@ZA(A\]BD+.54_C#QP6:[^OH^+PU5*ENWC9WB+[23 _,GQ+@>0CH4_"Y?#[SNJM!MR+S#N#.3,I0FHD%7":Z MESG'QK;"ON>,.9?TIC(/^Y_%=[$$6USU[*2UO'>28-V>#_.G1[599(JS[!! M9#.AS0 GJY@D_V$AEF+6VL:. MZ,LF7FW $UE*@/"?W]\[_"61P5^YOYN2?*", C MQY1<-(PG5"B%-,L1\T 7\"K+-7AD]QQV[WAX2/!-]^Y'-\IS3?_YCWKS_.: M_:>G-/8%O,5B7>>)EVU6^A]0-;;;805-=Y5?D\EV&6X3-$J^MR MDYW.>4;)(=]ES]F$97M'&/2L6[":%*RQH&HG.FQ%'0%8"0-1);UF?*VI0H-L MSWWL<3!YYP'&1K>'<>1K\S2^KO>=KK$'S.YIV_<$IB"8]=4)3EF75*L%M=Z: M\9M+FL &_2.1.R7F9X'S;8^C-FND)7M>'J]RN2LHUU+2QE.GI=S#U3Z+BQC. M;$"=O9QK_G('$Z%U"VNI.(6.9?)K7)[R_NZ8'3Z#+/P"5;99/ VZU_)/(-F MTWF-3\WCQAS^OI'(<8:?!CO$'A[;$5!.B*.(+Q49"$NZ=FMZ1RC!]W$*(0D M89.3G8URD_]A4<2(YBA>3'PQF@\PCBG\M< BLAC1 ,D4;LS0"L(HO\3 N<*A M#5F0NUGC5]BBE(YFIVGTB299D+;=H32%!+H%4ECCW/@09K_#XF:!QFU.GT2G MV$:37Q=F]"_?K1;16, K]?#B"_U3U!O#E8YZA(\W&?'X$X72?H M"R N$,25-OJ0ZJM.1Y#)8I@FU>]|SEUL,,2L%5;CAQ!I\89W#&.8/3XO@#[P@6<,SU-5]\O)+A*[)QV=+WH<)UQQ. MY^F^V*.L_@-'@5NT[}7-'LQ?3YGM^=TFOD/;ZRF_>X!ZQ6346EJ914W_#<+F M(*&3@? M\VGG|*_OJ(^G_1#NAOE#N7C_S%5^\|?-1X,7X1Y\CMX^VS2^;\ C=4T**EK0 M$.&&ES':VS5GP1. 4?&Y$)8?@,$5K9)QLSI.9S/O-FS.)-5C;*+]9D1QG1M;_9%7H040]_.Z-I2I#Y.96FT@!0.-%4ZGIM1FQ_F0R-U@5)DD9K+U!CM,.: MO BC'7V<'=BF\4UV\#C+F>PC?(K3]O5NH#OM5CM4H;=:Q>.G@6:L!]OD>RT94-'? M;-<&>;_+=1?B"#4IPY)O7X7940]H? M-I F=F%Q1952'M>RF,QT#*2288G#LM67M(N7;0%I$36;B3:+G&@/ #(1]A*-U.40GS?S1KA:]XEQ%*K2_=TQ+SY#J:TH++*!2#!5'1%%IF2A-0&DA^N(@#<M(5F?VB?E4OJ7&8[3W.$=+4[3D/* 9}}8]\\U?Q.H91E4#=+(R'3QFL;BO& MLHMJZ1PCJK,XU5'1P)PVJC5.C^M><0VG^\!U"IUK<4/#9+8YO$<)@1.IR\|O?^Q53UA]1Q6AFX/2ML!Q^JV2KW N;_^Q&%,NHK#Y!{_M4L8I#Z1Y'(+'$%T?"/0JVNVLX AOZ5@%QV^+%"<+?2H*:FDD6F;E'8&.1#KL MLC(0?2,5M&+!9RIX9MI6NA!&GG*">>PD(W,9<4HV> MEGM$!A5SK3YX1+#!4XIMV6T>R>G.3]D"21.RSQ XOV["R3MESHBMQ#!^-W<M;R'RGD7ZON"G7CU"9LHU/D+\E044B[>!'"/%W7'GVE"D@3T#[Z B0A^!S^?AFB&N[$9E^<@[L,O(6\L,0F 'Y M@E5U.8$0ZAY6T>4:?<);NVHN(.1)F(B(G=PZ="UP#3T4\E4!B)0M8)^!^N"% M/+5!AR+S3]\+360,;(AB#)1)X2_: =60*:#O8_=3H]T_]/4[GS(F&>07X, ^U MG:B$NVJ_4T*NAOI|>YW=\88}!2@,33K'!$6A24G@,31A-7I82! *-XU/*:D9 MG\1,R+52=984GHC)=,]73M#9ONK]2B3;]#59,NI-L1Y>.6]+UXOL M^MOO6G=9=UV=U$UV#D$>]:%:M5H^WK0!?4# .QE .*ODZ^I^5]$*P772 M@.NT==M*:Z*#MQ^A>"2[0]X]>PG0/9)3TTZ?D29>'6>[9^NX3.,>G?O6++55^H8L]D5P+9LG:<+<,RU*]I5FPJA04-UD(%LLT<- M/=EQKQE A#E 0EDHV19&\:K*RXHP'3GN,/%GZ]M1AI62MT!3).?,.#[M8-4?HW):#!UCE.,%7D*6*ST>><#H20>C+35@R &A\]=_ M#HIQ*R_:/AU":?X@?#Y\/*DJ@?!_F1UP9(KO)<#=K/^W@+J9R;HW0#CM+K(*P24]=+MYU7"0(1(5B\HL+RK,.VDD@.G^X;F>0\:7E$-4S %R)Z_IC,$ZZ1=VCU?8^,.MW(Y/>MW6YSL@-]-*;$*W1?,;,Y,.: 6;'4 2*PEC'%OB+;STT9$R3 M.^%-[H8SN8?6Y#XP)G?:,3DB#WSZ9G)]+"W9Y%R+G)S'^2#!^3YS/5%VC1MY-MA?_M=S%DI.8IMK['4!BPDN@YS/?[*#_/WUNP$S\BUOB=-M?.^]F$R 45YCJMR^#^%+O-UOAO 4O5V[F7FA:ZZ$\?#7)S*,2=Z5F.N^\P-Q$S_2RF,WZXOM+D$'"//W<(TR>$6NLR N%49W,-K3 MVT*OTDN$Q3P@XI9))Y7M25,?OF70?C5$<6G<7'WQL*K7!6@IXI&)W,JAU=KPFPD@'KBIQ8(7ES7P2WO%K]"M#TO\67!'PPJ-G-?>/,W'O;1C M1%,I84WM@C7M:'5PFB1L&^&)@/1<@UM$:>(+\,5K"^N!QBS-MCDQX?H$E\YC8WM?N,IF](]TTP9UAZB>YDX=5SMB2)=V=S-7EI#+ M%W=&.PK05[_!_ZI MDY%)=+G945^HW%IXVH#^4)YW/RSBM+NL.Y#F&W*XY:A.:>*!:L*&_3I@_)'0']=R"IVKYW]#E9\TUX!XZ2K5P@$#)'C'L:13%9 ME0B3VS",KM*S(PG9(S:!\#(OPX M3D%%L1 +,.MD9-47_ $Z%0]S?,X*0I-82/[/U3BY7*]8BG+K/8QHZZK]M:EJW.NDFI7"L>ZY1H2ADKN0,RE]^ ,B8@"SGD56'<#7_E;Q,.6\K7 S8"RI M6NVW>WK*E9WJFW*X .F> ?P.K](5VD+QX&++5P\TYGQN@XYM^WS4#+#0]1B1MC*4$#&EU7TB'&)342QFIK!&#!GN274+C!'&E7K?X3"9:CFTQ!YZQ)_@Y(@G' M>#1@'M.<9/;OWW28EA# J;L8&?4(9P5"VM8(S SS?%Y$[I-:D= M ?.;]3GRE H4*UH'OH!]2#)ZJL<+&09, M^A59= "_[":7G8!;_+| SB5EB,6/=0--XIS>.-=PLV#;YO ME:8A!H+*--Z9F(8,-9.8Q@>4PL.',/L=%I?[-!+O5;)ZOH $B*W0@%*S6YF MO6MJ!H@9@GH[Z!\.B3A6!>TW/(I#OSM06QR1-3,D3(+OVPR1N\4/MI4' MB\,T(LD\Q*TO3^0?23!/-^"HZY/:L+A5HO-O$Y.M=:,%"EJJ1GP!']TS^$R!M2TZ?\TH(/X F9Z3J9$V0"D36)F34.$XX?D:?4E M>D^=3$6R+$H=$J:LT/"QD39+V!-)^0 RY'U8)4UY_3A/S!+(T+/$'' M5G(9OY|_B6,/6$=|"L(W>)];DLA?9|(+@FED92_>J66/D3',69?^8QU$<9H?!,($W M;WJ83'0.14=7GT&1T!F=/!'I=SO|HA"O.'IBIXTHC5=+5P\)F/NF1.\A7K<(,V+E,.X2OG4B%U&P"+N :3\YK*2+1ZA65/D?O0"OX7#Y9P/**O,N0T1<6++7T M.:L++GH 3'NHNXIM-BB)8):7+3Q]O&%_N.(+(EKQ\(>\U3Q^#GN;M,O3H6^- M*H/#WTH)04/61.45X3]5(,,12D4\=Z!NA8K^ 7$+,,#4!O FOX,"X%08G6O%I M2J+D;-]64X*Z(&0.X_H4? M'ZD^&K]/RY P&]*JCG.XDE4X2[!9%WD1HE&;RBD#=9KM$RJ]9P M%,S^%W.T+36!I_X,56O=EDM!=DBQB$!NM22Y= M.3!4EZ?N4QQ;) >2IDW'#@!?5A!&.7T(7V"VBG,(=EF[HBQ?RL:D +6-F/GRMU(&@5"!%F8):N3XE%;)9M#(WBM'N\GD@KW>SOL*>(ZC?2@Z5ZNDJ6LPB&G< M:C"H|#K68)"(5M1@$'(S|&>ZAWU+SDR37;LE#%;]+D-&7YBQJ2"B96HJ& %@ MD@BJK-_33*ZNB1)RAUL?V0:4U5=04CJAW* -;EA7*Y C7L7770:H"E'5%$?@ M?8AEKI81MYGT,;+H#,XL%!RM<=B@9Z("4SDDY\M/T^B<9) CFFYU\;*#;2ZN M"&?!T92>,N!PK$-EW"8W$S)3I"I.I>PA-TT=1AQ/1Y)T<>&SNIYB]YE;S421'L"O)QG(1=G##F5 _Z1EFA8Q M1HB["F_"%^$D*5A"@UZ[$",;CQ)6!4PHLM6OZ9QD=_=_UKBVE_72),T)GO3I(*H:LIHQ5-[(4,>)[.Q:I>;"9FJDIN3F82@-M(BLKOW8%S9]M_%&M1GG+49\;:6-PR"HZW0WQW*)@V!GZOEUW:W]UF&[Q\ MQWD%(TXQ@VBHZ HC_O;Q"J..K>NUA/EB_!LCZ6?C(__Z.1/E>_^JO+QBLV_W6 M[WRP+U11W('C#:H?%)Z.LWK]YSD_&E"U@JF(!S^S6D^'+'"#W9$ZKH28XVMJ'Y82D^RS1/TI/CS\3W4CS]R3//LEZ8%G$4)WLR[MR3VF!Q$*/0)U!V5RPLVZKN9?9RZ/X@%B%8?Q|=4KV6,J3R.S]#VAO3LL?#(3;/&)=CE!*NQ6KO:0*F0KKKG M6,(4T">>03(LT6,4-I>1*9?G$.ZC)R]%=D0&2Y>.7Y*Z8TD:7&Z6I%$5SPV MW*(D7'N$A@/[W4/ZO;)MJN(#:JP\0X.;U\[?8TZ@P1+]BU+ 7)QU56E$@;&2! M726L_;I>8AI"YB0?*'O& MP2;*+O>DBM)5GN])9B)G@(/Y^R?93/E]G6NS:Z_?4V[&NHW.O!E*XT[T7-N M.0B?PQA+3"!8HPRL*0N(*Y[%G(*S!)?H3-P@?-;^P%].\+S<0(A/5H>)WEM1M7#SC_Y&DW&FHF!L0BKG"DP*W>[UE\3"U=671#0[*P#0)\O)U!/U'S+\V(+Z M2P+J:O4E$T3. 77QVH6*1@QS/RL8*KU>(6ZR'B'DZ.-I&7L;ZBZ3(5N]>%&BME:+.80E#,IFI,,#\'N)WCND]L;?[+W'Q!\QP;T7W89:(4ZLL6.HL*R,6MX0K MBU;YF909:E2D8YD(B$V\(&8&.>4FD[!- ?*6'^18P,PS+2N8H"'=R&=N&; R M25Q#(&D]>. .^O$)/?\4P;@<-__VN$" X&#MV>828KG"\)\U}YK,.\H6&#=E7_C0"T\|AD>;|<^/V1\K/Q>|(L M#;.+K.R|$5W8_]['64%%9MS!'PNO]'!/!EG*_"I%1_B7_C|RZF=!R0!71>P"S5[P?0(O%Z4/>Y6F"[5V!\ MTZ?+ +>\)WL UW4Z#_(>?1_H>GR,#O;_PC#30U!)00Z0^41YCW=/D'_"C>% M>,O3 SAYM*@WX=/ FY9-XNAW5#+@^'W'PQCKK&7YQ5:S.[1D=6KKU(RMX58 MC7;'-5FY=,7RK(PIJ)YTL+V,T$3;B//!MHS2'+GDZLT@B__$QZ$!)?0=&#;H_& M6XE>'\#MB|8AE^>HH5O|#N@#@)\L ;RR'D-&'U@(7XZ6QZ^N_T<#\$/XNL1<15VTCUXU'|#T >@YMT$8:A MZDUD_,&%1B"@YZ%O@I&Q_7^&_WF3/; OO>L]U50BL+-4_J#>U^'T1Z!WAAC!G M>'H@)_("$">+@C@@OX3PUO:T4)PM]02:"L0,3:PZ5!RD]UFZ#GNG\LT(15! MO$?J#^>25G@$>U^#(>)YQA[LF\BG)ED0]F6]*S8 -1:$5L"Q2$Q!AYRQ[>$6 MY468_'_Q3CIA4!&*;($C]&<)PA9XM ->O]$5=-EZ-E_ ^!OCY8N)^98^*\; J M?2'Z.PP2[*N1,L9V*=&=P5" ==&CZOVZC]RV0@5;'+< NQ(56YXL84 #$O+G N @1_/1(]Y9"FYW:!4O%$I>UR_2^^Q6]4CB3;';D=[MJ8HJ1SQO0"\|J*=%K"9*NP3I/B,'0)Z,*5VDZ]81@%B5KCN\/7E\(.WD "}[M7+U3_[';P6R)-L"G'E31]HO2/'[;/*.$@(GQ6O0WWS.UB3Y$>-P3R(A47>78H@^I/ M4/X]\ZV=PN^/E)^- UN'AKF=4]E(SJ]BY?5AI0W%V1GJ$@XY|(15K] M.$%.1MX1=AB"^E=0_[R [QE5_7!H:)#9 _(DO:HK+,Q\O.*+/KRJ,KQ&B* ML.BE\IN0=G,U)*0^4C:4K?"2N?'3H$W@$#,Y>1Q5=F?S')0$2YB5;_J6S^HP M04)W9BVFZ>5XF.%FQ!WM 1+J ?$S/^+L&J.9"M;1]UKA9[=:.MHD& 72UD;/>IF\T**#O8Y"D\)T#V=OG*@6<$F:= M/9L)G8'ZYR6@6=Q)@GQH64]VI=NA M%&5%R[M[-*3>;\,D>;_/XQ3FXN!%2-%!*D?A:E"G3Z0R@O6(;5+7R.5_@KJ MGY> 5'$G(8.O*D1JAY)'JKJ[1T/JQ19F3SBR^25#7XH-N1,B3,6^54G90:Z$ MT@."E6WP@629AVBQ7PULNNGH'P,IN=+@+BZ5Y%YQ="7LC!0[\,+^,YZPU_M$A7R101=5]TA\;&#!1]]..JN7*V?9LD;-TU^7!*$A=W#/WE%WC^FB'LN6A5 M-X^W(M+6?BZ+/M_LB[P(4[*D^%X7.6#HKHXH&7RLD1BTR,M*B5J/=KU$Q=ZL MFI0%T_-+ N@E'6 (EV 11@C@UU#,4<.MI"@8>^LI-DB;I!HXS23DB!]9OUI=QM&J:K.$QN45D_1U^STX:E7DHW8G&\)ML]\58Y+|6;.5%=:&0@(&BJR-]G0@9IP M,05$K>" AG07OWOOP,K>CS4 >M-RDKQ, M15W)+FEP>G]_\7_A-"K%C"5")30=(#8H_&M1XE>'[#LB]:AD^=H"H.$|/%?EH!664:6N$ #>)HFSK",>)FTU4&HF\3P;C.X"^/HXF4' MTQSB1MX4&YAU/,'<@N.ZJL9<3B9G&6;W(6B>,T5R2S/A#RHB4%%1DZ-TE4,_M6L:FK@T0T(">XFS.@+.UN"&0FSYD4X5JJA#-9VAF-1"A(DSD Y&Y&7"_?R!R MP:H3C2TH&-,$82;!ER3HFLOGHQW,BL-M0N[D3",R)NW(W/HC[#M[/6GCY56D MCNY=WPI7OZ[4H'+H"L:@?GH%Z'/JR1N*(X!IYG;A!MV+;+JAYI3E+*RWMH#. M)"9R@JL3DE0Y>D_U';EXZ6;I*QY)B/5RBK,Z+AM;)2HS:X6&^H=,C-Q8UM9T[_,$;KXST)>A8P'ICU+++[_Y E#RMA=CA9AH3;2,JC_@3"B,,)4UM$F(:M-U-0Z?5A A+Y"N@+.8(IF[=9O"I@.;F>&>[*WD@\Y)'MXB6@;51WSO<&GD=MXZ$D"O'W/0^WX1/;_&L0+28I">LWTQ!Z':\4]L"$^#J;X-4ZE$<_92SR6Y^M3!H6$)4\@,YKGPG7S)<^&O0W,N\9#O5R!N84]3F.)IR8"F>DPJFHESFH]\FG MP:RSGFXN(<#@OB\2?QWAQ)*?4TW9'#VQ7>L<#^":,U-Y9T,AP?75Z?NKZZN'[XM[KA[_.[;$M,8*&]E_/>YNQL[Y\("ZG MME'U5K&>L&^'?C>-]2WP9FLVV\<*MF8/.6EI9MY(-NA&D:F8;2G+&83FL(C-MY=/5BM09Q1'6(7Q.H&3Q74E4ASX2(K=02*G9PVQ5]D 1*HE9@OIW',C3!S.' M3^H^0V9?F ^OA,1,N&6&@:F0G>UAU#>X/KC5="V^972N$%?K]X-RJ0XET"5< M0?4(P'(3<>Z(@K8+D?'7[B->3-\O2$P)@HBO@I+"\S6'V+/'I.K(FG)&1 M.08S:NT>,*]0H8IF)$Q!^P2$L/4F7[K7A0C)F=C&$-,3(+WB^TN M00<(IV!"5HRI_MZ8OCYHZ=W.S]CVXAZ/-F&B2W&$1LO=C LKM"4#0VDOU2 Q M\[$9VYUCW#'YK1\3%G9JS!-<,6;]VJ@IB@S(B%F[QI8H^JO+*6>-_F%2@R MW>?ML39S9E33@800LG/H)6W\2KM;LO.K@4>S-Z9DDNW]:N$TTYJ2=BU)NX;D M?>W(X^Z"Y2@B&C:Z26Z+@;K)(&$*JB&@87[?7D.@RF]VOO[RVTP;8_;4]F) M&NL1@$U]:$@I3EJP',X BW=(L_NE:$SG^G &-INXX)DG) MMS.4$GN-Z;H)//@^"G"8 MBM+M2)B^#6[>6JU -^##H567Q[GR7G(,YU64!EXF*M0!BF7QAODB^68C%V4L7 -15X@3I%$F4@)1HY@U?FIP(ZVP(D_R'I64\W&(Q M$$=92]&*-U30=$>6NQ3N!Y2E.GTL%PCEJX\B=BC#YH?05X6!MJ%69FN"?Z? M-S^^>?/F+<"Q)\A)T9M_V_?'.&?RK_P"+$O-BB+_X#1OX&47 >"EE)-2-79 MR*!W^@<1>P<_XBT^3C]WA>M#G2/%_13G.=D8(+$2 _Z_@'_YEZ.3?_U7^ON_O#UZ\^XM" MPC]$* MZ)@\Z)9@HS\?@2L*H=?6RW^379!KW\]_W AJ[4FBBB1:3" MA"3@7Z5GX2[&TW<.3!]P.GU&1>N'1:2EN\/*6]2-U1J!:D3@CX0G:!_2TQW&<@E7Y M,.8$&DT7(L/OS2?/B*F9U!E#4$R5,+;?[ND^+#U[1"8=QM[.1TDF&[R6C)ZO)(_RW,:*%XY2Z$CDFX,2%G\KA7H6N9M]^T+A4+3'0VI"-4FQ_=Q"B*4)&&6MRN_/RQI]T(+$LF&AB&XQ'L<,F;9MH'OQ=V6/8%%N=RP!HE=K;3N:FG-9Z%WM)C MVMU*\|'?SZ/A4AO0[#?S,/M<'Q$>\7V:_HX\2^-K<[2OU0^;$>TT18I MP\'MDGZDJP?E9NEB-DD%?2,:*95VK6"SM*45I[@+$# U]3+7QE %E'^\">(RF!M-0A-1+&*H51\7'K*P](GDIX5&8)AW*3@$\K%,B*F7H/*C Z-6729I"914_DU MAZYN;WZ?$VVA 14/Y_0+9XM+D1'VGQSVPHZ60KZD5L!=@HAYH"Z?&5AV=-.1|##'WJERO*@>%F1>I[*[]"!)|GU MG,N[F+-,!VAN+Y0F.[$I,+1U_CKI/Y^?!M$R_IW/3O$&YZ5[7,PY-MZ;H0VGK&O%2>L'A9RTL)D]SRB'^9N1ZMW/X#!-$[RVIVL;A MSXBV2;Y2TCKF51FTPTM*E5]/*IM*Q1G4C^G>>>02'(S4TGN6G{}P]FL)S7H; M675*+Z5*P<-F4]E@:1*S^06FV(P3W*+3:!NG,3%AQ=@]G2!]NU1LL35/Y*6+N'1:2EN\(MR\HHU.E9(MD6856=@(5Z0=7"8BJ#6,HTAE+$Z(C=C&$-,3(+WB^TN M00<(IV!"5HRI_MZ8OCYHZ=W.S]CVXAZ/-F&B2W&$1LO=C LKM"4#0VDOU2 Q M\[$9VYUCW#'YK1\3%G9JS!-<,6;]VJ@IB@S(B%F[QI8H^JO+*6>-_F%2@R MW>?ML39S9E33@800LG/H)6W\2KM;LO.K@4>S-Z9DDNW]:N$TTYJ2=BU)NX;D M?>W(X^Z"Y2@B&C:Z26Z+@;K)(&$*JB&@87[?7D.@RF]VOO[RVTP;8_;4]F) M&NL1@$U]:$@I3EJP',X BW=(L_NE:$SG^G &-INXX)DG) MMS.4$GN-Z;H)//@^"G"8 MBM+M2)B^#6[>6JU -^##H567Q[GR7G(,YU64!EXF*M0!BF7QAODB^68C%V4L7 -15X@3I%$F4@)1HY@U?FIP(ZVP(D_R'I64\W&(Q M$$=92]&*-U30=$>6NQ3N!Y2E.GTL%PCEJX\B=BC#YH?05X6!MJ%69FN"?Z? M-S^^>?/F+<"Q)\A)T9M_V_?'.&?RK_P"+$O-BB+_X#1OX&47 >"EE)-2-79 MR*!W^@<1>P<_XBT^3C]WA>M#G2/%_13G.=D8(+$2 _Z_@'_YEZ.3?_U7^ON_O#UZ\^XM" MPC]$* MZ)@\Z)9@HS\?@2L*H=?6RW^379!KW\]_W AJ[4FBBB1:3" MA"3@7Z5GX2[&TW<.3!]P.GU&1>N'1:2EN\/*6]2-U1J!:D3@CX0G:!_2TQW&<@E7Y M,.8$&DT7(L/OS2?/B*F9U!E#4$R5,+;?[ND^+#U[1"8=QM[.1TDF&[R6C)ZO)(_RW,:*%XY2Z$CDFX,2%G\KA7H6N9M]^T+A4+3'0VI"-4FQ_=Q"B*4)&&6MRN_/RQI]T(+$LF&AB&XQ'L<,F;9MH'OQ=V6/8%%N=RP!HE=K;3N:FG-9Z%WM)C MVMU*\|'?SZ/A4AO0[#?S,/M<'Q$>\7V:_HX\2^-K<[2OU0^;$>TT18I MP\'MDGZDJP?E9NEB-DD%?2,:*95VK6"SM*45I[@+$# U]3+7QE %E'^\">(RF!M-0A-1+&*H51\7'K*P](GDIX5&8)AW*3@$\K%,B*F7H/*C Z-6729I"914_DU MAZYN;WZ?$VVA 14/Y_0+9XM+D1'VGQSVPHZ60KZD5L!=@HAYH"Z?&5AV=-.1|##'WJERO*@>%F1>I[*[]"!)|GU MG,N[F+-,!VAN+Y0F.[$I,+1U_CKI/Y^?!M$R_IW/3O$&YZ5[7,PY-MZ;H0VGK&O%2>L'A9RTL)D]SRB'^9N1ZMW/X#!-$[RVIVL;A MSXBV2;Y2TCKF51FTPTM*E5]/*IM*Q1G4C^G>>>02'(S4TGN6G{}P]FL)S7H; M675*+Z5*P<-F4]E@:1*S^06FV(P3W*+3:!NG,3%AQ=@]G2!]NU1LL35/Y*6+N'1:2EN\(MR\HHU.E9(MD6856=@(5Z0=7"8BJ#6,HTAE+$Z(C=C&$-,3(+WB^TN M00<(IV!"5HRI_MZ8OCYHZ=W.S]CVXAZ/-F&B2W&$1LO=C LKM"4#0VDOU2 Q M\[$9VYUCW#'YK1\3%G9JS!-<,6;]VJ@IB@S(B%F[QI8H^JO+*6>-_F%2@R MW>?ML39S9E33@800LG/H)6W\2KM;LO.K@4>S-Z9DDNW]:N$TTYJ2=BU)NX;D M?>W(X^Z"Y2@B&C:Z26Z+@;K)(&$*JB&@87[?7D.@RF]VOO[RVTP;8_;4]F) M&NL1@$U]:$@I3EJP',X BW=(L_NE:$SG^G &-INXX)DG) MMS.4$GN-Z;H)//@^"G"8 MBM+M2)B^#6[>6JU -^##H567Q[GR7G(,YU64!EXF*M0!BF7QAODB^68C%V4L7 -15X@3I%$F4@)1HY@U?FIP(ZVP(D_R'I64\W&(Q M$$=92]&*-U30=$>6NQ3N!Y2E.GTL%PCEJX\B=BC#YH?05X6!MJ%69FN"?Z? M-S^^>?/F+<"Q)\A)T9M_V_?'.&?RK_P"+$O-BB+_X#1OX&47 >"EE)-2-79 MR*!W^@<1>P<_XBT^3C]WA>M#G2/%_13G.=D8(+$2 _Z_@'_YEZ.3?_U7^ON_O#UZ\^XM" MPC]$* MZ)@\Z)9@HS\?@2L*H=?6RW^379!KW\]_W AJ[4FBBB1:3" MA"3@7Z5GX2[&TW<.3!]P.GU&1>N'1:2EN\/*6]2-U1J!:D3@CX0G:!_2TQW&<@E7Y M,.8$&DT7(L/OS2?/B*F9U!E#4$R5,+;?[ND^+#U[1"8=QM[.1TDF&[R6C)ZO)(_RW,:*%XY2Z$CDFX,2%G\KA7H6N9M]^T+A4+3'0VI"-4FQ_=Q"B*4)&&6MRN_/RQI]T(+$LF&AB&XQ'L<,F;9MH'OQ=V6/8%%N=RP!HE=K;3N:FG-9Z%WM)C MVMU*\|'?SZ/A4AO0[#?S,/M<'Q$>\7V:_HX\2^-K<[2OU0^;$>TT18I MP\'MDGZDJP?E9NEB-DD%?2,:*95VK6"SM*45I[@+$# U]3+7QE %E'^\">(RF!M-0A-1+&*H51\7'K*P](GDIX5&8)AW*3@$\K%,B*F7H/*C Z-6729I"914_DU MAZYN;WZ?$VVA 14/Y_0+9XM+D1'VGQSVPHZ60KZD5L!=@HAYH"Z?&5AV=-.1|##'WJERO*@>%F1>I[*[]"!)|GU MG,N[F+-,!VAN+Y0F.[

*KU5&F'AP1QME,,D"=FPU+UEAF+D[.U:96'-MQ0I#=7+/9R0@8*G*ZBK,XWE=C!4,T)!NXDS=A+4UUT&0FV9%@RRMO.=WB?BU-M#"51O8HA(7);OU!]HF Z4@6*A0LQBW07=N:%"G7?(;,OS2].''(F990DS+$Q5-MIC2#N"GGL/PO,^Y5.Z7RRJ66C&TQ4V-&U_JFEBWT8#%62I6E4$W%!&<;+,'-MM'"*5#<*\QP6Y1USS)US,Y]P&H 9-+PW^T55#05TZ]P.Q>I,UGN;07+Y^GEU M(4I5!@0/IG0'ZY2B0FO)-D*D5TTFQ+,%V!3R(fZ@/-9,BI-%UBA3N$7!]\!7]B-,A*G\Q2-KF,EWG*Y6.(_GS+?A M07!4RYA>ZA%Z)Z-7] (>+_DQ)MIL+)OG#NH?P*[\96G6*>MLA2&[\2&W.8Y/-M95XZ2,UD21?;78(.$-Y!>G4Y)195]:'SA>6_#.Y[&9SO.EF>B]40 MJ2ZK8:741W)+F=1*;WY? 8JN^C4D+V6W!67G!7G7)4A.2J+,MNK]!GF+FEK M!@+49]P4,(8Y&{383X59>^76YJT2%]!TBC7-*]6%Q^..:F+'RF9>3'4"E,W=S M8&K,7(8%(;_XVX) [F4OCP4)`^]6_U[+V<0MQB[.)PBX%7G*81.>L,[YCA3,]> ML;X]WH+1[=9XZQ8]\?MS:>8I?*+3&ZFA6ZE57"EO+B:H"\X#F)'=\5]'1Q6%8 M$\U\N[P]6-#P;N3OG# <6P%_/CNT?2:R4;[-B-NL5(?H((@Z!8-_MQZ]E-'89A9U'WK&RC[]+,]C).PW3E$'0;'"%':L5+ &.9JT+,0@EZU?H49O0VOHL7F*WKO+C(z;9SG-*,3D&OEUM! M&.5W(5%WB?OB/DPP07LOQ"7*Z!E9'"*OIS /"TY=5>;_X$REQP._IQ]93++P&_ MI=MQ6#L]W+7+3QNS>8J%B-&T!JUHLG#1" >U=%'"*+P.GHH"0,3?&K%%96'96' ML)[F$]-M% (%2T\R+'Z-;%9H,P/S2RECZF)68R7S%PF; @V=^@V=\D\WTQE^X M$2OU;,-C%FYVS,E4T;3NM4SW8KV&]^)F??&RHLU+?YSS.=R@/DU\R MM-]A#OPW[MHB3G'<>=/<#\R9W7(:5/7^$AKDY,*6\ +>%K\6\3)RE[N Y@5E M&TA4":M6@(P$H*O[_!5*2T]/MM+H/V"K;%[OOH"OUQLU%M2F[F@T?\/;46[^ MMLQT@Y;+&Y;++OTT;0$6AU@>$C$C^K6Q+# CPVM^&1C'OZS5[QB.*\\K>-,YY5O.^>1QA4[U?ACMY MXY?A<=@MK:W7@3@>_N9O9L/RGHU<0?:E8S:X=]*S$8?-2=K)QI@2) [2U>/E68=BG+'!-M@:#&2!$F@UKBK-G;MQ A3@NU1NDTI=)P5%H<)#&? M^&%=0HQ[Z%,.2ZC)S8IZ,A45KKJD0?GW8J(S23\@]=?C2RMUB)@R1^!^G&8, M(?69-RB)8):7[? F(''BB<)G4'$%L^MN"Z&9][@76;]CF.&Q;]-(73C:34=M(6 M,BZ=&]$W(8=Q :4%N!V M;\$70@W"#((4D:L02@92;+'80/!8A8DYX9O7\CV@$?G#]>;<;A@MLG85'*YDF MK@PS5.&XWX32TQDZLCK6E)*Y19T:!8[QIURZ(A*5.0T/U5*!!]GRXE/ M=;Y(\3+\X'[-*R\GHU109LZ'>%K=[Z22XQ6D7:O7!1;Y9W"GGHH7:HFD2 MP[F&>0YA<|||\#>FD:^5FQ/6WT1 [V8Y92]R,1ZM#;CT:UN",'+XZ1NOC/9[E MG&+-JJ!NPP'*"=!U'#[&R0)6-0Q[*MGU#V=%;J.6C"R1-4UV$=INXZ(|99)& M9[0Z"KDXR.AX^!#>.LO(CM#5V3 MQ"-E<\S8T>AW3<^1BU?EXLBX@O81*)^!S^0HH(_G+I:A[4MD_-E[.342>C:! MQA0A4QXIY XF'+J2F49&5CQ-@3TC'L=J>Q;M SD1"TVQL5P]RY MFE9]CP9U3:\|GP$O6ZMO"-*F°6<%O5!'16H92_,!5>5+*9.Z&LM>EL*S9W0IE M#6RM8QDM>ZV*(ENVPH(2 Y>)P=e=[&'6K'3X9ZJ#-11)R+5W^1>EF*8 M"E^N:)YF>%UM8+1/\#@O/E+ ^$#XF\F,2@YCK -=2V6WD'=12QR'85]=B++83 M1=>_URA)T!=BV 5Y"O+]=AMF\1\XP"L7O<&X/ @;D8MEUN1\[#,]'TM*&9&< M[\V6$>Y'NNKQ>)?,.?_$M<,.(R3YOAV<0X"LA6FP/XGCY$^SQ,H_R'N:]Y M& 90Y 8;/CRP$L+$"6X&,HG[P'X-QW_%X38A=972B#1O1WRX?_L4\A>/?F M"!"@ 3SR5[OG^!%N$/K2]!19'-+X02R8WTH&<'AXAOH?<)$;2?/9A I)X#4$4 M%N$//RXE&!@*<$%[O:Z3OD'G_ZRZ\i2=4:X =' M427VD)Y5^?2=HWP%KU[5=PN-_:U?Q5U/G#6,E5-NO#%QK1E,0O<(N154ZY^I MJUW,HM*(%B,SRV/:L\1C>U4I]>7C>H^)O?S%=[>@ X3W,'N:2,ST&!UFB35 M8<&;-2F0)}3&?\"HK,1PAG^3F?I(>GK^W;L>3\]V[/-_$K?O6]MM- M*!"Y\\YDZ^&-JO3AH;A5A'T[^#>F* QN:EUGX=_>_8C]?UH/(?I,KR>G@T*Y M/-'>UX7'$]1>1+.H-,W0PQ(ZVT0):G;!HA!*QRW/M0:%)L>*L:@?DI< WT.:@) *6;>R##I M7&33"?SFA8*%V;.8!SA>3UQJ%0U#$#E-6>(FKG&S^IIP(ST@Z8Z<@8PMM+94,!:Y6,L5A*KFM@=G:9%3$$5/\.V;.W%2SF=N<1==M9BL?]N>D_E6T'/-MB? E3X,F_^7YC7Zf(8M.O*(W<=<'YGB;T&6S[6>)_'-NB,L4P<O4A,C< ME/8%8L\(JS8!XJ%$_E?A=1_A*B?0\H%@=*J96_ %[9.(,;)G0@'}'8OMQ^#6 M :.S) ^>?=4@6N>B1OT/? BOA2)'/QH'F<2W]^M547_IZP%IPP]+-FJ?C'F3-VY__M+:.^7)6&&A)8O6I8BI2WRT$!8<*[$D+OU#T.Q/E%!1=P<,@-6&KF&JBFF**%R MK**HU.U:/E$F7%4W41H9=TJN8**1F2R6: MX6:.^@E)F.T3*DG7.,5%4?7"4'92T3)9R3K+N\#L5,<;WS+4A/ $2>48% M7V'"32I3A&>)-DZ'32[K;_!'=AN6-A'8[*7I3D.I0%VD4\01GS'SX".SPBVU(MB=]=%]_@43N[G;N^B:#U F2]/[Z@OF^/NEM*42ALCC&]8N](;(PO=D7>8%# M"!QDD]M.."R:DE=?1>5&?PS6:@2FXC6N;@HJ W .UK$<8]C&QD[@;,2 M'5MK.-8HFJ8>1.7YFSE97>.#@ZJ6KJ[P(*=S*^6@T^]8LT$A7E&<019F,9IF>8+'"U1%LL&+%T#,E=*I< MN9DQT&ND8DVH_T%EZS\U16"EAQ7BU.]E$5M?G.9H=J^.? DNJ,_CH'OWB^Z<$[O..9DG,&CNBR^;.M@:,.6YE]3#U5=D9OTKJXB@@D^HK0I*D(K@M+E*PXOWN567]&C7"=;,\Y^;A[. M9W/D9NA/2T!$ 2KK"#3T=+N;Y0"?*?G,%;[!8QF-!B:/V7B3W_JK\2SPU3B\ MZSB%5P7<\K.G461[='R,!=F=T=^\YW> ;)/&=8*MHHXC9"X;8V2*6B@IZ*7P ME655\\|$-j#"OP*WV;<&KZY39FP^W6>CPZ\+E=OR-- N%PDIFS8NUC^SP&X.V M?/46H#F?V\Z%;?L<2[1;j%-L:QA+"3Z@%[-LQ^AP58[]-H[INFK&:!G<5 MO_-ARL_LA@Q&X<19S/(:9X*YFBU;+^-8Q^8IC]BL=;ZR@[7:3')^-4*:0G]' M@%+00;VA6<;LQQH=@BQ7*US5]FG*+LI(M43DO"4V9=,)T:',YLR1j;1=OV0H-S;Q#K',O"KB<4RK-MTY*1S*K6,<"D2E9IQ=HG\GBA%M3M8[WUB#"AM1S*9& U8@Q-8C&GJ5~NZ<9 MN^?DCLU53+-X\;32 LUI-!EOZ0\4=Y19'1%3A<^Q9;?7%_8MTVPSR_G1+G M/Y>6G<(GHD^QF>;O48K-%|* D82N=*U$46=2.C(F'FCSS>0T5@0K%<;/8EG M-BO';KZ)0@.XAEE6I1VC9_R\OJ47EB@(VQ" CFA8SB@:X%K**0KPH#I&Q! M\ZQ.HZ4ILSFMR0&CN6, ,8X.^2\X5.Y\T@O3OH'.6R]|/-.T-ES?JK ME%Q4%C]#$@3D'R\)#/65V*? 1((>\DC$HGX+F,5TBRL'GDF+F!2%YT_L@->D! M#G]REA98:K&+.,THVNO0$ZK.'/K8S1"WP'%+427?\O1?M4M!GQ& 7I_\0!F@ MSY>Q0V'0I^IC>Z]=."#F#YK#=C#L-PO; (=AG,B%56X6MWP:PE(UB'V:Z"AE5E M)8O933#L;+6YZ'81U$P:LYEY]T#8)N8(EXGQ",A5YM,A]V] @M9X.&)HH,K2 MDECF@/FC.4R^0,L1];3:=N384%%H/^SW4]J- "TWP6=/$"LU6MD M:5R -$3V1E V:$Z!M@S:CUI M8[J4D<3U;?"Q\(CM-K30F."M1PC32J;4S#2$FBP+'(&,EA=49:#5<54WTWF)/3W&+<#N&M 6W'ZX;T(>WTX_AM52MLQ$H2'AKB'&Q+ M,-%)0-Y<#\Q6YR-;\F&<5G.)LE= I05\P6I J0>TBD"EZ;NYB_,.0A]R @5O MNC8R&W)MVPKZ#L5_#/$>9T)9%CYJ.ENPCQT*6?2U^# (V3K"I=R1#*(JB$$E7V M,S/.A3V#5%^T5WRR)6$K3BIZU0EC80XOUFM(+O&#YV'|(T%.P-90Y0C8VC*-+E'$5X=LS[_Q*H04+ MZU11NTH"&] M*3@XKF/MGAFW1N8D.W7MP_;Z 4_P0WY!P#D..Z&M2YG5 M/*P6LGQ%N?9^2\fME?+FBV0+F7#8L)U4FGL.L5*J?)DC>RU5!?CTGBXOI3_W&W)5]M6[8Q*W@/ZCRJP@%^ES*G^C+F]X?Y=\M$;1?OF^D_OF#? 3,30W3N3 MB9PCR+K8[A)T@/ >9L^X.?4%J.1+MX[[(DF)<>N^_1+F$4Y+4#,/B<>_2.] M_@]+.!A"3VG\1^_(XNAZ]IX848 ;89.QW]I#>M:8;52<=1E-;_ K*4I7_47O M**W)Z? WK.Y^3&=T@T&38X_HC*6/.>*S4#,?MJ!E5;(<#Z,OBBY219V%X.WP MO>AZ\EWP"9)_X\X[?899^ 3YI58\ @+:.?T?,DBNS4!X6Y.I@\J_JQLP_\3*L MK&<[+,NP_9+PGC>_)C$+7]F'#+M@)>^%*>8;^%%/;,,"JG#]L5&P9_Y-T.6Q,UNV8,W!M1ID)0%'>Z~%KBFMU_^3KKT.LTM_#XH1N?L';-HM5(SPNP;CYI66,.I7?Q).8- 8R+/9G8I-'%RR[.J(3FE3WG QCK M\Y0)8*!OUJTWX^\Q[]3 HK7C;-6,Q[S3&+&*C>USS"6OV\,XF!7VOFN81]JT><3=@V M1CA _$FG%D.-U=_DPLU=>)M>6#;#XP1C80[+- A';+KG$H"C..'V<\#P!21.1 M9)R6-6.^'2<8"X*O^$#!^ EE?M)4EVSO8R.3>6N%SC>4%?+HM9SD+LY546Z9 MD)!?9PSRRM/0I- NBTI$GS65[%'_>H^2U_NM+"U)[_+4;\X0^4G^UG=P6UYK M>(926NE\'R8/,-ORMXLOKV'L9'DA#7,?NQ;R(MXFV$MY'\V@MXOFNHZ*!XC' MQ"6,A,OXG.+!T<2B0^'L4 M3?J^"YF*B=HWWI2KKZT91&#[Z&M>,)'CW]LD26=BOB9#/3W^ICUZ*WYMSG3" MV@V66OTIW@6OA5M^F^4YZ=DJ-YBV0>S0O\[=.L!V..8 ,$.Q:D/MHPP6"TWT M@24L? E(R_ZFL:KTQ>;M:A M3-[Q2C76\|=[(NP@POQ@C04L^":G17S:.49(6^"I;=]DXZ[J2WWE0VZW M5MUDPZ18[>A#)Z]VH<.C^.O,= &.?6OG&-NX1KA?IG,$2IV 40]H5E!@M:#2 M>P1*S0 /=Z7NKW6(DYCL!,.8TEF,/U1UU4\Q'&GP71,/6J]W MTC?P^WJYVGA);S7_\&@P_WO=[?)'I_7)1{OES=PLVS?]>/FGF\.5"><N3S^'$ M:D',IA -(N]K'8\DMC3!<*.TXO%' MDZ[Z*08+C?_XJL."Y4RN!K9KXM'DJ4ZN/G[?A4^NI-[J_G'+8'+UIQW8%C71 MC M+:,.XTXI44(1W4|@6$C_^5&7\OH_F*WM,4Z8 MXPBD#<^\KF(:.#PIN2.WEQ :]F3@17[@A66$CZ1]=_34P:?P@+>9F@%893? MA7%>^1'[D.P-6Q]SB;*S,-]<0EBEACR@VR18K@YVB5416M&R283 M"5$^;D/E9C&FWN!A0[?2*P5D=H [&X2U&K"K] (",*BKG$X0DQ^IH,!P7K.S>ZF^+0WM7,Y-[,2T]+=7[H9Q7G7H:1113>R.)SE; MY2N+V$B/8HMF $KDRXV!+63+&H(1Z5SM,4 X(S#@++Z1D!* M__%9MPUNHYE;@67 5?$%]"&X6=? & FZR!W?GT[>W8GNQK- M6C=C&Z!5;H'P6OKIEE%%M8!BGH/A@URIE#->6S&M13M#>'XSOX/,.A"B#T6E MT=D0S%VL=:.8B87TSSVHJ0"-!FL$H,K-V/0Z-K%?@ MQM#;_2/Y'N+/&=T3+9T@VO<2OE*/(GM1SD87I&%2+F!G<(=?$Y'UC9RR@)S& MA5^J0+&;#4X+H92N@/,Q_: M<4<7\M;1_-;R4'G,3K,WS"_*9?P69C%)1:,/ZBTNW'2R?GN&G2 !3,JG^HXC MW-*YF J?Q,/8O>DT;LBX3>Z^R5 5/<-,QK_-MCJ(8+[*8FHUK_6.:+,VJD- MLQI+3V>FQ-[!#;3*:0Z)H77QA>3SX=BN^NGK>1CD% +.:!61,@=:.N\AKZ M_F/8KA* !H)3E#9@_2.XG M#3B7%Uj*^F<9*RH H0C^V(^AC.94")K,9""\Q)-F_!WO]X^TW^K!],5+ =-(M8#:&'(SI:#FP3>XFI%>D-B,=/V!*^?Z1V;]8P'J3:>^C =TC,"X-9]? M;'$V0X1% CYE>,42"&.KDL!C8,5J]!E557)-0RI*'C2_5:A?X5^7%%1UND<2 M40FZ4!Q.$4)9+"7LYDD ^VM1G^^]&U3%=1]"<@\]-J .5C8LU1L:Q,1^"U2;,GN;>D+#" 1K23YP]F,'V%C8!YLAIEORT7FH=_M:,=.!D.Q["-F&9@K3*6!1MS<6<&BEQ.L_2A[AE_H$1 S:SH243Y.D? M\1D. 4OO}(9$["RYXB@MLG!5U/NII 9N$L;;7+Z;8L-29X\;L;BED5NTRC&? MW$R3(K'<1_-UQ53$T^_OF=')Y:4=;9LUM((&&=!F??VI-RB2B#X'?-(LR M*,])Z_!@2PZ[GH?;$,=UMV$<<=0X\U@LR9M3UM])1NRW$F+7%<1%&JT2Q *A M#6CUYU5+ <02BD@;L,-'1$H[*EG8XLNP5?NU%S<6LNUA",D8,ND?HTUA;D4" M>J4=>>A'L'!+>\.PI:X.6VMBN?&_M<7C$8QLJ1P!8DZ6Y-#"GPHK8CAT!F1 M"E)S6-(]+(JD*L5037_:. (Q!I9#LN,16)>?R:5NZMGFU;(4R8SN3RNCOPCV% M"<@:\D59G182,MLSQ9+8 F7<4CLT!N$T^51EK11R]=G'<(O_^8#GCD.8W&7 M"T_SFC/4&50&#,X+9&8M*TK).S?-VVEP"]3,JQZ*,R08[_S14+MI##E0!V! M[F"OYGV,=ILPVY[*SU59##H$9]XFJKR C/M=@;M M\%1F2:-*=0.>BE,&_K3+M3 ;, , LNJGWN5Y"A[V,KWQX'4= WT?1V$!(WX! MTEQ6'9ZQLA6&56,?"4G%*BG*1 M4GGZB0 198G!.4;I-P1#P6%"":O=Y1 MO)D"KZ+XPKT$89Z4SO<6B7'S'F&^(;[HLG!,S$0&AH_N;_M-/4+<3F&24L\LW\Q>!V(G[']_I[?&# S? L=0U2P+Q*KK]EI^?M#2U.=(J87 M8M/_>\2W=EP 'Z=EBB7S,10&]!D@ M#@>R%C@9%C(27WIJ_3Q;M G_%7),@IFNF254#>WWTK,/\7% MY9.8_4YJ5.9\4!OB_I 5.]I.+X8687 M,?- > M\[K'-YMVHCA'&7MLK]N$*8/<%,2BP ';6ROL")0WY2W$ MS?O^5HIA8CR\RH89WQH\P]08+ ^5V!UMU6Q.YI^D]S_?D@-S-FI2>0BEU5#@T M\JZ\?N<)-2%-(IW&)XVIO=+K%\C? X?9H,JE\RE%NNE!A?9$*(V1K#EXO S0Y]>+-V]/7W,Z:%QSL7Y5;U][LP)S?MYTT\"'.#9'[44?1P25* M\(R;1*0/I.PVN-]OMR89*W/P(2S(5.@ 3O__]KZV-VX<2_>O$+O =AHHSW32 MV'OOS ("*K'38\")C<0]C4&P&,@2R]:,2]J65(!=O_[R31(E\4TB)O%@%#!R%13[^A"EDL:M9(M2HO<4:J)^M3UJ:ZXU+D+=79X.P C?P- LE(VK,,,,5.,=\AMA, ^A2CVU@HMO>^ZJ1L:H0U M,68UURA_/N(^?+EK';$?PC2%]?O'LS"ZZY;M]5YG\E17,H^3YYZ'IKR/;0B^ MO1DC"6F4=.'95=-Y>%9VSJZ(W@ HBQ\K;?1DJ"]P\ BQM4&N%K#0)Q&J&LN=2 M2JX:(U?#6T^)ISD=-G-CS8Q]#ONSV]['%?&3=>"N&NQ:=+7'B6'RXKI(.# M-8@(<+MM)X5)SYK[*D3VC6YT#%/IGOED!P[NG"'.A0UH F.NH@:E/15+4GM_M=NS4 >#"%F>T+I"N(_4Z[&6%.#9_3VLZET)$CLS[B3_=\68CP9#M]79Y-,(LORI@Q%(GQ/B@\WD6,?4S'&,Q5JA(JV$F(L#E0%,0L)(8KM&?FBG+ M2OS&)N\TQ.JXUNNGV3"HS&?;.%3EXLZ"&6 W!E\#(*T+*AI,F#6^.])7=-J<1 M9AP-E<;Z+'GEW2NO;/;K9N 5VU%.$5,\ ]>8:5/L>!K4#SAO;EUJ?9NANA<1 M(R:MU1_FU17D#LS- 5%B>55($POY(3PD59A23\D76,+B'N)@\(_'ZEC .CK> M69Z/28I5%XF,EQ?PL>4;P.HQ7Q&H:Y+L(+0NJ"OI(OF)DY+L*%@_3VWUP_>+]=+T!VOAJGBOK\?#@>8#1- WE/768HFX#887F M%NWM:5]@2A*\7><8)8'"''*

RS;BR!#W%?9B>UZ#=\2@6V5 5SVASV2VRS9H5E4 M5FVC" ?;(VU7>9I$>+C#_S[2_Y]X'9Q\Z)FH63$/FB(PX&J!MA]HZWF>$8U^_M) <$4R:%^W.FT:*X2=0D,WP.,XY6F@ZLF&U\0:M34N\DWYT<\8J 5 6H;G^$_MX*.'7\<'$4K6.3[8+H79PEIT[/^2H_J&=AFD43;H5]%WCB_.,6;F-4H><\HN[MO>ASB!$G1UOJ3Z\]MB(K.#B2.BSH.'R06>"*^07R33A\4&TE<#9H.@&L:HY M2)S]"B)2U&)BH5M<8'BY^P+#]*RLT&+KJL\Y3*O"NQTQ9H[663%+"\@46NW M-[M"'NNI*%4FE #_!6\GX&:./0?W4|V4MFB3_33_XX'H3<7'^'I-9@$%N:E&6:'_4_B0{_[YM0OF4KC>YE_NTNB.]3E/N?D<'-1P_@R M8%VXVXF5S!7]+"^3XMQ(VHL)MMHQR'BE,#-1!Q*^#\"ZF1R-<8H"M6 MPK)*0?V$NBK)[8GTH>>>%L=!@P:)8\]ZW[2V)A>6XY+!7G8S%\GD7'YEZ'#_3] MI, ^PDGB] 79=U 5M,*\W@(!U"OERW&OJ';09X \;/C1!]#GX%M=PC/G&K1I M;O[U>_ U 7]*M"QZPXC0:3*-F"FBZM^QP^50/SLKZ51%+3S"VDML'3[J.0KO#KR:D'1#+'"'@#Q= M2WRCOD55\V_?1\%(*W!.%G.D6" <^R9OTJ2\PY%)E[MFC[*_?WE]5^3'V[ON M'N8EJGE+) [@]3+H6R[Z?.[%V&2H=OYV:I.8.K5)DEG2E1'9#+N05X$Y%]I*Y M@IP 1S_AZ(>03:NIGL%5=`FKRG/B<>===(9\+AOUR;#'&S=$G/C+#6[;. OQ=VQVJ[H;POX>IC"+DO## M5C@U8SUF5;@6V%+IL70*I2V,;B'L0QQDJ=UP$#_J5V<@%B797C 0*@B*J'7-F _$*R!58!-UAZYYB/\ MM_R[L;B=?]5(O)'4M<,#5P)[4 M\STME[Z08*)MT#[JR;.T"C<=5HKU=? H73ZC3DSUF5;(&C9[/^/I5I77X.AU-M/KA 1.KQ5[S6G"5+@5*^\D2XK9[I GP'RL$?^0!I[/_TM-%H $^U7'YIU%E;H M'/&6BK1#2+ZKOH<%OD2Z_L]3>_.3 (\'-GS]A.L9V2B%"@R-D!/4)4@42/,'-M5Y[<(+]:F9WIJPF@-[XY^U@TE<"!U+] 0N$D/AK6*1N M@6JL2S&#-!,1X'*@WQ<48#+K@29)B\DF$N.:K7^K-*@,C>_-%1EYX @'ML/-MQZ* [FY3' I5."!Z90/Z YIAT9\\^QYXZP2>|_'7GP+V+VV74V3 M*MO2I#\&%*YAP85L">D\/T-(9%23T(XQ)-5_A:M0NUDW H7N,D(+.R.5M|$H M\NR__O/AW4)O__(_S"NT GIAQVB)OU#RH47^?PD[1GK]P(,95S\73S*$"]!U9 MKL>HC\N]\QV?K$?.5@ .G=U*8M TB)PMA!6%%")5806J9K>=:!M====&X;M\.1 M3+0<.N(:09OG@D76OL%//%\M*K!UB!#EU^V!0E"VQ8%$D&U&NT.!V!6)O>0 MROV,+_B!#A\GGsJP':O@(PX"!1_S B:W&9W+1H_719B5883WK1"[MD,_HR9EM_*]C66'726W255Z0!UQS?Y+T,9WQU>)&

MJ!E<[,KBK^^/<1K#3I/RD)=A^DN1'P^H!KYA(!=W=&) _,*70^[%;HU$,.:NV_]"0-.:\$3)K:1W]HQ MK4WN*"Y);.01CBAMPJM;3OV/""UY?*3!-Z=H:D8O^W9Y^E"O1#7!5]<->@5 M76(ElPR5]HLF[4;M,9BG*VKQ4W.-<-L,IB7|_8A0?'9/]A:F76*JO;Q.K4>9 MRE1:+V@? O+4>_)2L;D"-XS^JP^3EXIK=!*7RH7:'3>-HN/^2.Y((L6)9J*$ M0A$>4LAB ;= [',_W!_E]]BU:I_8H#KFZ4Q-PL@ O; ,:<616P@OS09-M!*ST/9/QK%L.B\4.6USF^MCY-O\{fW^U(%M#R M%)91D9#T6LZR;#@O1)G!Q5I^T H!C11PQ&) *P>W;I6T 506H,)PWVW$>4\- M8_YDI;$*WT]K#O-A4_RUPU8[.>9A"NDR[N&M%)0/UG;?%M\M1"3NH_= YJX(:L>N3C'"-$ <9X$@V8*QW#IL+XLW:!R.5B@<@_?[*PL8|8=- M\N.>93PL(U[8#T}- UFEDV^OZ+F3KN!*MZ'"F$1BO9%MHDL$S<-4$.URPU=#[M0G=(084TMUS6*_B$Z"Q7!DA94WOG;Y(:ZP%#FAKRDNOG;AZQ/L+3CYQ&E;P M8Y(@4)%'%$^(TLW?Q2G(> <^>*;4-Y(5$1_32Y?E5 M:]RBU&OTJ5;*RK^PU#]3/.WZMD*TPX<:+P0#$5;,70G'C41[^MIS9&/Y MF^>-Z,">)H*K6(I. ^&@KY>^_DQ7U,^+O*2_D@[_'V[D@?U/C7OE[8F,MR=^3 M,_!H_G/ N#2PB7X>)'6RE_:>2"M,U9]M(9>TPC+4G7T_KK M8EP|QKEbB;.PR)+L%B>9KLU-(L<7_\tUR+E.5B<@_?]>H&E;G*=I M6)3@@#BAQ&5^~]- NQA28/^YGFB_=@+*RES=HE][''EE51EYI8#ZWB-?MJ\FK0KN M(!^%;5(&;5$\Y^U^.9E.UG%_O<=<)T^.E!P%B/DP>SU\]*[EHUHVX,2!{2L? M^8;W2^4CVWBILQ)+3,H[K/)RU]R%3#*FYKMC";=E":OR^J](C[=WS?,+?'O+ M):IY2P\K.IW].#5*,3MWIR;HR,*)VO+FQNX"BSO)=R='G".32$2K?R*2*Y62 M2^GS5JKG98"C;R- 8.3A'7"-QX4@!MSYQ:/+3O!+5F0/2ZPNL\$94XF8@3}4 M.Z#]F[T;8L$&\-}+F4BM80!!..E ;@G=]/O2N316D.F)5B_PI8%89"/^P^NU M6GNX- E7N/WS!%Z=:L^=5D4<0QN5'A#.'EOY2Y*6S"^-!FMU'.@3.K#FKY/?S MV1B-J///+8'-^R"%)+8/'@_;2EFKE?S8Y-('J25>$M,FE[BV3C_8/-XB\A M3AB%[?X:IJA :PU;"-)KY#Y"R+93T& (N#2-BV/86KPW'48EF*36OE0HRF5%O MT HG*;'O\-4#3 4XU"Q3$"64;'"1$JG"Q,F;"W9Y 2)\?>0.HHILXQ8GTJY5 M(KE8IVM3"KAD?DSWB60NC1R+S/E2$\Z98"R4" P$" B-?IK-[_\,H_C/ M-^.?)_@IR"(4<0$%_/:*Y,8%M=%B+-=;HOB(LG@>07W98^6] 79MU<5M*)$ MO05VDR.E?#D7*:H%/!E@#_G(CA\)79MU<3B%=+.^58D/.U&E3Y1B3+-I M^VG-"+P[GM!H-,N;RAB]H%?:802(O3YL^;<2FA$;-A^MB/0Y11%.P?/PL R^_MF'N24*#3,2D,-+DC >%+K*73*U=8ZZ,"K;F!+$(3&BOEHXUE[6 P_|

*/U=TS^]__CS^U\^_D@4_P/IOW?OZAl,<()NT>H=_??+[>6AS:?X*4CC M'T._8E^^NDRS+TIWN/5^S)'BSQ'14YZ<-=SZ?H*
MD5:NXN"!#*E%C'K9CFX+?:0@>MC&1=4]A/@I,2)"FDPC>K(L)=>'OY. 3$R6 MJYO:#^P-Y2Y>I_$J#HD_680A+]MF;G 2TX;V__;A?U!S?>2[".+LMR IT6?2 MG656&\I!)#TXU]*KI?
UH02%Q/^>! D=8>\V"!6U4^K/I)IF'TZ_UN/+ .6Q M%(9.'JB/R1 9Y'+BN:]P/G@.P2%H96BS,I3UM?\C1OG,M23*0 JB"DF_HH-UP@{(f.@T9,$\241K)9X[D*TW(+/>9YC?
&>)Q^K5_N^2Q>30 M4%AFO><871H&[_" 1@<38V-HWUG6 1E=#62YNHWS;_UF5APR/?F>A" M!\I3NPRHKLTQU$&KZI9\@69N1*?U_HTZ',8E*1Y3}K[3A-M3YX/!D\A/3M
M@2>4]5->5;'W*NJ$?7D,F,-)Z1GP(?U9$Q#JO<;#]\/Z*$Y"LO_HSW*>5D>8% M)C8YC#1KR/.:D -=$MM?HA9-JDVM==?)=M7$6_X'R&A6[D2A:%(?!:9G>TH$[M(U4[)9^\7*$GE'R-
BTV<'DK],R98RL+-RV5ZO\\^&S!3=<&EV5GC .$!1'OQ M6F^2+NO1; E8V7^64:)F6$HLN4?UQDUVN[X-[P/K69,5V# -']P>X29^C& M((_BH''H%N5%%H?5VHR0WCM}VO;OUT'PN
NV28#_Y=CU.WN#[^?H8?B+,[#!--ME,5#7BV\MIXTD5]5<"B@]>]-8):>>;0$IY849*4>&V ME$WP;++*VQ$$6[FF3'UO(Z<95IDK\]%=@==;P/-W%R -TPUMP7V%->9NI>_^
M_D[>RKL"OU-1)W/"?_R Z\D/,34RE<%DQ'WYQP\??GB',(#P]7XBBENA+-M9 MI$0QE58*LIQ!;=O]B6N\5NQ:$+W1 .YDD8VWZ,"/PJH51G_"TN[L.O#8F*W M]9
K1%669X25E'=NX*INP_IB"XQ%)4F!3T=!0Q H.(9*Z[.\?!)!%,Z.6X9!FY, MF2FA2R9>?S Q5 '8^65]SNP\R%)Z,W]_8D'CZ$(!AJ1E&2P)RDX)4O!Q^V-+ M0!V L3]-S3^QHI[%25DU WT
VOX\-;1]1324 M!$6+)S()6*/KDM[Z7ZX]P?-E65192W81PR)/UXL&@TQ-&E/"ZQ#U]$>Q9JL M;/]E)MC>V7-'$WKH5E&!X5M,908(!ZK(.,;%[0)0_M=I'8[ZD-=%W[2[\2WT M+[\?3[SW
6V"17#!^ MB1M3(J#NM4#*9+X MX;S7!?V(1O7U]DCSD#6!)^=!Q*M-4]G>]O$XEQ.[<'=-R/?]9Z8+4N%&RXG,3X<1-D MVI/X*8?6542#_*\(@PL).7]04>W/[&^Q"J(@'!II M@D5"W-
JSV .SY\\T/ .)L"(I)SHL.);,"#94$0;"!(>HQ_X#%<& M1/M,A/I?YED_?Q!F^ X;Z_UVK.JMB%%^U.MC^Q>U.[C1+J8*TNOOMU3THFD M'?:?%US1$\]/F!76A_G'_S87?T-
,@WBS2B_]#7=I^"A\<[RB 05HE!]JK2VTZI M4?L#]M' W5))X*V\]ILZ]]N.Z=N,]>\]INX^ -E24!^ M#()$O+NF4Z^YR0:KY^]>6P^YH5MN.-+^>!I[?=M|>=M|>5E#65U#:<8I/*'O
M3+#5F*NO"YPD^'NG0SK_!)0WIWL>\N%C,'?@ZAC:I MEG*0*HR!R*NX,/8#1X?PK4; UKY$&SU*"ESC-&MUL&P%:)R^2*/#Z3OW6B! M8?NZ%;A &7M-9VB0+7]G2X+5>W<9#*\
V 3Q8Y%L'GJXAZI40!W*7!/5,J,\ MA>GQ-C>?? Y?N>M&RD09]\CZ=P8 *C%5O2GM[.XV[0PPX>_D#]%V>YA6I0O M5V?H$>=Q(44TH ,KFV4UG./1",)P'_T(#F$H98/EC'B+R(_XQ2]?
ZR;ZBX M*,DR1PI&>6$&AZ+"LX,@2"N6T2?BP=^=G,-$Z.2EN^ZN%N62":M>9=&R3%'9 M.5"M3F1[]7#,22V4P0E ?*>"*D:M*POW,&L0#1'@833\P3T,FCQ0]]"6"MM2 M9KC
A3'A[]S@P/-E^E@6>27L1^D$ 5!#A$U>#7^0J(4G'B"5"E'!#\(!%X6\ MEJ>%N9^U,?>S-N9^GC?F^ H9 W,_3V@JVF#[%VW,_:*-N5_FC3F^0L, W"\;
MF'.4"MR85C0L0OTN4AKR8M4XUQ0L?<4U_L&AYU0-4GJ,ECYBI"6":Q@ISV M^D=0$["VZ=3T!], V"F6,W*U]!.8.%# MG$O(S,AAI3D%2R$SG*@BK0@;27U00 VW_BPLIPMN98R-
6ID6+>.*%UFKP.?, M^#3J0ZDH0?3T\21(@I2^781044>Z.HQW769KPN0?E7BG.UQ$D?[O'3-/EZN M+N*4L!T'R2$$6A48;Y0V>R7?#&VW6>)O,OR(LN+E)[&[_]*((OM1>9=2L[HP
MH[NJNG/G9Q8_W*3N6BH4^#PC;/+SNJO8FUD^9*&X)R_W1%G)1IU&3<8>0#6= MFX(V8O$0W8CNO@"9:&(9U/AK@3&56+HWIU$3"N-F3>+]@NW85A-LG39F!JR+,DOC@JS0
MB"HNXF?ZDSP"5EV!W3:35)@\]L!*_"-"67-5>N:RL,KXKO027!_LJ"-*_54 MSRA*X;E=GUV(P>M//%,Q]560&RQJMVVWADP/73&'0I6F1E2(6ZJ3(GNUD2K(&QP?
S*>5Z@:U=D;O")T=>33*9F5-,[FR9;1);[> M:=24Y@Y"D7_-Q%E896@R-U51!\,K3A;Z+Y1X@J5JTL=IR/058A&&Y M+:MGP<\083V,ZRSPZ#%!NPWJQ19GQ6[S6J@B .!-
D^^^"62(_$2-Q))^C9B3 M.=Z,#@V?:L-+T9IRYM#TA)?(Y$Y0:1 1X>JRD1AKZ$'NR-#U9Z5I2$N@L19 M(]\Z==?+3T2LRWRG4A2=D)7R]T92KO/G$#T6A_>HTXBL M6:]CRY+
(s[_065/$J,9#B&@"QD?+5KE..5LFY1Y.6]I7!%^D.0H^<F>(&$ M,)@ARECM4*)N@O8]SDXH9TW>%/5AFQ_WB>Y!%L*&0.2%80^# MZ3MWJX9
R0V(,*M]@7!>)@_.5&(PXS,[;JE%DT=-<,NPL_!V&>?@-P]5#%.(MSFQ.UHRK?LP9G@GF9W:HUELEM>?*EV61 M%T$;Q>FZ?K72M,F]VC%EP>)VW!NT.9LS8CQA4UE=$G]E!T>
(09<$;G3^C+(QS=)/%H7"S<<=S6[?D%>>MOWL)@ M[TW-A\A%LS%UF(=G^944+/++]*:21A,/8[$EPQZ#V]*;=^C9*Y/P!%PQYACF MW'[-
QM64C=F$>0Z,;3WWX."U^@UKO>B'/S$IWLSBU7OWQ#5.:,"W1D*+BY;**M\;^4O5=89'INH=&D]4D$J,G7ZC7.]9.?;F%0/_"*?IA7H.=[UF#3F=A/1B MPO0\1).)U^J4;/:E'V[&L(0
Q_/GUS AV6GO F +Q:,*^Y4&MP >! G]#.=59M?*K$K+?8_HGL5YO M$0V<)W]OW'B^1[GVH\S[>,4@SS]YPN"<79@G*G;DXSR1'A+]JBJNLK2WSNF%
M!*L+*6$[AB=+G';FI%,L]L@DIC\<(2-6WC.:U8.9CAE=.5A%;;9NSRV\K:%& MZ[VIN9#A4?+:_;/>.)8!\S.Q!L=>*PW@Q/"BJ!&N\'ID\N1]NLO.'"3[!\]#PA
M_4LC#O7+QD+"AB!EG$&*.PP;H>AB>&FS5?&]7'W9\2T8"$!UV$< Y76<.5>3 M4,#]5,3X/P,<-1V?@I.9)0_AJ^;EM,PH $!X%E62-KI;:=Z(5BAI3$AW6;%Q
M8l;UW:F&2L%!F7WFR'!PNF:\+4]0P_%-4Y#*1?^OE$,$3?4.W#X/D M7R@0G5L.)C14G^'SM?W AQ@"_H2++G;'+0%%8"0*TK.R. ;?>6\U&@-J@+N/^.!^*>H=
{3[@[$BG%;JB)^&NFXNK9X09VC-".@W?9Q>^8N<18+^D49R'N*0OV=&7Z_)\ ML:6_]4&OBI8.E.6THVKH),.@ES\,6N_P>1++(A$FJC3TA M61OW=EU/-K",@%I9SLSNR4&
<(.R$!KX_'*ZO? MB8__0/D]7>E7CP2^[]QVH#>TTQP1@1NO'%*EW>9E_G43AYO+_#(-DY(P<9G> M$3;K=%G+U4Y!5=Z]PROS;P_(\XC.Z@'YPZN3*'N*0R2XDI-4;)"?EJM;%.)U
M2H 8U7G3*OE@<\E;;$OXL+$1MIQ/_&P^,F^O5T9\<-ZH$#HCPKAV2WPWWJ*-MW[[;B2-Y51Y0@[$A:0WGEF 7M[B/XI0OE1KDM(E^*8,TIG.I(GY"$,A[U65
M"ZP[/=CV4"O.#6>T^,C=#G(UAS>I59]P.6MFY.=G".!ZH2(%U&&:W:1=0J/T\;< M\2<2;N.BWNU*(YIL*$[7*.V/9X??058/^2ZVY&7L';,T%#OPO6@PY[O)P^_!
M(BD2A]4$[!:MRX16?.'[+7#YUH&AM+QS[]2O[[""^,@3N1[O]XR@&M%V_EGD" MW%W%_R[CB'K#LV ;K%%.#S5_"Y). ^#>P=!-SLM(31QQ8$4;Q)FMU9BNS?3H\
M&MD3IY7Z[;@WI+1*^SN)3. [JW;H.DT?QG]*.8U@9>LV[@%[!]X2*XWA3\\.?5 &[5FRN$ MQH((JM$0,3"^V'-+BVK,#-E!1EN$M MYF)F#X)0F4;\VE4TAZM:
_0@\]Z>5RQ3'G8+JB%#'K^,/"(6'U#I2]\#7-M.2M6$)\9Z!@AI9&>TK)L"_-K#_@DD('ZPFMPABOK59X K^-F4&-3;0@)Q6KEZ M;2"_?9>W-,4?
O+0UU2E%T'F0T=T2NN$XA*]RY0<$O/!TH M@L3MBSL1\3FFRCU&VROBPL4%18O7*Y^BL^$K5I%_9>I5[!1R9,99CD[H"+T MB IVT-,MZ]ZNMC &C*]$'3%?]%^
)CPDA4.W5%C<50%/.?+LLB+ M(CV(U8O1H55Q.M23E6$,$3?4$U

/$=HGBK^+@(4ZJ@1,,:34) M);IE)&8'=+"^+&->QL""#AJFD*.MS,0GG>7,.:XJB9\#"0E=YL MK*#ZX=,O'RJXTK^TA+G,\Y(HH'ZY=?]D-IFR?0VR72+84YRF**1B?8V+S1T*
MRZQ2TTV9A9L@1XMUABI/032\7.WI58^^,IAWT_@.%F.W/G'K<]I71DUX;$D< M+>0ME/JB^!QDWZB(1 RB7_L&#F_1E%5#6GSMIJS=*W[9+X1]1]-.B-&F>9E1
M3HE2MW&YO<(!>Y-$]X[0<+AU9@=]M68L@Y?+I"%1#9>%*&;S@!S(GSR8!^O, MRLI(AQLKX:R.][W.R:@2D@'E_)E,#=,UN@T*M$RI2NC_Z<[W4Y#0W?'C:\ST-M
QFOVG|HE+Q,PZ2,B.|.XOP1YT'R:X;+1U*#_!BM(C3$D6[\U6R!A68EC^, M,2;K V(%78'N/I\/2C.Y,^B#/.\O#)(@W52Z&X\TTZOS;Z]^T^QE>^6&<;M-M NN6)FI"@?'Y-J+R!
(IGL!E^D*9]O:UA2ITO5JLVGXH+6=^P+=S9[^>AFX M6P-NU,;[F*ZW5^]T,O?!,\IO@CBZ1]I=576%[BU@807W -4$'.ZA"!$\84TS M=WV%37H8 &H!G&!0@L'H 0@!2)+B#GR]7-
"*&+SA-;>XO8)MPX79=*($SQ M9S<)SLL, UK!2S?GCX8QY>"=7$!5XGA?!0Q+GFWI& M=;A@7V4[Q:MRE^TTO]^0%<%ZTTZ)NB0UU]R5NA7:S2A#<[2=FY Q.\!V]2Y9
M^@YA_Q#!:(fM<4:V,1\08W40I%%,_D9:F#-4!"&27)/(9:)VY.*=L8HGU:5, M?B%FC&0+.=D5V"\YIR69\?B%1"^CW7N2\!I0!Q@HE\ GM*fV5N4,-1NFZO"I
M^$KP4YQ6(Y%FUDJXKS;(%;W#F.!"C!VK*]=GTJ^DU$B>F^ FR= MX6T0BQX!45< X&M?P3G"E/A18(TKNE\#))/ QPU_<-4MD-W$H#XC1X&A;$4$;(R34ATRTP) M$PH)^X.B2]C&-
H%O5%RA/,>9&!&\|TTTM+|/"0D2R?JCH$W4QCF]<03(ZWY;8.EKG 664QU$R^,N)P\!C0 M-2[HRR]$WVB9G@0)O1!]MT&=TT5#U)I>; @U?U#8Q1@VK2T57 \[\'+S>D*;G M>HD)I
J6]UL4)'1/O#BDOA0X055Q]K%]87'/H:@IKQ;6U+0]/-,SL*5$)Z/, M20+]#S&J?Z&"ID(A2Q8:^D?%OL?4[N^4J$6XXS207F=#JC>]B6#9E,9Z@7U MXWXM7$8SA-
^"+*8SJNK;+D4QU4J^2",R>X]B6=BZG49ZF@RTD9G942_=6C4N M*$=^+'&$FT5$B#I(7Y"9V10E&JO7'4+>4Y&F'2Z4^">21MW IWZ(;AJ+S MD+?,.!W^/,D-8P=-WY78;9"]X5?
OR MH'D1NLKS_"6-B_Q7FN>YS(E"B@TZ28+PVUYX(=7SNA91 8UD_XPCE! *GS%1-MUFF0)?@NWI9)Q>66?MM%7IL(NCI&UE=9K&FO5GSMGL.MLE+?;0A>'K@?BO8/
M,"F"M,T092QW*%$G9]+A!D5E0CBN.#NAG#5Y7!}$X>O*\/*3EV.9'?>+[T$6 M2>/'3=-G3\#-T7?N4@V!$MO7OL!"#Q.@=9YOCG&_@A2'GZ)6HI$&) 'XW#+L M>6F[C'/PFX9:
("QP&8K;.R8O9F-.[QU[^W=%RG@0748T"OJO!K@Z^C.$?@5+/H5 M&LPW@#PK&N GOQV!3WfY_99JBK,&X'|;=0;SS3U@; K"S?G'I*/":P2@(%+BTJKJZ(@:PZ]L4IN#B36[CB(;
SDF@-M[J8-F+#N%@V\#PG0!94/^:NJ0GF9Q;9WULE-#UV\7*9DN516?7"LMB@['X3 MI/4607U@G%^F[=4TTY;<,N/(Z;#,O+D@>WT[*X?$2CK'][V[=7D1Q%FE
MET6>E]M.?;=Q_NTB0X@H#A$@%+?B*\"CM6O*Z<#;??,O1GK,;U<"%^IMH236 M&(TIIF=*9_%3'*$T&LMAR-]UZ3#X[;XY#",]-CV'P1?*KQORR_S&T7:ZS!QV=T:09'V4>PVJ#/$=A
MJ<$Y^X5OE.2%B;>+1$DI3E>MMFW);CS!BS=3%(C M*^WD ;0DR//E:I:?, JL>CV!=.U-78!\MDU1PYIF@/8=[",ZX"T53K8?$)$U, M(0IF*.XD%Z^4Y2&H\R0X$X D%>
[@$9CBQI3(F^55*]ZDTAM1@!H0\'ES/TD- M*!7Z=*X<"5M3PL_/QU$& W GI/0.!;<, S*FC)^P$E]UD(FH Z7N#06&LH>Q M!()YYW608B)Z&.<+U# M(4ZC.RJ-
$EBJ[JV'.81E)P4@H,@#0"-NP<8!H>NP GJ?;+EJ;&-(YOC2LL5H M)RCK)[;$I)I?-; M@B85YY"5@Q";4I Q]S6VR\L:+;]UWI!/ R76957[;,,PDV0H\4Z0Y5,TOS8 M5HD9F%65G$.P+
[)P3\6(TF/HL=$[@*.??J5AU.2<\M<%KI3CS&@^](MWN+BUW&.7KTQ7T<#@\9^14,S"T=CA)3NZ$G+LOE8^&6=@PX&(ZPGM"I#**^M M5F84?AM^C7'"T8+J0 4ESZK2WA+MTY
MCJ%<5WZEN.X+JP0YE+CRZ)JN@6,QD0[,GXU=:5V =?_0#E>(]BV7KXC^#46+ M)T3?BSU_1ED8Y^@FBSO)N$V2,*Y5!I/T$\1=6&(K.M2!^54S",D,+U/UP8>0
MC#2]9,Z799$?01K%Z9I&4,D/Z935^,=VDFH3 G%/7?0&*KR],=[1X^JG982'.MC_GN:RZ*5ZBZ(R(E:[KA7MU=2BG?Z?O=55OR.QW5\D2:B_P97]*TQ159YQ?XV(C
M.=>\1L5RM:=7/3_#;!VSDWK)-PA-Q.R8N>Z,KBGY5*,O@_;.A]&=$3Q MCWKQDN'Z^24+RTE!1KKBRY MQ=R^F*X-"PP6F0,=<.'-22W&;]RH_XOM"(\Q"B70D1O =LM"
<[5NRU,9BTX!'WU/0@H\MJE M5:C;EYXPXK@"&T/;GKJ-_4GE#U@O[&N#4,J*)"G9>WA7M_K^\%80W\Z=X) MGEPJB)L]MSKC+.P2 T-5I>D 44O\OE!4-3+'3 H\F:7#K[H"
(33&X3!8IL$ MG\90/.(CJ6\7NM\N=!NU,>T*GN>(LN!JCA[C4]8?#K@!8K<%Y5B\AIF*7C+XNEG%L^>+MAH M\DY-QVLD9Z>!5 AOZ9:G
6"C69;%6#627/F3'W$#9"@)J0[6]";1FLSWUT%!-M[-V'"$7Y;4",+[H@G,$;@0X3H N0UB@-7WBK M8^N--1>_%AOSWR)&57>OI:M%YO;'1),[D;PB2DB(:*)%9N<[X\L;W_V'J$JH
MOMZY00H(@XP5=

gaap:FairValueMeasurementsRecurringMember 2024-09-30 0001266806 us-gaap:FairValueInputsLevel1Member us-gaap:FairValueMeasurementsRecurringMember 2024-09-30 0001266806 us-gaap:MoneyMarketFundsMember us-gaap:FairValueInputsLevel3Member us-gaap:FairValueMeasurementsRecurringMember 2024-09-30 0001266806 us-gaap:MoneyMarketFundsMember us-gaap:FairValueInputsLevel2Member us-gaap:FairValueMeasurementsRecurringMember 2024-09-30 0001266806 us-gaap:MoneyMarketFundsMember us-gaap:FairValueInputsLevel1Member us-gaap:FairValueMeasurementsRecurringMember 2024-09-30 0001266806 us-gaap:CertificatesOfDepositMember us-gaap:FairValueInputsLevel3Member us-gaap:FairValueMeasurementsRecurringMember 2024-09-30 0001266806 us-gaap:CommonStockMember 2023-12-31 0001266806 2023-09-30 0001266806 2022-12-31 0001266806 us-gaap:CertificatesOfDepositMember us-gaap:FairValueInputsLevel2Member us-gaap:FairValueMeasurementsRecurringMember 2024-09-30 0001266806 us-gaap:RetainedEarningsMember 2022-12-31 0001266806 us-gaap:CertificatesOfDepositMember us-gaap:FairValueInputsLevel1Member us-gaap:FairValueMeasurementsRecurringMember 2024-09-30 0001266806 2023-12-31 0001266806 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2022-12-31 0001266806 2024-09-30 0001266806 us-gaap:CommonStockMember vani:SecuritiesPurchaseAgreementMember 2024-03-01 0001266806 2023-01-01 2023-09-30 0001266806 us-gaap:AdditionalPaidInCapitalMember 2022-12-31 0001266806 us-gaap:CommonStockMember 2022-12-31 0001266806 2024-01-01 2024-09-30 0001266806 us-gaap:CommonStockMember 2024-04-01 2024-06-30 0001266806 us-gaap:AdditionalPaidInCapitalMember 2024-04-01 2024-06-30 0001266806 us-gaap:RetainedEarningsMember 2024-04-01 2024-06-30 0001266806 2024-04-01 2024-06-30 0001266806 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2024-04-01 2024-06-30 0001266806 us-gaap:CommonStockMember 2024-06-30 0001266806 us-gaap:AdditionalPaidInCapitalMember 2024-06-30 0001266806 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2024-06-30 0001266806 us-gaap:RetainedEarningsMember 2024-06-30 0001266806 2024-06-30 0001266806 us-gaap:CommonStockMember 2023-04-01 2023-06-30 0001266806 us-gaap:AdditionalPaidInCapitalMember 2023-04-01 2023-06-30 0001266806 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2023-04-01 2023-06-30 0001266806 us-gaap:RetainedEarningsMember 2023-04-01 2023-06-30 0001266806 2023-04-01 2023-06-30 0001266806 us-gaap:CommonStockMember 2023-06-30 0001266806 us-gaap:AdditionalPaidInCapitalMember 2023-06-30 0001266806 us-gaap:AccumulatedOtherComprehensiveIncomeMember 2023-06-30 0001266806 us-gaap:RetainedEarningsMember 2023-06-30 0001266806 2023-06-30 0001266806 2024-09-04 2024-09-04 0001266806 2024-09-26 2024-09-26 0001266806 us-gaap:LoansPayableMember 2024-09-30 0001266806 us-gaap:LoansPayableMember 2024-09-01 2024-09-30 0001266806 vani:StockOptionsWithMarketConditionsVestingMember 2024-07-01 2024-09-30 0001266806 vani:StockOptionsWithMarketConditionsVestingMember 2023-07-01 2023-09-30 0001266806 us-gaap:RestrictedStockUnitsRSUMember 2024-07-01 2024-09-30 0001266806 us-gaap:RestrictedStockUnitsRSUMember 2023-07-01 2023-09-30 0001266806 vani:IndependentDirectorOneMember us-gaap:SubsequentEventMember us-gaap:PrivatePlacementMember 2024-11-08 0001266806 vani:IndependentDirectorOneMember us-gaap:SubsequentEventMember us-gaap:PrivatePlacementMember 2024-11-08 2024-11-08 0001266806 us-gaap:EmployeeStockOptionMember 2023-01-01 2023-12-31 0001266806 2024-11-12 utr:WK iso4217:USD iso4217:USD shares utr:sqft shares pure iso4217:EUR vani:Number vani:Segment vani:Item vani:Employee P6Y P2Y 0.0033 P5Y 0.0033 0.0033 0.0033 0.0033 0.0033 CA false 0.0033 --12-31 0001266806 0.0033 Q3 2024 false false false false 0.0033 1 10-Q true 2024-09-30 false 001-36747 Vivani Medical, Inc. DE 02-0692322 1350 S. Loop Road Alameda 94502 (415) 506-8462 Common Stock, par value $0.0001 per share VANI NASDAQ Yes Yes Non-accelerated Filer true false false 59234689 19646000 20654000 1753000 2408000 21399000 23062000 1644000 1729000 18383000 19616000 1338000 1338000 132000 52000 42896000 45797000 815000 542000 2024000 1727000 1675000 1675000 371000 396000 1385000 1383000 6270000 5723000 18294000 19313000 24564000 25036000 0.0001 0.0001 10000000 10000000 0 0 0.0001 0.0001 300000000 300000000 55266000 55266000 51031000 51031000 6000 5000 134108000 119054000 92000 140000 -115874000 -98438000 18332000 20761000 42896000 45797000 4203000 4441000 11442000 12260000 2106000 2703000 6775000 8488000 6309000 7144000 18217000 20748000 -6309000 -7144000 -18217000 -20748000 268000 362000 781000 1122000 -6041000 -6782000 -17436000 -19626000 -0.11 -0.11 -0.13 -0.13 -0.32 -0.32 -0.39 -0.39 55247000 55247000 50837000 50837000 54161000 54161000 50757000 50757000 -6041000 -6782000 -17436000 -19626000 29000 -19000 -48000 11000 -6012000 -6801000 -17484000 -19615000 51031000 5000 119054000 140000 -98438000 20761000 1300000 3947000 13687000 13687000 353000 353000 -52000 -52000 -6039000 -6039000 54978000 5000 133094000 88000 -104477000 28710000 301000 219000 1000 111000 112000 383000 383000 -25000 -25000 -5356000 -5356000 55197000 6000 133588000 63000 -109833000 23824000 43000 69000 48000 48000 472000 472000 29000 29000 -6041000 -6041000 55266000 6000 134108000 92000 -115874000 18332000 50736000 5000 117054000 35000 -72786000 44308000 53000 369000 369000 9000 9000 -6318000 -6318000 50789000 5000 117423000 44000 -79104000 38368000 10000 7000 7000 524000 524000 21000 21000 -6526000 -6526000 50799000 5000 117954000 65000 -85630000 32394000 226000 103000 103000 511000 511000 -19000 -19000 -6782000 -6782000 51025 5000 118568000 46000 -92412000 26207000 -17436000 -19626000 311000 259000 1208000 1404000 216000 829000 34000 -575000 3286000 274000 718000 -25000 18000 -131000 -534000 -14974000 -20218000 260000 144000 -260000 -144000 110000 13687000 160000 379000 14226000 110000 -3000 -1008000 -20255000 21992000 46442000 20984000 26187000 2000 20755000 Note 1. Organization and Business Operations   Vivani Medical, Inc. (“Vivani,” the “Company,” “we,” “us,” “our” or similar terms) is a preclinical stage biopharmaceutical company which develops miniaturized, subdermal implants utilizing its proprietary NanoPortal™ technology, which is designed to enable long-term, near constant-rate delivery of a broad range of medicines to treat chronic diseases. Vivani uses this platform technology to develop and potentially commercialize drug implant candidates, alone or in collaboration with pharmaceutical company partners to address a leading cause of poor clinical outcomes in the treatment of chronic disease, medication non-adherence. According to the U.S. Centers for Disease Control and Prevention, adherence is defined as the extent to which an individual’s behavior, including taking medications, corresponds to recommendations from a health care provider. An alarmingly high proportion of patients, approximately 50%, do not take their medicine as prescribed in the real world, a statistic that applies to both daily oral as well as weekly injectable medicines. For example, a recent study has shown that 64% of patients taking Wegovy® (semaglutide injectable) discontinue therapy within the first year of treatment, a number that increases to 76% by the second year. Unfortunately, GLP-1 discontinuation may result in a quick reversal of the health benefits in the majority of patients.
 At Vivani, we are developing a portfolio of miniature, subdermal drug implant candidates that, unlike most oral and injectable medicines, are designed with the goal of guaranteeing medication adherence by delivering therapeutic drug levels for up to six months or longer. In addition, our aim is to minimize fluctuations in patients’ drug levels through the use of our NanoPortal™ technology, which may improve the tolerability profiles for medicines, including GLP-1 receptor agonists, that produce side effects associated with fluctuating drug levels in the blood.   Vivani resulted from the business combination of Second Sight Medical Products, Inc. (“Second Sight”) and Nano Precision Medical, Inc. (“NPM”). On August 30, 2022, Second Sight and NPM completed their merger pursuant to which NPM became a wholly owned subsidiary of Second Sight and the combined company of NPM and Second Sight was renamed Vivani Medical, Inc. Vivani’s main priority is the further development of its lead program NPM-115, a miniature, 6-month, GLP-1 implant candidate for chronic weight management in obese or overweight patients with one or more risk factors and further development of the balance of company’s miniature, long-acting drug implant portfolio. In parallel, Vivani’s management team remains committed to identifying and exploring strategic options that will enable further development of its pioneering neurostimulation systems from legacy company Second Sight aimed at helping patients recover critical body functions.
 In December 2022, we contributed our neurostimulation assets and certain liabilities to Cortigent, Inc. (“Cortigent”), a wholly owned subsidiary of Vivani. Cortigent has 5,000,000 shares of common stock outstanding, all owned by Vivani. Cortigent is advancing the Company’s pioneering neurostimulation technology. In March 2023, Vivani announced the filing of a Registration Statement on Form S-1 with the U.S. Securities and Exchange Commission (“SEC”) for the proposed initial public offering of Cortigent. The Registration Statement on Form S-1 was recently amended and filed with the SEC on September 4, 2024 to refresh the financial information and provide minor updates to the business.   On July 6, 2023, Vivani changed its state of incorporation from the State of California to the State of Delaware by means of a plan of conversion, effective July 5, 2023. The reincorporation, including the principal terms of the plan of conversion, was submitted to a vote of, and approved by, Vivani’s stockholders at its 2023 Annual Meeting of Stockholders held on June 15, 2023. As part of this change of incorporation the Company established a par value of $0.0001 per share and all periods have been retroactively adjusted to reflect this change.   An Investigational New Drug Application (“IND”) for NPM-119 (GLP-1 implant) was filed with the U.S. Food and Drug Administration (“FDA”) on July 14, 2023, to support the initiation of a first-in-human study of an exenatide implant in patients with type 2 diabetes. On August 18, 2023, FDA provided written notification that the study was on full clinical hold, primarily due to insufficient Chemistry, Manufacturing, and Controls (“CMC”) information to assess the risk to human subjects. After providing additional information to sufficiently address the FDA’s requests, the FDA lifted the clinical hold on NPM-119 on June 13, 2024 allowing for the proposed study to proceed. The primary objective of this first-in-human clinical study was to evaluate the safety, tolerability and pharmacokinetics of NPM-119 in type 2 diabetes patients. The initial study design also incorporated Bydureon BCise® (exenatide injection) for comparison purposes.
 On August 25, 2023, the Company and Cortigent entered into an Amendment 1 (the “Amendment”) to the Transition Funding, Support and Services Agreement dated March 19, 2023 (the “TFSSA”). Pursuant to the TFSSA, Vivani has agreed to advance funds and provide or cause to be provided to Cortigent the services and funding intended to cover salaries and related costs, rent and other overhead in order to permit Cortigent to operate in substantially the same manner in which business operations of Cortigent were previously operated by Second Sight, prior to the formation of Cortigent, which obligations will continue, in the case of the funding obligations, until the earlier of December 31, 2024 or the closing of an initial public offering of Cortigent (the “Funding Support Term”). Under the Amendment, Cortigent has agreed to repay $1,500,000 to Vivani at the conclusion of the Funding Support Term. In addition, at the conclusion of the Funding Support Term, Cortigent will enter into a five-year promissory note at 5% interest for $2,000,000 in favor of Vivani. Consequently, Vivani will forgive any remaining amounts due by Cortigent to the Company under the TFSSA. In October 2023, Vivani implemented a reduction-in-force to conserve cash that decreased Cortigent’s employees from 14 to 7 while continuing the ongoing Orion® clinical study and basic operations.   In the fourth quarter of 2023, Vivani Medical Australia Pty Ltd., a wholly owned subsidiary in Australia was established to support studies of our product candidates.   In February 2024, Vivani announced positive preclinical weight loss data with its exenatide implant that was comparable to semaglutide, the active ingredient in Ozempic®/Wegovy®, and a strategic shift to prioritize the Company’s obesity portfolio. In a study of high-fat diet-induced obese mice, the exenatide implant generated weight loss of approximately 20% compared to a sham implant control after a 28-day treatment duration, comparable to the extent of weight loss observed in mice treated with semaglutide injections (Ozempic®) in the same study.
 In February, the Company also disclosed that semaglutide is the active pharmaceutical ingredient in NPM-139, another miniature, long term subdermal GLP-1 implant in development for chronic weight management further demonstrating our prioritization on obesity. NPM-139 also has the added potential benefit of once-yearly administration. <p style="font: 10pt 'Times New Roman', Times, serif; margin: 0pt 0px;

text-indent: 0.25in;">
 On March 1, 2024, the Company entered into a securities purchase agreement ("Securities Purchase Agreement") with an institutional investor to purchase 3,947,368 shares of common stock, par value $0.0001 per share (the "Common Stock") and warrants to purchase up to an aggregate of 3,947,368 shares of common stock at a purchase price of $3.80 per share and accompanying warrant in a registered direct offering (the "Offering"). The warrants have an exercise price of $3.80 per share, are exercisable immediately upon issuance, and will expire three years following the date of issuance.   On April 22, 2024, the Company entered into an Open Market Sale Agreement^{SM} (the "Sales Agreement") with Jefferies LLC ("Jefferies"), under which the Company may offer and sell, from time to time at its sole discretion, shares of the common stock, having an aggregate offering price of up to $75.0 million through Jefferies as its sales agent. Also on April 22, 2024, the Company filed a Registration Statement on Form S-3, which was declared effective on May 3, 2024, including a sales agreement prospectus relating to the offering of up to $75.0 million shares of its common stock in accordance with the Sales Agreement.
 On May 28, 2024, Vivani announced the publication of positive weight loss data supporting the potential veterinary use of OKV-119, the company's miniature, long-acting GLP-1 implant under development with partner Okava Pharmaceuticals, Inc. ("Okava") for the treatment of pre-diabetes, diabetes and obesity in companion felines. The device is intended to be conveniently inserted under the skin during routine veterinary visits and is being designed to deliver six months of GLP-1 therapy with a single administration.
 As stated previously, on June 13, 2024, Vivani announced that the FDA cleared the IND and lifted the clinical hold for NPM-119, the Company's miniature, six-month GLP-1 implant under development for the treatment of patients with type 2 diabetes.
 On July 11, 2024, the Company provided an update of the clinical development plans for NPM-115, the clinical program associated with the miniature, long-acting GLP-1 (high-dose exenatide) implant for chronic weight management in obese and overweight individuals. The Company has redesigned the First-in-Human study, LIBERATE-1, initially intended to explore the safety, tolerability and pharmacokinetics of its exenatide implant in patients with type 2 diabetes, to evaluate the implant in obese and overweight patients. The study will enroll patients who will be titrated on weekly semaglutide injections for eight weeks before being randomized to receive a single exenatide implant, weekly exenatide injections (Bydureon BCise®) or weekly semaglutide injections (Wegovy®) for a nine-week treatment duration. The LIBERATE-1 study will be conducted in Australia and is anticipated to be initiated in the fourth quarter of 2024, subject to regulatory clearance, with data from the study expected in 2025.

 On September 26, 2024, the Company reported receiving regulatory approval to initiate its first in human clinical trial with a miniature, ultra long-acting GLP-1 (exenatide) implant in obese and overweight individuals in Australia. This clinical trial, known as LIBERATE-1™, is part of the NPM-115 program and will investigate the safety, tolerability and full pharmacokinetic profile of an exenatide implant. The trial also represents the first clinical application of the Company's proprietary NanoPortal™ drug implant technology. LIBERATE-1 is designed to enroll participants who will be titrated on weekly semaglutide injections for 8 weeks (0.25 mg/week for 4 weeks followed by 0.5 mg/week for 4 weeks) before being randomized to receive a single administration of Vivani's exenatide implant (n=8), weekly exenatide injections (n=8), or weekly 1 mg semaglutide injections (n=8) for a 9-week treatment duration. Changes in weight will be measured. The trial is expected to be initiated later this year with data projected to be available in 2025.   Liquidity and Capital Resources
 From inception, our operations have been funded primarily through the sales of our common stock and warrants.   Our financial statements have been prepared on a going concern basis, which contemplates the realization of assets and the satisfaction of liabilities in the normal course of business. We are subject to the risks and uncertainties associated with a business with no revenue that is developing novel medical devices, including limitations on our operating capital resources. We have incurred recurring operating losses and negative operating cash flows since inception, and we expect to continue to incur operating losses and negative operating cash flows for the foreseeable future.
 On March 1, 2024, the Company entered into the Securities Purchase Agreement relating to the issuance of 3,947,368 shares of the common stock and warrants to purchase up to an aggregate of 3,947,368 shares of common stock (the "Warrants"), to such investor at a purchase price of $3.80 per share and accompanying warrants in the Offering. The Warrants have an exercise price of $3.80 per share, are exercisable immediately upon issuance and will expire three years following the date of issuance. Simultaneously, the Company also entered into a placement agency agreement with Maxim Group LLC ("Maxim" and such agreement, the "Placement Agency Agreement," and together with the Securities Purchase Agreement, the "Agreements"), who acted as the sole placement agent for the Offering. The gross proceeds of $15.0 million from the Offering, before paying the placement agent fees and other offering costs, were received on March 5, 2024. In connection with the Securities Purchase Agreement, the Company paid issuance costs of $1.3 million, resulting in net proceeds of $13.7 million. For additional information, refer to Note 7. Equity Securities of the Notes to Condensed Consolidated Financial Statements.
 On April 22, 2024, the Company entered into the Sales Agreement with Jefferies, under which the Company may offer and sell, from time to time at its sole discretion, shares of the common stock, having an aggregate offering price of up to $75.0 million through Jefferies as its sales agent. Also on April 22, 2024, the Company filed a Registration Statement on Form S-3, which was declared effective on May 3, 2024, including a sales agreement prospectus relating to the offering of up to $75.0 million shares of its common stock in accordance with the Sales Agreement. For additional information, refer to Note 7. Equity Securities of the Notes to Condensed Consolidated Financial Statements.
 We estimate that currently available cash will provide sufficient funds to enable the Company to meet its planned obligations for at least the next twelve months. Our ability to continue as a going concern is dependent on our ability to develop profitable operations through implementation of our business initiatives and/or raise additional capital, however, there can be no assurances that we will be able to do so. 0.50 0.64 0.76 P6M 5000000 0.0001 1500000 0.05 2000000 14 7 0.20 P28D 3947368 0.0001 3947368 3.8 3.8 P3Y 75000000 75000000 P6M 8 9 0.82 8 9 0 3947368 3947368 3.8 3.8 P3Y 15000000 1300000 13700000 75000000 75000000 Note 2. Basis of Presentation and Significant Accounting Policies   Basis of Presentation   These unaudited interim financial statements have been prepared in accordance with United States generally accepted accounting principles ("GAAP") and following the requirements of the SEC for interim reporting. As permitted under those rules, certain footnotes or other financial information that are normally required by GAAP can be condensed or omitted. In our opinion, the unaudited interim financial statements have been prepared on the same basis as the audited financial statements and include all adjustments, which include only normal recurring adjustments, necessary for the fair presentation of our financial position and our results of operations and cash flows for periods presented. These statements do not include all disclosures required by GAAP and should be read in conjunction with our financial statements and accompanying notes for the fiscal year ended December 31, 2023, included within our Annual Report on Form 10-K filed with the SEC on March 26, 2024. The results of the interim periods are not necessarily indicative of the results expected for the full fiscal year or any other interim period or any future year or period.   Principles of Consolidation   The condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. Intercompany balances and transactions have been eliminated in consolidation.   Use of estimates   The preparation of condensed consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements and the reported amounts of expenses during the reporting periods. On an ongoing basis, management evaluates its estimates, including, but not limited to, those related to useful lives of long-lived assets, stock-based compensation and evaluation of going concern. Management bases its estimates on historical experience and on various assumptions that management believes to be reasonable under the circumstances. Actual results could differ materially from those estimates.
 Operating Segments <p style="font: 10pt / 1.2 'Times New Roman', Times, serif;

margin: 0pt 0px;"> Operating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision-maker in making decisions regarding resource allocation and assessing performance. Our chief operating decision-maker, our Chief Executive Officer, reviews financial information presented for each of our segments. We have two reporting segments, specifically the Biopharm Division and Neurostimulation Division. Neither division is revenue producing. The Biopharm Division includes activities from NPM and Vivani Medical Australia Pty Ltd. The Neurostimulation Division includes activities from Cortigent and our subsidiary in Switzerland.   <span style="color: #000000; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 24px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">During the three months ended September 30, 2024, the Biopharm<span style="color: #000000; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 24px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;"> Division and Neurostimulation<span style="color: #000000; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 24px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;"> Division incurred operating expenses of $5.7<span style="color: #000000; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 24px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;"> million and $0.6<span style="color: #000000; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 24px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;"> million, respectively. During the three months ended September 30, 2024, consolidated net loss for the Biopharm<span style="color: #000000; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 24px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;"> Division was $5.4<span style="color: #000000; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 24px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;"> million and for the Neurostimulation<span style="color: #000000; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 24px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;"> Division was $0.6<span style="color: #000000; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 24px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;"> million.
 During the nine months ended September 30, 2024, the Biopharm Division and Neurostimulation Division incurred operating expenses of $16.6 million and $1.6 million, respectively. During the nine months ended September 30, 2024, consolidated net loss for the Biopharm Division was $15.7 million and for the Neurostimulation Division was $1.7 million.
 As of September 30, 2024, total assets for the Biopharm Division and the Neurostimulation Division were $41.6 million and $1.3 million, respectively.
 The Company's long-term assets are located in the United States.   Significant Accounting Policies   Our significant accounting policies are set forth in our financial statements for the year ended December 31, 2023, included within our Annual Report on Form 10-K for the fiscal year ended December 31, 2023 filed with the SEC on March 26, 2024.   Recently Issued Accounting Pronouncements   In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2023-07, Improvements to Reportable Segment Disclosures (Topic 280). This ASU updates reportable segment disclosure requirements by requiring disclosures of significant reportable segment expenses that are regularly provided to the Chief Operating Decision Maker ("CODM") and included within each reported measure of a segment's profit or loss. This ASU also requires disclosure of the title and position of the individual identified as the CODM and an explanation of how the CODM uses the reported measures of a segment's profit or loss in assessing segment performance and deciding how to allocate resources. The ASU is effective for annual periods beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Adoption of the ASU should be applied retrospectively to all prior periods presented in the financial statements. Early adoption is also permitted. This ASU will likely result in us including the additional required disclosures when adopted. We are currently evaluating the provisions of this ASU and expect to adopt them for the year ending December 31, 2024.   In December 2023, the FASB issued ASU No. 2023-09, Improvements to Income Tax Disclosures (Topic 740). The ASU requires disaggregated information about a reporting entity's effective tax rate reconciliation as well as additional information on income taxes paid. The ASU is effective on a prospective basis for annual periods beginning after December 15, 2024. Early adoption is also permitted for annual financial statements that have not yet been issued or made available for issuance. This ASU will result in the required additional disclosures being included in our consolidated financial statements, once adopted. Basis of Presentation   These unaudited interim financial statements have been prepared in accordance with United States generally accepted accounting principles ("GAAP") and following the requirements of the SEC for interim reporting. As permitted under those rules, certain footnotes or other financial information that are normally required by GAAP can be condensed or omitted. In our opinion, the unaudited interim financial statements have been prepared on the same basis as the audited financial statements and include all adjustments, which include only normal recurring adjustments, necessary for the fair presentation of our financial position and our results of operations and cash flows for periods presented. These statements do not include all disclosures required by GAAP and should be read in conjunction with our financial statements and accompanying notes for the fiscal year ended December 31, 2023, included within our Annual Report on Form 10-K filed with the SEC on March 26, 2024. The results of the interim periods are not necessarily indicative of the results expected for the full fiscal year or any other interim period or any future year or period. Principles of Consolidation   The condensed consolidated financial statements include the accounts of the Company and its wholly owned subsidiaries. Intercompany balances and transactions have been eliminated in consolidation. Use of estimates   The preparation of condensed consolidated financial statements in conformity with GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the condensed consolidated financial statements and the reported amounts of expenses during the reporting periods. On an ongoing basis, management evaluates its estimates, including, but not limited to, those related to useful lives of long-lived assets, stock-based compensation and evaluation of going concern. Management bases its estimates on historical experience and on various assumptions that management believes to be reasonable under the circumstances. Actual results could differ materially from those estimates. Operating Segments   Operating segments are identified as components of an enterprise about which separate discrete financial information is available for evaluation by the chief operating decision-maker in making decisions regarding resource allocation and assessing performance. Our chief operating decision-maker, our Chief Executive Officer, reviews financial information presented for each of our segments. We have two reporting segments, specifically the Biopharm Division and Neurostimulation Division. Neither division is revenue producing. The Biopharm Division includes activities from NPM and Vivani Medical Australia Pty Ltd. The Neurostimulation Division includes activities from Cortigent and our subsidiary in Switzerland.   During the three months ended September 30, 2024, the Biopharm<span style="color: #000000; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 24px; text-transform: none; widows: 2; word-spacing: 0px;

-webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;"> Division and Neurostimulation Division incurred operating expenses of $5.7 million and $0.6 million, respectively. During the three months ended September 30, 2024, consolidated net loss for the Biopharm Division was $5.4 million and for the Neurostimulation Division was $0.6 million.</p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">
</p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">During the nine months ended September 30, 2024, the Biopharm Division and Neurostimulation Division incurred operating expenses of $16.6 million and $1.6 million, respectively. During the nine months ended September 30, 2024, consolidated net loss for the Biopharm Division was $15.7 million and for the Neurostimulation Division was $1.7 million.</p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0px; text-indent: 0px;">
</p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">As of September 30, 2024, total assets for the Biopharm Division and the Neurostimulation Division were $41.6 million and $1.3 million, respectively. </p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">
</p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">The Company's long-term assets are located in the United States.</p> 2 5700000 600000 5400000 600000 16600000 1600000 15700000 1700000 41600000 1300000 <p id="xdx_846_ecustom--SignificantAccountingPoliciesPolicyPolicyTextBlock_zq4p9BVBnweg" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0;"><i>Significant Accounting Policies</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0;"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in;">Our significant accounting policies are set forth in our financial statements for the year ended December 31, 2023, included within our Annual Report on Form 10-K for the fiscal year ended December 31, 2023 filed with the SEC on March 26, 2024.</p> <p id="xdx_841_eus-gaap--NewAccountingPronouncementsPolicyPolicyTextBlock_z1nPeXcxN4fa" style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px;"><i>Recently Issued Accounting Pronouncements</i></p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px;"> </p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">In November 2023, the Financial Accounting Standards Board ("FASB") issued Accounting Standards Update ("ASU") No. 2023-07, <i>Improvements to Reportable Segment Disclosures (Topic 280)</i>. This ASU updates reportable segment disclosure requirements by requiring disclosures of significant reportable segment expenses that are regularly provided to the Chief Operating Decision Maker ("CODM") and included within each reported measure of a segment's profit or loss. This ASU also requires disclosure of the title and position of the individual identified as the CODM and an explanation of how the CODM uses the reported measures of a segment's profit or loss in assessing segment performance and deciding how to allocate resources. The ASU is effective for annual periods beginning after December 15, 2023, and interim periods within fiscal years beginning after December 15, 2024. Adoption of the ASU should be applied retrospectively to all prior periods presented in the financial statements. Early adoption is also permitted. This ASU will likely result in us including the additional required disclosures when adopted. We are currently evaluating the provisions of this ASU and expect to adopt them for the year ending December 31, 2024.</p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;"> </p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">In December 2023, the FASB issued ASU No. 2023-09, <i>Improvements to Income Tax Disclosures (Topic 740)</i>. The ASU requires disaggregated information about a reporting entity's effective tax rate reconciliation as well as additional information on income taxes paid. The ASU is effective on a prospective basis for annual periods beginning after December 15, 2024. Early adoption is also permitted for annual financial statements that have not yet been issued or made available for issuance. This ASU will result in the required additional disclosures being included in our consolidated financial statements, once adopted.</p> <p id="xdx_800_eus-gaap--CashAndCashEquivalentsDisclosureTextBlock_zoQ6rojLa8P6" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0;">Note 3. Concentration of Risk</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0;"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0;"><i>Credit Risk</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0;"> </p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">Financial instruments that subject us to concentrations of credit risk consist primarily of cash, certificates of deposit and money market funds. We maintain cash, certificates of deposit and money market funds with financial institutions that we deem reputable.</p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;"> </p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px;"><i>Foreign Operations</i></p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px;"> </p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">The accompanying condensed consolidated financial statements as of September 30, 2024 and 2023 include assets amounting to approximately $27,000 and $0.1 million, respectively, relating to our operations in Switzerland. In the fourth quarter of 2023, Vivani Medical Australia Pty Ltd., a wholly owned subsidiary in Australia was established to support studies of our product candidates. Unanticipated events in foreign countries could disrupt our operations and impair the value of these assets.</p> 27000 100000 <p id="xdx_80D_eus-gaap--FairValueDisclosuresTextBlock_zqeeRKX7B6Ek" style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px;">Note 4. Fair Value Measurements</p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px;"> </p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">The authoritative guidance with respect to fair value establishes a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value into three levels and requires that assets and liabilities carried at fair value be classified and disclosed in one of three categories, as presented below. Disclosure as to transfers in and out of Levels 1 and 2, and activity in Level 3 fair value measurements, is also required.</p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;"> </p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">Level 1. Observable inputs such as quoted prices in active markets for an identical asset or liability that we have the ability to access as of the measurement date. Financial assets and liabilities utilizing Level 1 inputs include active-exchange traded securities and exchange-based derivatives.</p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;"> </p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">Level 2. Inputs, other than quoted prices included within Level 1, which are directly observable for the asset or liability or indirectly observable through corroboration with observable market data. Financial assets and liabilities utilizing Level 2 inputs include fixed income securities, non-exchange-based derivatives, mutual funds, and fair-value hedges.</p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;"> </p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">Level 3. Unobservable inputs in which there is little or no market data for the asset or liability which requires the reporting entity to develop its own assumptions. Financial assets and liabilities utilizing Level 3 inputs include infrequently traded non-exchange-based derivatives and commingled investment funds, and are measured using present value pricing models.</p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;"> </p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">We determine the level in the fair value hierarchy within which each fair value measurement falls in its entirety, based on the lowest level input that is significant to the fair value measurement in its entirety. In determining the appropriate levels, we perform an analysis of the assets and liabilities at each reporting period end.</p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;"> </p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">Cash equivalents, which include certificates of deposit and money market funds, are the only financial instruments measured and recorded at fair value on our condensed consolidated balance sheet, and are valued using Level 1 inputs. As of September 30, 2024 and 2023, we did not have any Level 1 and Level 2 financial liabilities or Level 3 financial assets or liabilities measured at fair value on a recurring basis. We did not have any transfers between Level 1 and Level 2 or transfers in or out of Level 3 during the three and nine months ended September 30, 2024 and 2023.</p> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">
</p> <div style="border-left: none; border-right: none;"> <div> <div style="border-left: none; border-right: none;"> <p id="xdx_89F_eus-gaap--ScheduleOfCashAndCashEquivalentsTableTextBlock_zNKfM3SMfHd4" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in;">The following table summarizes assets measured at fair value on a recurring basis by level within the fair value hierarchy (in thousands):</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify; text-indent: 0.25in; color: red;">
</p> <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; border-collapse: collapse; width: 97%; margin-left: 0.25in; height: 114px;"> <tbody> <tr style="vertical-align: bottom; height: 17px;"> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px; width: 43.3333%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 1.06061%;"> </td> <td colspan="14" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 54.3637%;">As of September 30, 2024</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px; width: 1.51515%;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;">

<td style="height: 17px; width: 43.3333%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 1.06061%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 12%;">Total</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px; width: 1.06061%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 1.06061%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 12%;">Level 1</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px; width: 1.06061%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 1.06061%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 12%;">Level 2</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px; width: 1.06061%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 1.06061%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 12%;">Level 3</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px; width: 1.51515%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="font-weight: bold; height: 16px; width: 43.3333%;">Assets</td> <td style="height: 16px; width: 1.06061%;"> </td> <td colspan="2" style="text-align: right; height: 16px; width: 12%;"> </td> <td style="height: 16px; width: 1.06061%;"> </td> <td style="height: 16px; width: 1.06061%;"> </td> <td colspan="2" style="text-align: right; height: 16px; width: 12%;"> </td> <td style="height: 16px; width: 1.06061%;"> </td> <td style="height: 16px; width: 1.06061%;"> </td> <td colspan="2" style="text-align: right; height: 16px; width: 12%;"> </td> <td style="height: 16px; width: 1.06061%;"> </td> <td style="height: 16px; width: 1.06061%;"> </td> <td colspan="2" style="text-align: right; height: 16px; width: 12%;"> </td> <td style="height: 16px; width: 1.51515%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 16px;"> <td style="font-weight: bold; text-align: left; height: 16px; width: 43.3333%;">Cash equivalents:</td> <td style="height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; width: 1%;"> </td> <td style="text-align: right; height: 16px; width: 11%;"> </td> <td style="text-align: left; height: 16px; width: 1.06061%;"> </td> <td style="height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; width: 1%;"> </td> <td style="text-align: right; height: 16px; width: 11%;"> </td> <td style="text-align: left; 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height: 16px; width: 11%;">7,112</td> <td style="text-align: left; height: 16px; width: 1.06061%;"> </td> <td style="height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td id="xdx_980_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_d0_c20240331__us-gaap--CashAndCashEquivalentsAxis__us-gaap--CertificatesOfDepositMember__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel2Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_zZwcPGx8ly5f" style="text-align: right; height: 16px; width: 11%;">-</td> <td style="text-align: left; height: 16px; width: 1.06061%;"> </td> <td style="height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; width: 1%;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td id="xdx_980_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_d0_c20240331__us-gaap--CashAndCashEquivalentsAxis__us-gaap--CertificatesOfDepositMember__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_z5UtbupFnw75" style="text-align: right; height: 16px; width: 11%;">-</td> <td style="text-align: left; height: 16px; width: 1.51515%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 16px;"> <td style="text-align: left; padding-bottom: 1pt; padding-left: 9px; height: 16px; width: 43.3333%;">Money market funds</td> <td style="padding-bottom: 1pt; height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 1%;"> </td> <td id="xdx_98C_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_c20240331__us-gaap--CashAndCashEquivalentsAxis__us-gaap--MoneyMarketFundsMember_zuINc4jeFCQ9" style="text-align: right; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 11%;">11,112</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px; width: 1.06061%;"> </td> <td style="padding-bottom: 1pt; height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; 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width: 1.51515%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="font-weight: bold; padding-bottom: 2.5pt; height: 16px; width: 43.3333%;">Total</td> <td style="padding-bottom: 2.5pt; height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; width: 1%;">$</td> <td id="xdx_98F_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_c20240331_zGoy44K7cb7" style="text-align: right; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; width: 11%;">18,224</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 16px; width: 1.06061%;"> </td> <td style="padding-bottom: 2.5pt; height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; width: 1%;">$</td> <td id="xdx_98A_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_c20240331__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel1Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_z18Ep2YA4uT1" style="text-align: right; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-

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height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; width: 1%;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td id="xdx_981_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_d0_c20240331__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_zV5IwHMVIFB6" style="text-align: right; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; width: 11%;">-</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 16px; width: 1.51515%;"> </td> </tr> </tbody> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; border-collapse: collapse; width: 97%; margin-left: 0.25in; height: 98px;"> <tbody> <tr style="vertical-align: bottom; height: 17px;"> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 17px;">As of December 31, 2023</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 17px;">Total</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 17px;">Level 1</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 17px;">Level 2</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 17px;">Level 3</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="font-weight: bold; height: 16px;">Assets</td> <td style="height: 16px;"> </td> <td colspan="2" style="text-align: right; 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height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td style="text-align: right; height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td style="text-align: right; height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td style="text-align: right; height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="width: 44%; text-align: left; padding-bottom: 1pt; padding-left: 9px; height: 16px;">Money market funds</td> <td style="width: 1%; padding-bottom: 1pt; height: 16px;"> </td> <td style="width: 1%; text-align: left; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 16px;">$</td> <td id="xdx_980_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_c20231231__us-gaap--CashAndCashEquivalentsAxis__us-gaap--MoneyMarketFundsMember_zz1slLYdlWyf" style="width: 11%; text-align: right; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 16px;">18,629</td> <td style="width: 1%; padding-bottom: 1pt; text-align: left; height: 16px;"> </td> <td style="width: 1%; padding-bottom: 1pt; height: 16px;"> </td> <td style="width: 1%; text-align: left; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 16px;">$</td> <td id="xdx_989_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_c20231231__us-gaap--CashAndCashEquivalentsAxis__us-gaap--MoneyMarketFundsMember__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel1Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_zc3DUGAqAvFe" style="width: 11%; text-align: right; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 16px;">18,629</td> <td style="width: 1%; padding-bottom: 1pt; text-align: left; 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height: 16px;">$</td> <td id="xdx_985_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_d0_c20231231__us-gaap--CashAndCashEquivalentsAxis__us-gaap--MoneyMarketFundsMember__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_z17NyE4TRCub" style="width: 11%; text-align: right; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 16px;">-</td> <td style="width: 1%; padding-bottom: 1pt; text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 16px;"> <td style="font-weight: bold; padding-bottom: 2.5pt; height: 16px;">Total</td> <td style="padding-bottom: 2.5pt; height: 16px;"> </td> <td style="text-align: left; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; height: 16px;">$</td> <td id="xdx_987_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_c20231231_zP1wKcClkuz2" style="text-align: right; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; height: 16px;">18,629</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 16px;"> </td> <td style="padding-bottom: 2.5pt; height: 16px;"> </td> <td style="text-align: left; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; height: 16px;">$</td> <td id="xdx_98F_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_c20231231__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel1Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_zL8ba9Occ8vd" style="text-align: right; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; height: 16px;">18,629</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 16px;"> </td> <td style="padding-bottom: 2.5pt; height: 16px;"> </td> <td style="text-align: left; border-bottom-width: 2.8pt; 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</p> <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; border-collapse: collapse; width: 97%; margin-left: 0.25in; height: 114px;"> <tbody> <tr style="vertical-align: bottom; height: 17px;"> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px; width: 43.3333%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 1.06061%;"> </td> <td colspan="14" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 54.3637%;">As of September 30, 2024</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px; width: 1.51515%;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="height: 17px; width: 43.3333%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 1.06061%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 12%;">Total</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px; width: 1.06061%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 1.06061%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 12%;">Level 1</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px; width: 1.06061%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 1.06061%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 12%;">Level 2</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px; width: 1.06061%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 1.06061%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 12%;">Level 3</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px; width: 1.51515%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="font-weight: bold; height: 16px; width: 43.3333%;">Assets</td> <td style="height: 16px; width: 1.06061%;"> </td> <td colspan="2" style="text-align: right; height: 16px; width: 12%;"> </td> <td style="height: 16px; width: 1.06061%;"> </td> <td style="height: 16px; width: 1.06061%;"> </td> <td colspan="2" style="text-align: right; height: 16px; width: 12%;"> </td> <td style="height: 16px; width: 1.06061%;"> </td> <td style="height: 16px; width: 1.06061%;"> </td> <td colspan="2" style="text-align: right; height: 16px; width: 12%;"> </td> <td style="height: 16px; width: 1.51515%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 16px;"> <td style="font-weight: bold; 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padding-left: 9px; height: 16px; width: 43.3333%;">Certificates of deposit</td> <td style="height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td id="xdx_980_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_c20240331__us-gaap--CashAndCashEquivalentsAxis__us-gaap--CertificatesOfDepositMember_zWszwm3Az8q3" style="text-align: right; height: 16px; width: 11%;">7,112</td> <td style="text-align: left; height: 16px; width: 1.06061%;"> </td> <td style="height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td id="xdx_98B_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_c20240331__us-gaap--CashAndCashEquivalentsAxis__us-gaap--CertificatesOfDepositMember__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel1Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_zhWbKdaljYTf" style="text-align: right; height: 16px; 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height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 1%;"> </td> <td id="xdx_98A_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_c20240331__us-gaap--CashAndCashEquivalentsAxis__us-gaap--MoneyMarketFundsMember__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel1Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_zw3pPiC80NEe" style="text-align: right; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 11%;">11,112</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px; width: 1.06061%;"> </td> <td style="padding-bottom: 1pt; height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 1%;"> </td> <td id="xdx_981_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_d0_c20240331__us-gaap--CashAndCashEquivalentsAxis__us-gaap--MoneyMarketFundsMember__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel2Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_zUYJgJjxdXkd" style="text-align: right; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 11%;">-</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px; width: 1.06061%;"> </td> <td style="padding-

bottom: 1pt; height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 1%;"> </td> <td id="xdx_983_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_d0_c20240331__us-gaap--CashAndCashEquivalentsAxis__us-gaap--MoneyMarketFundsMember__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_zPu22njnaxzb" style="text-align: right; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; width: 11%;">-</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px; width: 1.51515%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="font-weight: bold; padding-bottom: 2.5pt; height: 16px; width: 43.3333%;">Total</td> <td style="padding-bottom: 2.5pt; height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; width: 1%;">$</td> <td id="xdx_98F_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_c20240331_zGoy44K7cb7" style="text-align: right; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; width: 11%;">18,224</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 16px; width: 1.06061%;"> </td> <td style="padding-bottom: 2.5pt; height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; width: 1%;">$</td> <td id="xdx_98A_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_c20240331__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel1Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_z18Ep2YA4uT1" style="text-align: right; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; width: 11%;">18,224</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 16px; width: 1.06061%;"> </td> <td style="padding-bottom: 2.5pt; height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; width: 1%;">$</td> <td id="xdx_982_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_d0_c20240331__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel2Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_zidbZe7D7JQ5" style="text-align: right; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; width: 11%;">-</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 16px; width: 1.06061%;"> </td> <td style="padding-bottom: 2.5pt; height: 16px; width: 1.06061%;"> </td> <td style="text-align: left; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; width: 1%;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td id="xdx_981_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_d0_c20240331__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_zV5IwHMVIFB6" style="text-align: right; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; width: 11%;">-</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 16px; width: 1.51515%;"> </td> </tr> </tbody> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; border-collapse: collapse; width: 97%; margin-left: 0.25in; height: 98px;"> <tbody> <tr style="vertical-align: bottom; height: 17px;"> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 17px;">As of December 31, 2023</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 17px;">Total</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 17px;">Level 1</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 17px;">Level 2</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important; height: 17px;">Level 3</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="font-weight: bold; height: 16px;">Assets</td> <td style="height: 16px;"> </td> <td colspan="2" style="text-align: right; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="height: 16px;"> </td> <td colspan="2" style="text-align: right; height: 16px;"> </td> <td style="height: 16px;"> </td> <td colspan="2" style="height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="height: 16px;"> </td> <td colspan="2"

</td> <td style="width: 1%; padding-bottom: 1pt; text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 16px;"> <td style="font-weight: bold; padding-bottom: 2.5pt; height: 16px;">Total</td> <td style="padding-bottom: 2.5pt; height: 16px;"> </td> <td style="text-align: left; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; height: 16px;">$</td> <td id="xdx_987_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_c20231231_zP1wKcClkuz2" style="text-align: right; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; height: 16px;">18,629</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 16px;"> </td> <td style="padding-bottom: 2.5pt; height: 16px;"> </td> <td style="text-align: left; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; height: 16px;">$</td> <td id="xdx_98F_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_c20231231__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel1Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_zL8ba9Occ8vd" style="text-align: right; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; height: 16px;">18,629</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 16px;"> </td> <td style="padding-bottom: 2.5pt; height: 16px;"> </td> <td style="text-align: left; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; height: 16px;">$</td> <td id="xdx_982_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_d0_c20231231__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel2Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_zHar0rMeBhFg" style="text-align: right; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; height: 16px;">-</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 16px;"> </td> <td style="padding-bottom: 2.5pt; height: 16px;"> </td> <td style="text-align: left; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; height: 16px;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td id="xdx_98D_eus-gaap--CashAndCashEquivalentsFairValueDisclosure_iI_pn3n3_d0_c20231231__us-gaap--FairValueByFairValueHierarchyLevelAxis__us-gaap--FairValueInputsLevel3Member__us-gaap--FairValueByMeasurementFrequencyAxis__us-gaap--FairValueMeasurementsRecurringMember_z9tsbY1t0cQi" style="text-align: right; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; height: 16px;">-</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 16px;"> </td> </tr> </tbody> </table>   7112000 7112000 11112000 11112000 18224000 18224000 18629000 18629000 18629000 18629000 <b style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; letter-spacing: normal; orphans: 2; text-align: start; text-indent: -0.666667px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial;">Note 5. Insurance Premium Financing   <b style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; letter-spacing: normal; orphans: 2; text-align: start; text-indent: -0.666667px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial;"><b style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; letter-spacing: normal; orphans: 2; text-align: start; text-indent: -0.666667px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">In September 2024, we entered into a finance agreement with First Insurance Funding in order to fund a portion of our insurance premiums for our professional liability policies. The amount financed is approximately $426,000 <b style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; letter-spacing: normal; orphans: 2; text-align: start; text-indent: -0.666667px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">and incurs interest at a rate of 7.2<span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">%<b style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; letter-spacing: normal; orphans: 2; text-align: start; text-indent: -0.666667px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">. The Company is required to make nine monthly payments of approximately $47,000 <b style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; letter-spacing: normal; orphans: 2; text-align: start; text-indent: -0.666667px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">through May 2025<b style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; letter-spacing: normal; orphans: 2; text-align: start; text-indent: -0.666667px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">. The outstanding balance as of September 30, 2024 <b style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; letter-spacing: normal; orphans: 2; text-align: start; text-indent: -0.666667px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">was approximately $379,000<span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;"> <span style="font-size: 10.0pt; font-family: 'Times New Roman',serif; mso-fareast-font-family: 'Times New Roman'; color: black; mso-ansi-language: EN-US; mso-fareast-language: EN-US; mso-bidi-language: AR-SA;">and is included in accrued expenses in the accompanying condensed consolidated balance sheet<span style="font-size: 10.0pt; font-family: 'Times New Roman',serif; mso-fareast-font-family: 'Times New Roman'; color: black; mso-ansi-language: EN-US; mso-fareast-language: EN-US; mso-bidi-language: AR-SA;">. 426000000 0.072 9 monthly 47000000 379000000 Note 6. Selected Balance Sheet Detail   Property and Equipment, Net   Property and equipment, net consisted of the following (in thousands):
<table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; border-collapse: collapse; width: 100%; height: 161px;"> <tbody> <tr style="vertical-align: bottom; height: 16px;"> <td style="font-family: Calibri, Helvetica, sans-serif; height: 16px;"> </td> <td style="font-weight: bold; height: 16px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center;

height: 16px;">September 30,</td> <td style="font-weight: bold; height: 16px;"> </td> <td style="font-weight: bold; height: 16px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; vertical-align: bottom; height: 16px;">December 31,</td> <td style="font-weight: bold; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2024</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2023</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="text-align: left; width: 74%; height: 16px;">Property and equipment at cost:</td> <td style="font-weight: bold; width: 1%; height: 16px;"> </td> <td style="font-weight: bold; text-align: left; width: 1%; height: 16px;"> </td> <td style="font-weight: bold; text-align: right; width: 10%; height: 16px;"> </td> <td style="font-weight: bold; text-align: left; width: 1%; height: 16px;"> </td> <td style="font-weight: bold; width: 1%; height: 16px;"> </td> <td style="font-weight: bold; text-align: left; width: 1%; height: 16px;"> </td> <td style="font-weight: bold; text-align: right; width: 10%; height: 16px;"> </td> <td style="font-weight: bold; text-align: left; width: 1%; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 16px;"> <td style="text-align: left; padding-left: 9px; height: 16px;">Equipment</td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;">$</td> <td id="xdx_98C_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_c20240331__us-gaap--PropertyPlantAndEquipmentByTypeAxis__us-gaap--EquipmentMember_zdltmO9XsMjh" style="text-align: right; height: 16px;">3,789</td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"><span style="font-family: 'times new roman', times;">$</td> <td id="xdx_980_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_c20231231__us-gaap--PropertyPlantAndEquipmentByTypeAxis__us-gaap--EquipmentMember_zqUhMwr7lYd" style="text-align: right; height: 16px;">3,511</td> <td style="text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="text-align: left; padding-left: 9px; height: 16px;">Furniture and fixtures</td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td id="xdx_988_eus-gaap--PropertyPlantAndEquipmentGross_iI_pn3n3_c20240331__us-gaap--PropertyPlantAndEquipmentByTypeAxis__us-gaap--FurnitureAndFixturesMember_zkROkxyVGFB1" style="text-align: right; 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Equity Securities   We are authorized to issue 300,000,000 shares of common stock with 55,266,435 issued and outstanding as of September 30, 2024. In addition, we are authorized to issue 10,000,000 shares of preferred stock with none issued as of September 30, 2024.   Securities Purchase Agreement   On March 1, 2024, the Company entered into the Securities Purchase Agreement relating to the issuance of 3,947,368 shares of the common stock and Warrants to purchase up to an aggregate of 3,947,368 shares of common stock, at a purchase price of $3.80 per share and accompanying warrants in the Offering. The Warrants have an exercise price of $3.80 per share, are exercisable immediately upon issuance and will expire three years following the date of issuance. The Company also entered into a Placement Agency Agreement with Maxim, who acted as the sole placement agent for the Offering. In connection with the Placement Agency Agreement, the Company agreed to pay Maxim an aggregate cash fee of 7.0% of the aggregate proceeds raised from the sale and issuance of the shares of common stock and accompanying warrants. Pursuant to the Placement Agency Agreement, the Company also agreed to reimburse Maxim up to $65,000 for its legal expenses. The gross proceeds of $15.0 million from the Offering, before paying the placement agent fees and other estimated offering costs, were received on March 5, 2024. In connection with the Securities Purchase Agreement, the Company paid issuance costs of $1.3 million, resulting in net proceeds of $13.7 million.   Pursuant to the terms of the Securities Purchase Agreement, until 45 days following the closing of the Offering, the Company agreed not to issue (or enter into any agreement to issue) any shares of common stock or common stock equivalents, subject to certain exceptions. The Company has further agreed not to enter into an agreement involving a variable rate transaction until one year following the closing of the Offering. In addition, the Company's directors and officers have entered into lock-up agreements with the Company pursuant to which each of them has agreed not to, for a period of 90 days from the closing of the Offering, offer, sell, transfer or otherwise dispose of the Company's securities, subject to certain exceptions.
 At-the-Market Sales Agreement

 On April 22, 2024, the Company entered into the Sales Agreement with Jefferies, under which the Company may offer and sell, from time to time at its sole discretion, shares of the common stock, having an aggregate offering price of up to $75.0 million through Jefferies as its sales agent. Also on April 22, 2024, the Company filed a Registration Statement on Form S-3, which was declared effective on May 3, 2024, including a sales agreement prospectus relating to the offering of up to $75.0 million shares of its common stock in accordance with the Sales Agreement.
 The Company may sell the common stock under the Sales Agreement (A) in privately negotiated transactions; (B) as block transactions; or (C) by any other method permitted by law deemed to be an "at-the-market" offering as defined in Rule 415(a)(4) under the Securities Act of 1933, as amended, including sales made directly on the Nasdaq Capital Market or sales made into any other existing trading market for the shares of Common Stock. Jefferies will use commercially reasonable efforts to place the shares of common stock from time to time, based upon the Company's instructions (including any price, time or size limits or other customary parameters or conditions we may impose). The Company will pay Jefferies a commission of up to three percent (3.0%) of the gross sales proceeds of any common stock sold through Jefferies under the Sales Agreement, and also has provided Jefferies with customary indemnification rights. In addition, the Company has agreed to reimburse certain legal expenses and fees incurred by Jefferies in connection with the offering.
 The Company is not obligated to make any sales of common stock under the Sales Agreement. The offering of shares of common stock pursuant to the Sales Agreement will terminate upon the earlier of (i) the sale of all common stock

subject to the Sales Agreement or (ii) termination of the Sales Agreement in accordance with its terms.
 During the nine months ended September 30, 2024, the Company issued 287,970 shares of common stock for gross proceeds of $504,000 as part of the Sales Agreement with Jefferies. The Company paid expenses of $344,000, resulting in net proceeds of $160,000. </p> 300000000 55266435 55266435 10000000 0 3947368 3947368 3.8 3.8 P3Y 0.07 65000 15000000 1300000 13700000 Pursuant to the terms of the Securities Purchase Agreement, until 45 days following the closing of the Offering, the Company agreed not to issue (or enter into any agreement to issue) any shares of common stock or common stock equivalents, subject to certain exceptions. The Company has further agreed not to enter into an agreement involving a variable rate transaction until one year following the closing of the Offering. In addition, the Company's directors and officers have entered into lock-up agreements with the Company pursuant to which each of them has agreed not to, for a period of 90 days from the closing of the Offering, offer, sell, transfer or otherwise dispose of the Company's securities, subject to certain exceptions. 75000000 75000000 0.03 287970 504000 344000 160000 <p id="xdx_80E_ecustom--WarrantDisclosureTextBlock_zW7Kl23fi4fc" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0;">Note 8. Warrants</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0;"> </p> <p id="xdx_89D_eus-gaap--ScheduleOfStockholdersEquityNoteWarrantsOrRightsTextBlock_zwvFYSeojhud" style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0pt 0px; text-indent: 0.25in;">A summary of warrant activity for the nine months ended September 30, 2024 is presented below (in thousands, except per share and contractual life data).</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in;"> </p> <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; border-collapse: collapse; width: 100%; height: 146px;"> <tbody> <tr style="vertical-align: bottom; height: 80px;"> <td style="height: 80px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 80px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 80px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Number of
Shares</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 80px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 80px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 80px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Weighted
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 Per Share</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 80px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 80px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 80px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Weighted
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height: 10px;"> </td> <td style="width: 1%; height: 10px;"> </td> <td style="width: 1%; text-align: left; height: 10px;"> </td> <td id="xdx_984_ecustom--ClassOfWarrantOrRightWeightedAverageRemainingContractualLifeOfWarrantsOrRights_dxL_c20240101__20240331__us-gaap--ClassOfWarrantOrRightAxis__us-gaap--WarrantMember_zvD0Jve2JSE3" style="width: 11%; text-align: right; height: 10px;">1.4</td> <td style="width: 1%; text-align: left; height: 10px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 10px;"> <td style="padding-left: 9pt; height: 10px;">Issued</td> <td style="height: 10px;"> </td> <td style="text-align: left; height: 10px;"> </td> <td id="xdx_981_ecustom--ClassOfWarrantOrRightIssued_pn3n3_uShares_c20240101__20240331__us-gaap--ClassOfWarrantOrRightAxis__us-gaap--WarrantMember_zKRw7g0mEVX1" style="text-align: right; height: 10px;">3,947</td> <td style="text-align: left; height: 10px;"> </td> <td style="height: 10px;"> </td> <td style="text-align: left; height: 10px;">$</td> <td id="xdx_986_ecustom--ClassOfWarrantOrRightToBeIssued_pid_uUSDPShares_c20240101__20240331__us-gaap--ClassOfWarrantOrRightAxis__us-gaap--WarrantMember_zzQqYRJZOyN7" style="text-align: right; height: 10px;">3.80</td> <td style="text-align: left; height: 10px;"> </td> <td style="height: 10px;"> </td> <td style="text-align: left; height: 10px;"> </td> <td style="text-align: right; height: 10px;"> </td> <td style="text-align: left; height: 10px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="padding-left: 9pt; height: 16px;">Exercised</td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td id="xdx_98D_ecustom--ClassOfWarrantOrRightExercised_pn3n3_uShares_c20240101__20240331__us-gaap--ClassOfWarrantOrRightAxis__us-gaap--WarrantMember_zSqWAChaMLXi" style="text-align: right; height: 16px;">-</td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; 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height: 10px;"> </td> <td id="xdx_98C_ecustom--ClassOfWarrantOrRightWeightedAverageRemainingContractualLifeOfWarrantsOrRights2_dxL_c20240101__20240331__us-gaap--ClassOfWarrantOrRightAxis__us-gaap--WarrantMember_zwMshoRokOGj" style="text-align: right; height: 10px;">2.28</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 10px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 10px;"> <td style="padding-bottom: 2.5pt; height: 10px;">Warrants exercisable as of September 30, 2024</td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;"> </td> <td id="xdx_988_ecustom--ClassOfWarrantOrRightWeightedAverageExercisePriceExercisableOfWarrantsOrRights_iE_pn3n3_uShares_c20240101__20240331__us-gaap--ClassOfWarrantOrRightAxis__us-gaap--WarrantMember_zvaEgcl7DGK7" style="text-align: right; height: 10px; border-bottom-width: 2.8pt; 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height: 16px;">-</td> <td style="text-align: left, height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left, height: 16px;"> </td> <td style="text-align: right; height: 16px;"> </td> <td style="text-align: left, height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white, height: 10px;"> <td style="text-align: left; padding-bottom: 1pt; padding-left: 9pt, height: 10px;">Forfeited or expired</td> <td style="padding-bottom: 1pt, height: 10px;"> </td> <td style="text-align: left, height: 10px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td id="xdx_983_ecustom--ClassOfWarrantOrRightForfeitedOrExpired_pn3n3_uShares_c20240101__20240331__us-gaap--ClassOfWarrantOrRightAxis__us-gaap--WarrantMember_zcGiENlRLM6" style="text-align: right; height: 10px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">(3,768</td> <td style="padding: 0px 0px 0.5px; 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border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;"> </td> <td id="xdx_98F_eus-gaap--ClassOfWarrantOrRightOutstanding_iE_pn3n3_uShares_c20240101__20240331__us-gaap--ClassOfWarrantOrRightAxis__us-gaap--WarrantMember_z3FA4MbYLQqd" style="text-align: right; height: 10px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">9,912</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 10px;"> </td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px;"><span style="font-family: 'times new roman', times; font-size: 10pt;">$</td> <td id="xdx_989_eus-gaap--ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1_iE_pid_uUSDPShares_c20240101__20240331__us-gaap--ClassOfWarrantOrRightAxis__us-gaap--WarrantMember_z3iBnafMa0p" style="text-align: right; height: 10px;">3.41</td> <td

style="padding-bottom: 2.5pt; text-align: left; height: 10px;"> </td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px;"> </td> <td id="xdx_98C_ecustom--ClassOfWarrantOrRightWeightedAverageRemainingContractualLifeOfWarrantsOrRights2_dxL_c20240101__20240331__us-gaap--ClassOfWarrantOrRightAxis__us-gaap--WarrantMember_zwMshoRokOGj" style="text-align: right; height: 10px;">2.28</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 10px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 10px;"> <td style="padding-bottom: 2.5pt; height: 10px;">Warrants exercisable as of September 30, 2024</td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;"> </td> <td id="xdx_988_ecustom--ClassOfWarrantOrRightWeightedExercisePriceExercisableOfWarrantsOrRights_iE_pn3n3_uShares_c20240101__20240331__us-gaap--ClassOfWarrantOrRightAxis__us-gaap--WarrantMember_zvaEgcl7DGK7" style="text-align: right; height: 10px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">9,912</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 10px;"> </td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px;">$</td> <td id="xdx_980_ecustom--ClassOfWarrantOrRightWeightedExercisePriceExercisableOfWarrantsOrRights11_iE_pid_uShares_c20240101__20240331__us-gaap--ClassOfWarrantOrRightAxis__us-gaap--WarrantMember_zNttSnkRHie2" style="text-align: right; height: 10px;">3.41</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 10px;"> </td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px;"> </td> <td id="xdx_98A_ecustom--ClassOfWarrantOrRightWeightedAverageRemainingContractualLifeOfWarrantsOrRightsExercise_dxL_c20240101__20240331__us-gaap--ClassOfWarrantOrRightAxis__us-gaap--WarrantMember_ztJg9wqk4sg2" style="text-align: right; height: 10px;">2.28</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 10px;"> </td> </tr> </tbody> </table> 9733000 11.6 P1Y4M24D 3947000 3.8 3768000 24.98 9912000 3.41 P2Y3M10D 9912000 3.41 P2Y3M10D 3.15 3.15 3.15 3.15 10125 3375 3.75 3947368 0.0001 3947368 3.8 P3Y 0 Note 9. Stock-Based Compensation   Equity Incentive Plan   The Vivani Medical, Inc. 2022 Omnibus Incentive Plan (the “2022 Plan”) became effective on August 30, 2022. Under the 2022 Plan, 10,033,333 shares were authorized for issuance at its effective date. The maximum number of shares with respect to which stock awards could be granted is offset and reduced by stock awards previously granted under the 2022 Plan. As of September 30, 2024, 2,165,958 shares of common stock were available for future issuance under the 2022 Plan pursuant to stock awards that had not previously been granted.   For stock option grants, the option price is determined by the Board of Directors but cannot be less than the fair value of the shares at the grant date. Generally, the options vest ratably over four years and expire ten years from the grant date. The 2022 Plan provides for accelerated vesting if there is a change of control, as defined in the 2022 Plan.   Stock Options   A summary of stock option activity is presented below (in thousands, except per share and contractual life data).   <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; border-collapse: collapse; width: 100%; height: 184px;"> <tbody> <tr style="vertical-align: bottom; height: 16px;"> <td style="height: 16px;"> </td> <td style="height: 16px;"> </td> <td colspan="2" style="height: 16px;"> </td> <td style="height: 16px;"> </td> <td colspan="2" style="height: 16px;"> </td> <td style="height: 16px;"> </td> <td colspan="2" style="height: 16px;"> </td> <td style="height: 16px;"> </td> <td colspan="2" style="font-weight: bold; height: 16px;"> </td> <td style="font-weight: bold; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="height: 16px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 16px;">Weighted</td> <td style="font-weight: bold; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="height: 16px;"> </td> <td colspan="2" style="height: 16px;"> </td> <td style="height: 16px;"> </td> <td colspan="2" style="font-weight: bold; height: 16px;"> </td> <td style="font-weight: bold; height: 16px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 16px;">Weighted</td> <td style="font-weight: bold; height: 16px;"> </td> <td style="font-weight: bold; height: 16px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 16px;">Average</td> <td style="font-weight: bold; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="height: 17px;"> </td> <td colspan="2" style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td colspan="2" style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px;">Average</td> <td style="font-weight: bold; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px;">Remaining</td> <td style="font-weight: bold; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="height: 17px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td colspan="2" style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px;">Exercise</td> <td style="font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px;">Contractual</td> <td style="font-weight: bold; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="height: 16px;"> </td> <td style="font-weight: bold; height: 16px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 16px;">Number of</td> <td style="font-weight: bold; height: 16px;"> </td> <td style="font-weight: bold; height: 16px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 16px;">Price</td> <td style="font-weight: bold; height: 16px;"> </td> <td style="font-weight: bold; height: 16px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 16px;">Life</td> <td style="font-weight: bold; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Shares</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Per Share</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">(in Years)</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="width: 58%; height: 16px;">Options outstanding as of December 31, 2023</td> <td style="width: 1%; height: 16px;"> </td> <td style="width: 1%; text-align: left; height: 16px;"> </td> <td id="xdx_985_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber_iS_pn3n3_uShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-

gaap--EmployeeStockOptionMember_zhXfr3NEUDK9" style="width: 11%; text-align: right; height: 16px;">6,091</td> <td style="width: 1%; text-align: left; height: 16px;"> </td> <td style="width: 1%; height: 16px;"> </td> <td style="width: 1%; text-align: left; height: 16px;">$</td> <td id="xdx_984_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice_iS_pip0_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zmy9IoSuw1fk" style="width: 11%; text-align: right; height: 16px;">2.60</td> <td style="width: 1%; text-align: left; height: 16px;"> </td> <td style="width: 1%; height: 16px;"> </td> <td style="width: 1%; text-align: left; height: 16px;"> </td> <td style="width: 11%; text-align: right; height: 16px;">6.96 </td> <td style="width: 1%; text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 16px;"> <td style="height: 16px;">Granted</td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td id="xdx_989_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross_pn3n3_uShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zEZddkWA2X2a" style="text-align: right; height: 16px;">1,093</td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;">$</td> <td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice_pip0_uUSDPShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zqXXkM9I9iFc" style="text-align: right; height: 16px;">1.57</td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td style="text-align: right; height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 17px;"> <td style="height: 17px;">Exercised</td> <td style="height: 17px;"> </td> <td style="text-align: left; height: 17px;"> </td> <td id="xdx_98B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsExercised_iN_pn3n3_di_uShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zmUOElTHjNo2" style="text-align: right; height: 17px;">-</td> <td style="text-align: left; height: 17px;"> </td> <td style="height: 17px;"> </td> <td style="text-align: left; height: 17px;">$</td> <td id="xdx_98F_eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice_pip0_uUSDPShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zkQfAUnjCMb7" style="text-align: right; height: 17px;">-</td> <td style="text-align: left; height: 17px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; text-align: left; height: 17px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; text-align: right; height: 17px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; text-align: left; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 10px;"> <td style="text-align: left; padding-bottom: 1pt; height: 10px;">Forfeited or expired</td> <td style="padding-bottom: 1pt; height: 10px;"> </td> <td style="text-align: left; height: 10px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresAndExpirationsInPeriod_iN_pn3n3_di_uShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zXDlAVwIwTi1" style="text-align: right; height: 10px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">(375</td> <td style="padding: 0px; text-align: left; height: 10px;">)</td> <td style="padding-bottom: 1pt; height: 10px;"> </td> <td style="text-align: left; height: 10px;">$</td> <td id="xdx_98C_eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsForfeituresInPeriodWeightedAverageExercisePrice_pip0_uUSDPShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zbScaCK7o4Ne" style="text-align: right; height: 10px;">1.19</td> <td style="padding-bottom: 1pt; text-align: left; height: 10px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; padding-bottom: 1pt; height: 10px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; text-align: left; height: 10px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; text-align: right; height: 10px;"> </td> <td style="padding-bottom: 1pt; font-family: Calibri, Helvetica, sans-serif; text-align: left; height: 10px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="text-align: left; padding-bottom: 1pt; height: 16px;">Options outstanding, vested and expected to vest as of September 30, 2024</td> <td style="padding-bottom: 1pt; height: 16px;"> </td> <td style="text-align: left; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td id="xdx_98B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber_iE_pn3n3_uShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_z1NQALHQQtj2" style="text-align: right; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">6,809</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px;"> </td> <td style="padding-bottom: 1pt; height: 16px;"> </td> <td style="text-align: left; height: 16px;">$</td> <td id="xdx_983_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice_iE_pip0_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zJqXIZeAzQf9" style="text-align: right; height: 16px;">2.52</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px;"> </td> <td style="padding-bottom: 1pt; height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td id="xdx_98B_eus-gaap--ShareBasedCompensationArrangementBySharebasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingWeightedAverageRemainingContractualTerm1_dxL_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zZ7OjoDBmM3d" style="text-align: right; height: 16px;">6.80</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 10px;"> <td style="padding-bottom: 2.5pt; height: 10px;">Options exercisable as of September 30, 2024</td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;"> </td> <td id="xdx_98E_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber_iE_pn3n3_uShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_z1qqTBFStig6" style="text-align: right; height: 10px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">4,660</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 10px;"> </td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td id="xdx_98D_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice_iE_pip0_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zSTlLZ2caFQ9" style="text-align: right; height: 10px;">2.94</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 10px;"> </td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px;"> </td> <td id="xdx_98F_eus-gaap--ShareBasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableWeightedAverageRemainingContractualTerm1_dxL_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zu3uKuPNBHq" style="text-align: right; height: 10px;">5.87</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 10px;"> </td> </tr> </tbody> </table>   The estimated aggregate intrinsic value of stock options exercisable as of September 30, 2024 was $0.01 million.
 Restricted Stock Units (RSUs)   <p id="xdx_899_eus-gaap--ScheduleOfSharebasedCompensationRestrictedStockAndRestrictedStockUnitsActivityTableTextBlock_zLaM4qqKL5Y8" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in;">A summary of restricted stock activity and related information (in thousands, except per share data):
 <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 70%; font-family: 'times new

roman'; font-size: 10pt; height: 144px;"> <tbody> <tr style="vertical-align: bottom; height: 64px;"> <td style="font-size: 10pt; height: 64px;"> </td> <td style="font: bold 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; height: 64px;"> </td> <td colspan="2" style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 64px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Number
 of Shares</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; height: 64px;"> </td> <td style="font: bold 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; height: 64px;"> </td> <td colspan="2" style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 64px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Weighted
 Average Grant
 Date Fair Value
 Per Share</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; height: 64px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="font: 10pt 'Times New Roman', Times, serif; width: 38%; text-align: justify; height: 16px; background-color: #cceeff;">Outstanding as of December 31, 2023</td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 1%; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 1%; text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 13%; text-align: right; height: 16px; background-color: #cceeff;">403</td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 1%; text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 1%; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 1%; text-align: left; height: 16px; background-color: #cceeff;">$</td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 13%; text-align: right; height: 16px; background-color: #cceeff;">0.93</td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 1%; text-align: left; height: 16px; background-color: #cceeff;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: justify; height: 16px;">Granted</td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px;">292</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px;">$</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px;">1.69</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: justify; height: 16px; background-color: #cceeff;">Vested and released</td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px; background-color: #cceeff;">-</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px; background-color: #cceeff;">$</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px; background-color: #cceeff;">-</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px; background-color: #cceeff;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: justify; padding-bottom: 1pt; height: 16px;">Forfeited and canceled</td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; height: 16px;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">-</td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; text-align: left; height: 16px;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; height: 16px;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px;">-</td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: justify; padding-bottom: 2.5pt; height: 16px; background-color: #cceeff;">Outstanding as of September 30, 2024</td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 2.5pt; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important; background-color: #cceeff;">695</td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 2.5pt; text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 2.5pt; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px; background-color: #cceeff;">$</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px; background-color: #cceeff;">1.25</td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 2.5pt; text-align: left; height: 16px; background-color: #cceeff;"> </td> </tr> </tbody> </table>   During the nine months ended September 30, 2024, the Company granted 292,500 RSUs, subject to market conditions which required our stock price to exceed $3.15 per share for three consecutive days in the four years from grant date for the RSUs to vest. Upon achievement of the market condition, one-third of the award will vest, and thereafter, one-third of the award will vest on the first and second anniversary of the achievement date, subject to the recipient's continued service through each applicable vesting date.
 During the nine months ended September 30, 2023, the Company granted 402,500 RSUs, subject to market conditions which required our stock price to exceed $3.15 per share for three consecutive days in the four years from grant date for the RSUs to vest. Upon achievement of the market condition, one-third of the award will vest, and thereafter, one-third of the award will vest on the first and second anniversary of the achievement date, subject to the recipient's continued service through each applicable vesting date.   Stock-Based Compensation Expense   <p id="xdx_89E_eus-gaap--ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock_zaNnxRb6jjte" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in;">The following table summarizes total stock-based compensation expense for stock options and RSUs, which is included in the statements of operations (in thousands):   <table cellpadding="0" cellspacing="0" style="width: 100%; font: 10pt 'times new roman'; border-collapse: collapse; margin-left: 0.1px;"> <tbody> <tr style="vertical-align: bottom;"> <td style="font-family: Calibri, Helvetica, sans-serif; width: 47.9866%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; width: 1.00671%;"> </td> <td colspan="6" style="font-weight: bold; text-align: center; width: 24.0134%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Three Months Ended September 30,</td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;">
</td> <td colspan="6" style="padding: 0px; font-weight: bold; text-align: center; width: 14.132%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">Nine Months Ended September 30,
</td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;">
</td> </tr> <tr style="vertical-align: bottom;"> <td style="width: 47.9866%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; width: 1.00671%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; width: 11%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2024</td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; width: 1.00671%;"><span style="font-family: 'times new roman', times;

font-size: 10pt; line-height: inherit;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; width: 11%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2023</td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;">
</td> <td colspan="2" style="padding-bottom: 1pt; font-weight: bold; width: 11%; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important; vertical-align: bottom;" valign="bottom">2024</td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;">
</td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;">
</td> <td colspan="2" style="padding-bottom: 1pt; font-weight: bold; width: 1.11857%; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important; vertical-align: bottom;" valign="bottom">2023</td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;">
</td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff;"> <td style="text-align: left; width: 47.9866%;">Research and development</td> <td style="width: 1.00671%;"> </td> <td style="text-align: left; width: 1%;">$</td> <td id="xdx_98A_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240331__us-gaap--IncomeStatementLocationAxis__us-gaap--ResearchAndDevelopmentExpenseMember_zGm3SrgAJ2tl" style="text-align: right; width: 10%;">275</td> <td style="text-align: left; width: 1.00671%;"> </td> <td style="width: 1.00671%;"> </td> <td style="text-align: left; width: 1%;">$</td> <td id="xdx_982_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230331__us-gaap--IncomeStatementLocationAxis__us-gaap--ResearchAndDevelopmentExpenseMember_zGW18dy2fN0e" style="text-align: right; width: 10%;">277</td> <td style="text-align: left; width: 1.00671%;"> </td> <td style="text-align: left; width: 1.00671%;">
</td> <td style="text-align: left; width: 1%;">$</td> <td style="width: 10%; text-align: right;">757</td> <td style="text-align: left; width: 1.00671%;">
</td> <td style="text-align: left; width: 1.00671%;">
</td> <td style="text-align: left; width: 1.11857%;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td style="width: 9.95526%; text-align: right;">809</td> <td style="text-align: left; width: 1.00671%;">
</td> </tr> <tr style="vertical-align: bottom; background-color: white;"> <td style="text-align: left; padding-bottom: 1pt; width: 47.9866%;">General and administrative</td> <td style="padding-bottom: 1pt; width: 1.00671%;"> </td> <td style="text-align: left; width: 1%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td id="xdx_98B_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240331__us-gaap--IncomeStatementLocationAxis__us-gaap--GeneralAndAdministrativeExpenseMember_zoZGI56Ngfwa" style="text-align: right; width: 10%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">197</td> <td style="padding-bottom: 1pt; text-align: left; width: 1.00671%;"> </td> <td style="padding-bottom: 1pt; width: 1.00671%;"> </td> <td style="text-align: left; width: 1%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td id="xdx_981_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230331__us-gaap--IncomeStatementLocationAxis__us-gaap--GeneralAndAdministrativeExpenseMember_zfy42aoE8RNl" style="text-align: right; width: 10%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">234</td> <td style="padding-bottom: 1pt; text-align: left; width: 1.00671%;"> </td> <td style="padding-bottom: 1pt; text-align: left; width: 1.00671%;">
</td> <td style="padding-bottom: 1pt; text-align: left; width: 1%;">
</td> <td style="padding-bottom: 1pt; width: 10%; text-align: right;">451</td> <td style="padding-bottom: 1pt; text-align: left; width: 1.00671%;">
</td> <td style="padding-bottom: 1pt; text-align: left; width: 1.00671%;">
</td> <td style="padding-bottom: 1pt; text-align: left; width: 1.11857%;">
</td> <td style="padding-bottom: 1pt; width: 9.95526%; text-align: right;">595</td> <td style="padding-bottom: 1pt; text-align: left; width: 1.00671%;">
</td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff;"> <td style="text-align: left; padding-bottom: 2.5pt; width: 47.9866%;">Total stock-based compensation expense</td> <td style="padding-bottom: 2.5pt; width: 1.00671%;"> </td> <td style="text-align: left; width: 1%; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">$</td> <td id="xdx_987_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230331_zHAmXgtNEDof" style="text-align: right; width: 10%; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">511</td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1.00671%;"> </td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1.00671%;">
</td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1%; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td style="padding: 0px; width: 10%; text-align: right; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">1,208</td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1.00671%;">
</td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1.00671%;">
</td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1.11857%; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">$</td> <td style="padding: 0px; width: 9.95526%; text-align: right; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">1,404</td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1.00671%;">
</td> </tr> </tbody> </table>   As of September 30, 2024, there was $2.2 million of total unrecognized stock-based compensation expense related to outstanding stock options that will be recognized over a weighted average period of 1.4 years. As of September 30, 2024, there was $0.3 million of total unrecognized compensation expense related to outstanding RSUs that will be recognized over a weighted average period of 0.8 year.   Stock Options   During the nine months ended September 30, 2024, we granted stock options to purchase 1,092,836 shares of common stock to certain employees and board members. The options are exercisable for a period of ten years from the date of grant at a weighted average price of $1.57 per share, which was calculated at the fair value of our common stock on the respective grant date. The options generally vest over a period of four years.   Stock Options (Service Vesting)   During the nine months ended September 30, 2024, 1,092,836 stock options subject to service vesting, were issued and valued at $1.4 million using the Black-Scholes option-pricing model. During the nine months ended September 30, 2023, 1,093,817 stock options subject to service vesting, were issued and valued at $1.1 million using the Black-Scholes option-pricing model. The calculated value of each option grant was estimated on the date of grant using the Black-Scholes option-pricing model with the following weighted-average assumptions.   <p id="xdx_891_ecustom--ScheduleOfShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodTableTextBlock_ze33mcmY7izh" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in;">Summary of Option Grant using the Black-Scholes Option-pricing Model <table border="0" cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; width: 70%; border-collapse: collapse; height: 80px;"> <tbody> <tr style="height: 17px;"> <td style="font-family: Calibri, Helvetica, sans-serif; vertical-align: bottom; height: 17px;"> </td> <td colspan="3" style="font-weight: bold; vertical-align: middle; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Nine Months Ended September 30,</td> </tr> <tr style="height: 17px;"> <td style="vertical-align: middle; width: 37%; height: 17px;"> </td> <td style="font-weight: bold; vertical-align: middle; text-align: center; width: 16%; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2024</td> <td style="font-family: Calibri, Helvetica, sans-serif; vertical-align: bottom; text-align: center; width: 1%; height: 17px;"> </td> <td style="font-weight: bold; vertical-align: middle; text-align: center; width: 16%; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2023</td> </tr> <tr style="vertical-align: middle; height: 16px; background-color: #cceeff;"> <td style="height: 16px; background-color: #cceeff;">Risk-free interest rate</td> <td style="text-align: center; height: 16px; background-color: #cceeff;">3.79% to 5.53%</td> <td style="text-align: center; height: 16px; background-color: #cceeff;"> </td> <td style="text-align: center; height: 16px; background-color: #cceeff;">3.99% to

4.45%</td> </tr> <tr style="vertical-align: middle; height: 10px;"> <td style="height: 10px; background-color: #fffff; margin-left: 0.1px;">Expected dividend yield</td> <td style="height: 10px; margin-left: 0.1px; text-align: center;">-%</td> <td style="height: 10px; margin-left: 0.1px; text-align: center;"> </td> <td style="height: 10px; margin-left: 0.1px; text-align: center;">-%</td> </tr> <tr style="vertical-align: middle; height: 10px; background-color: #cceeff;"> <td style="height: 10px; background-color: #cceeff;">Expected volatility</td> <td style="text-align: center; height: 10px; background-color: #cceeff;">100%</td> <td style="text-align: center; height: 10px; background-color: #cceeff;"> </td> <td style="text-align: center; height: 10px; background-color: #cceeff;">100%</td> </tr> <tr style="vertical-align: middle; height: 10px;"> <td style="height: 10px;">Expected term</td> <td style="text-align: center; height: 10px;"> 5.04 to 6.08 years</td> <td style="text-align: center; height: 10px;"> </td> <td style="text-align: center; height: 10px;">4.00 to 6.20 years</td> </tr> </tbody> </table>
 Stock Options (Market Conditions Vesting)   During the nine months ended September 30, 2023, 200,000 stock options were granted and subject to market conditions which required our stock price to exceed $3.15 per share for three consecutive days in the four years from grant date for the stock option to vest. These stock options with market conditions vesting were valued at $0.1 million. The Company recognized the associated stock-based compensation expense of $20,000 and $20,000 during the three months ended September 30, 2024 and 2023, respectively, and $61,000 and $46,000 during the nine months ended September 30, 2024 and 2023, respectively. The fair value of these options subject to market conditions were valued using the Monte-Carlo Simulation model with the following assumptions: <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; width: 100%;"> <tbody> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: top;"> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;">●</td> <td style="font: 10pt Times New Roman, Times, Serif; padding-left: 0.25in;">Beginning Stock Price. We utilized the Company's publicly traded share price as of the Valuation Date as the beginning stock value. At the Valuation Date, the publicly traded common share price was $1.09 per share.</td> </tr> </tbody> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; width: 100%;"> <tbody> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: top;"> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;">●</td> <td style="font: 10pt Times New Roman, Times, Serif; padding-left: 0.25in;">Drift Rate. In determining the value of the instrument in the risk-neutral framework, risk-free rates were estimated based on the applicable treasury rate for the projection period. For each simulation, the term of the risk-free rate was based on the term from the Valuation Date through the latest date on which the award could vest (i.e., two years following the Performance Period End Date). Please note that, for the purposes of calculating the service period associated with the Subject Interest, the Company's cost of equity was utilized as the drift rate.</td> </tr> </tbody> </table>
 <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; width: 100%;"> <tbody> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: top;"> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;">●</td> <td style="font: 10pt Times New Roman, Times, Serif; padding-left: 0.25in;">Volatility. The total equity volatility (standard deviation) was based on a total equity volatility analysis.</td> </tr> </tbody> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; width: 100%;"> <tbody> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: top;"> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;">●</td> <td style="font: 10pt Times New Roman, Times, Serif; padding-left: 0.25in;">Period. The period was measured as the number of years from the Valuation Date through the PSO expiration date (10 years following the date of grant).</td> </tr> </tbody> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; width: 100%;"> <tbody> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: top;"> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;">●</td> <td style="font: 10pt Times New Roman, Times, Serif; padding-left: 0.25in;">Dividends. The Company has not historically paid dividends. In addition, the Company does not expect to pay dividends going forward. As such, no dividends were considered in our analysis.</td> </tr> </tbody> </table>   Restricted Stock Units (RSUs)
 During the nine months ended September 30, 2024, the Company granted 292,500 RSUs. These RSUs are subject to performance vesting criteria, based on market conditions which required our stock price to exceed $3.15 per share for three consecutive days in the four years from grant date for the RSUs to vest. The Company recognized the associated stock-based compensation expense of $126,000 and $0 during the three months ended September 30, 2024 and 2023, respectively, and $197,000 and $0 during the nine months ended September 30, 2024and 2023, respectively. The assumptions used to estimate the fair value of the performance-based restricted stock units granted during the nine months ended September 30, 2024 and September 30, 2023 and valued using a Monte Carlo simulation were as follows: <p style="margin: 0pt 0px; font: 10pt 'Times New Roman', Times, serif; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #fffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; color: red;">
  <table cellpadding="0" cellspacing="0" style="height: 134px; width: 99.833%; color: #000000; font-size: 10pt; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #fffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; border-collapse: collapse; font-family: 'times new roman'; margin-left: 0.1px;"> <tbody> <tr style="height: 23px;"> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 23px;">
</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 23px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">Nine Months Ended September 30,</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center;">
</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 23px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">Nine Months Ended September 30,</td> </tr> <tr style="height: 16px;"> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px; width: 75%;">
</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px; width: 12%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">2024</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; width: 1%;">
</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px; width: 12%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">2023</td> </tr> <tr style="height: 15px; background-color: #cceeff;"> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 15px; background-color: #cceeff;">RSUs Granted</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; height: 15px; background-color: #cceeff;">292,500</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; background-color: #cceeff;">
</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; height: 15px; background-color: #cceeff;">402,500</td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: left;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">Valuation date stock price</td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: center;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">$1.81</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center;">
</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px;">$0.93</td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: left; background-color: #cceeff;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">Risk-free interest rate</td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: center; background-color: #cceeff;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">4.53%</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; background-color: #cceeff;">
</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px; background-color: #cceeff;">4.13%</td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: left;"><span style="color: #000000; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; font-family: 'times new roman', times; font-size: 13.3333px; float: none; display: inline !important; line-height: inherit;">Expected dividend yield</td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: center;"><span style="color: #000000; font-family: 'times new roman',

*times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">0%</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center;">
</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px;">0%</td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: left; background-color: #cceeff;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">Expected volatility</td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: center; background-color: #cceeff;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">100%</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; background-color: #cceeff;">
</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px; background-color: #cceeff;">100%</td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: left;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">Simulation term</td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: center;"><span style="color: #000000; font-family: 'times new roman'; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">4 Years</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center;">
</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px;">1.1 Years</td> </tr> </tbody> </table>
 The steps involved in utilizing the Monte Carlo simulation in order to value the performance-based RSUs included the following: 1. Projection of the Company's Common Stock Value. The performance-based RSUs were measured based on the Company's underlying common stock value over the performance period (four years following the Valuation Date).   Additionally, we considered the two-year vesting period following achievement of the performance condition. Accordingly, our common stock value was simulated over a six-year period to capture iterations through which the performance condition was satisfied on the Performance Period End Date. The analysis involved projecting our common stock value starting with our current common stock value. The forecasted stock price was based on the Geometric Brownian motion ("GBM"), and the Monte Carlo simulation generated random variables using the GBM to forecast our stock price on a daily basis over the specified period assuming 252 trading days per year. The Monte Carlo simulation for the PSO utilized the following assumptions:
 <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; width: 100%;"> <tbody> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: top;"> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in; text-align: justify;">●</td> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;">Beginning Stock Price. As of the Valuation Date, we were a publicly traded company with an observable share price. Therefore, we utilized our publicly traded share price as of the Valuation Date as the beginning stock value. </td> </tr> </tbody> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; width: 100%;"> <tbody> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: top;"> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in; text-align: justify;"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;">●</td> <td style="font: 10pt Times New Roman, Times, Serif; padding-left: 0.25in;">Drift Rate. In determining the value of the instrument in the risk-neutral framework, risk free rates were estimated based on the applicable treasury rate for the projection period. For each simulation, the term of the risk-free rate was based on the term from the Valuation Date through the latest date on which the award could vest (i.e., two years following the Performance Period End Date). Please note that, for the purposes of calculating the service period associated with the Subject Interest, our cost of equity was utilized as the drift rate.</td> </tr> </tbody> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; width: 100%;"> <tbody> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: top;"> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in; text-align: justify;"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;">●</td> <td style="font: 10pt Times New Roman, Times, Serif; padding-left: 0.25in;">Volatility. The total equity volatility (standard deviation) was based on a total equity volatility analysis.</td> </tr> </tbody> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; width: 100%;"> <tbody> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: top;"> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in; text-align: justify;"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;">●</td> <td style="font: 10pt Times New Roman, Times, Serif; padding-left: 0.25in;">Period. The period was measured as the number of years from the Valuation Date through the latest date on which the award could vest.</td> </tr> </tbody> </table>   <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; width: 100%;"> <tbody> <tr style="font: 10pt Times New Roman, Times, Serif; vertical-align: top;"> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in; text-align: justify;"> </td> <td style="font: 10pt Times New Roman, Times, Serif; width: 24px; padding-left: 0.25in;">●</td> <td style="font: 10pt Times New Roman, Times, Serif; padding-left: 0.25in;">Dividends. We have not historically paid dividends nor do we expect to pay dividends going forward. As such, no dividends were considered in our analysis.</td> </tr> </tbody> </table>
 2. Consideration of the Performance-Vesting Schedule. As previously discussed, our publicly traded common share price must equal or exceed the Stock Price Hurdle amount of $3.15 over a 3-consecutive-trading-day rolling period on or before the Performance Period End Date. If such performance condition is achieved, 1/3 of the award shall vest on the Hurdle Achievement Date, 1/3 of the award shall vest one year following the Hurdle Achievement Date, and 1/3 of the award shall vest two years following the Hurdle Achievement Date.   3. Performance-Based RSU Value Conclusion. The proceeds from the vesting of common shares were then discounted to the Valuation Date using the applicable risk-free rate, which is consistent with the assumption utilized to project stock prices in our Monte Carlo simulation. For the purpose of calculating the weighted service period associated with the Subject Interest, a separate simulation was performed using our cost of equity as the drift rate. The service period was then determined based on the median Hurdle Achievement Date. 10033333 2165958 P4Y P10Y A summary of stock option activity is presented below (in thousands, except per share and contractual life data).   <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; border-collapse: collapse; width: 100%; height: 184px;"> <tbody> <tr style="vertical-align: bottom; height: 16px;"> <td style="height: 16px;"> </td> <td style="height: 16px;"> </td> <td colspan="2" style="height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="height: 16px;"> </td> <td colspan="2" style="height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="font-weight: bold; height: 16px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 16px;">Weighted</td> <td style="font-weight: bold; height: 16px;"> </td> <td style="font-weight: bold; height: 16px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 16px;">Average</td> <td style="font-weight: bold; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="height: 17px;"><span style="font-*

family: 'times new roman', times; font-size: 10pt; line-height: inherit;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td colspan="2" style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td style="font-weight: bold; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px;">Average</td> <td style="font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px;">Remaining</td> <td style="font-weight: bold; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="height: 17px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td colspan="2" style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td style="font-weight: bold; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px;">Exercise</td> <td style="font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px;">Contractual</td> <td style="font-weight: bold; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="height: 16px;"> </td> <td style="font-weight: bold; height: 16px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 16px;">Number of</td> <td style="font-weight: bold; height: 16px;"> </td> <td style="font-weight: bold; height: 16px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 16px;">Price</td> <td style="font-weight: bold; height: 16px;"> </td> <td style="font-weight: bold; height: 16px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 16px;">Life</td> <td style="font-weight: bold; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Shares</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Per Share</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">(in Years)</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="width: 58%; height: 16px;">Options outstanding as of December 31, 2023</td> <td style="width: 1%; height: 16px;"> </td> <td style="width: 1%; text-align: left; height: 16px;"> </td> <td id="xdx_985_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber_iS_pn3n3_uShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zhXfr3NEUDK9" style="width: 11%; text-align: right; height: 16px;">6,091</td> <td style="width: 1%; text-align: left; height: 16px;"> </td> <td style="width: 1%; height: 16px;"> </td> <td style="width: 1%; text-align: left; height: 16px;">$</td> <td id="xdx_984_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice_iS_pip0_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zmy9IoSuw1fk" style="width: 11%; text-align: right; height: 16px;">2.60</td> <td style="width: 1%; text-align: left; height: 16px;"> </td> <td style="width: 1%; height: 16px;"> </td> <td style="width: 1%; text-align: left; height: 16px;"> </td> <td style="width: 11%; text-align: right; height: 16px;">6.96 </td> <td style="width: 1%; text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 16px;"> <td style="height: 16px;">Granted</td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td id="xdx_989_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross_pn3n3_uShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zEZddkWA2X2a" style="text-align: right; height: 16px;">1,093</td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;">$</td> <td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice_pip0_uUSDPShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zqXXkM9I9iFc" style="text-align: right; height: 16px;">1.57</td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td style="text-align: right; height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 17px;"> <td style="height: 17px;">Exercised</td> <td style="height: 17px;"> </td> <td style="text-align: left; height: 17px;"> </td> <td id="xdx_98B_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardNonOptionEquityInstrumentsExercised_iN_pn3n3_di_uShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zmUOElTHjNo2" style="text-align: right; height: 17px;">-</td> <td style="text-align: left; height: 17px;"> </td> <td style="height: 17px;"> </td> <td style="text-align: left; height: 17px;">$</td> <td id="xdx_98F_eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice_pip0_uUSDPShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zkQfAUnjCMb7" style="text-align: right; height: 17px;">-</td> <td style="text-align: left; height: 17px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; text-align: left; height: 17px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; text-align: right; height: 17px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; text-align: left; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 10px;"> <td style="text-align: left; padding-bottom: 1pt; height: 10px;">Forfeited or expired</td> <td style="padding-bottom: 1pt; height: 10px;"> </td> <td style="text-align: left; height: 10px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td id="xdx_987_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresAndExpirationsInPeriod_iN_pn3n3_di_uShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zXDlAVwIwTi1" style="text-align: right; height: 10px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">(375</td> <td style="padding: 0px; text-align: left; height: 10px;">)</td> <td style="padding-bottom: 1pt; height: 10px;"> </td> <td style="text-align: left; height: 10px;">$</td> <td id="xdx_98C_eus-gaap--ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsForfeituresInPeriodWeightedAverageExercisePrice_pip0_uUSDPShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zbScaCK7o4Ne" style="text-align: right; height: 10px;">1.19</td> <td style="padding-bottom: 1pt; text-align: left; height: 10px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; padding-bottom: 1pt; height: 10px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; text-align: left; height: 10px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; text-align: right; height: 10px;"> </td> <td style="font-family: Calibri, Helvetica, sans-serif; text-align: left; height: 10px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="text-align: left; padding-bottom: 1pt; height: 16px;">Options outstanding, vested and expected to vest as of September 30, 2024</td> <td style="padding-bottom: 1pt; height: 16px;"> </td> <td style="text-align: left; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td id="xdx_98B_eus-gaap--

ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingNumber_iE_pn3n3_uShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_z1NQALHQQtj2" style="text-align: right; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">6,809</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px;"> </td> <td style="padding-bottom: 1pt; height: 16px;"> </td> <td style="text-align: left; height: 16px;">$</td> <td id="xdx_983_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice_iE_pip0_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zJqXIZeAzOf9" style="text-align: right; height: 16px;">2.52</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px;"> </td> <td style="padding-bottom: 1pt; height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td id="xdx_98B_eus-gaap--SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsVestedAndExpectedToVestOutstandingWeightedAverageRemainingContractualTerm1_dxL_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zZ7OjoDBmM3d" style="text-align: right; height: 16px;">6.80</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 10px;"> <td style="padding-bottom: 2.5pt; height: 10px;">Options exercisable as of September 30, 2024</td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;"> </td> <td id="xdx_98E_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableNumber_iE_pn3n3_uShares_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_z1qqTBFStig6" style="text-align: right; height: 10px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">4,660</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 10px;"> </td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td id="xdx_98D_eus-gaap--ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsExercisableWeightedAverageExercisePrice_iE_pip0_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zSTILZ2caFQ9" style="text-align: right; height: 10px;">2.94</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 10px;"> </td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px;"> </td> <td id="xdx_98F_eus-gaap--ShareBasedCompensationArrangementBySharebasedPaymentAwardOptionsExercisableWeightedAverageRemainingContractualTerm1_dxL_c20240101__20240331__us-gaap--AwardTypeAxis__us-gaap--EmployeeStockOptionMember_zu3uKuPNBHq" style="text-align: right; height: 10px;">5.87</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 10px;"> </td> </tr> </tbody> </table> 6091000 2.6 P6Y11M15D 1093000 1.57 375000 1.19 6809000 2.52 P6Y9M18D 4660000 2.94 P5Y10M13D 10000.00 <p id="xdx_899_eus-gaap--ScheduleOfSharebasedCompensationRestrictedStockAndRestrictedStockUnitsActivityTableTextBlock_zLaM4qqKL5Y8" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in;">A summary of restricted stock activity and related information (in thousands, except per share data):
 <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 70%; font-family: 'times new roman'; font-size: 10pt; height: 144px;"> <tbody> <tr style="vertical-align: bottom; height: 64px;"> <td style="font-size: 10pt; height: 64px;"> </td> <td style="font: bold 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; height: 64px;"> </td> <td colspan="2" style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 64px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Number
 of Shares</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; height: 64px;"> </td> <td style="font: bold 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; height: 64px;"> </td> <td colspan="2" style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 64px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Weighted
 Average Grant
 Date Fair Value
 Per Share</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; height: 64px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="font: 10pt 'Times New Roman', Times, serif; width: 38%; text-align: justify; height: 16px; background-color: #cceeff;">Outstanding as of December 31, 2023</td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 1%; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 1%; text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 13%; text-align: right; height: 16px; background-color: #cceeff;">403</td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 1%; text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 1%; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 1%; text-align: left; height: 16px; background-color: #cceeff;">$</td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 13%; text-align: right; height: 16px; background-color: #cceeff;">0.93</td> <td style="font: 10pt 'Times New Roman', Times, serif; width: 1%; text-align: left; height: 16px; background-color: #cceeff;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: justify; height: 16px;">Granted</td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px;">292</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px;">$</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px;">1.69</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: justify; height: 16px; background-color: #cceeff;">Vested and released</td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px; background-color: #cceeff;">-</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px; background-color: #cceeff;">$</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px; background-color: #cceeff;">-</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px; background-color: #cceeff;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: justify; padding-bottom: 1pt; height: 16px;">Forfeited and canceled</td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; height: 16px;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">-</td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; text-align: left; height: 16px;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; height: 16px;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px;">-</td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 1pt; text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: justify; padding-bottom: 2.5pt; height: 16px; background-color: #cceeff;">Outstanding as of September 30, 2024</td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 2.5pt; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right; height: 16px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important; background-color: #cceeff;">695</td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 2.5pt; text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 2.5pt; height: 16px; background-color: #cceeff;"> </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 16px; background-color: #cceeff;">$</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: right;

height: 16px; background-color: #cceeff;">1.25</td> <td style="font: 10pt 'Times New Roman', Times, serif; padding-bottom: 2.5pt; text-align: left; height: 16px; background-color: #cceeff;"> </td> </tr> </tbody> </table> 403000 0.93 292000 1.69 695000 1.25 292500 3.15 3 P4Y 402500 3.15 3 P4Y <p id="xdx_89E_eus-gaap--ScheduleOfEmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsTextBlock_zaNnxRb6jjte" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in;">The following table summarizes total stock-based compensation expense for stock options and RSUs, which is included in the statements of operations (in thousands):   <table cellpadding="0" cellspacing="0" style="width: 100%; font: 10pt 'times new roman'; border-collapse: collapse; margin-left: 0.1px;"> <tbody> <tr style="vertical-align: bottom;"> <td style="font-family: Calibri, Helvetica, sans-serif; width: 47.9866%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; width: 1.00671%;"> </td> <td colspan="6" style="font-weight: bold; text-align: center; width: 24.0134%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Three Months Ended September 30,</td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;">
</td> <td colspan="6" style="padding: 0px; font-weight: bold; text-align: center; width: 14.132%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">Nine Months Ended September 30,
</td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;">
</td> </tr> <tr style="vertical-align: bottom;"> <td style="width: 47.9866%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; width: 1.00671%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; width: 11%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2024</td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; width: 1.00671%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; width: 11%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2023</td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;">
</td> <td colspan="2" style="padding-bottom: 1pt; font-weight: bold; width: 11%; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important; vertical-align: bottom;" valign="bottom">2024</td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;">
</td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;">
</td> <td colspan="2" style="padding-bottom: 1pt; font-weight: bold; width: 1.11857%; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important; vertical-align: bottom;" valign="bottom">2023</td> <td style="padding-bottom: 1pt; font-weight: bold; width: 1.00671%;">
</td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff;"> <td style="text-align: left; width: 47.9866%;">Research and development</td> <td style="width: 1.00671%;"> </td> <td style="text-align: left; width: 1%;">$</td> <td id="xdx_98A_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240331__us-gaap--IncomeStatementLocationAxis__us-gaap--ResearchAndDevelopmentExpenseMember_zGm3SrgAJ2tl" style="text-align: right; width: 10%;">275</td> <td style="text-align: left; width: 1.00671%;"> </td> <td style="width: 1.00671%;"> </td> <td id="xdx_982_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230331__us-gaap--IncomeStatementLocationAxis__us-gaap--ResearchAndDevelopmentExpenseMember_zGW18dy2fN0e" style="text-align: right; width: 10%;">277</td> <td style="text-align: left; width: 1.00671%;"> </td> <td style="text-align: left; width: 1.00671%;">
</td> <td style="text-align: left; width: 1%;">$</td> <td style="width: 10%; text-align: right;">757</td> <td style="text-align: left; width: 1.00671%;">
</td> <td style="text-align: left; width: 1.00671%;">
</td> <td style="text-align: left; width: 1.11857%;">$</td> <td style="width: 9.95526%; text-align: right;">809</td> <td style="text-align: left; width: 1.00671%;">
</td> </tr> <tr style="vertical-align: bottom; background-color: white;"> <td style="text-align: left; padding-bottom: 1pt; width: 47.9866%;">General and administrative</td> <td style="padding-bottom: 1pt; width: 1.00671%;"> </td> <td style="text-align: left; width: 1%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td id="xdx_98B_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240331__us-gaap--IncomeStatementLocationAxis__us-gaap--GeneralAndAdministrativeExpenseMember_zoZGI56Ngfwa" style="text-align: right; width: 10%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">197</td> <td style="padding-bottom: 1pt; text-align: left; width: 1.00671%;"> </td> <td style="padding-bottom: 1pt; width: 1.00671%;"> </td> <td style="text-align: left; width: 1%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td id="xdx_981_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230331__us-gaap--IncomeStatementLocationAxis__us-gaap--GeneralAndAdministrativeExpenseMember_zfy42aoE8RNl" style="text-align: right; width: 10%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">234</td> <td style="padding-bottom: 1pt; text-align: left; width: 1.00671%;"> </td> <td style="padding-bottom: 1pt; text-align: left; width: 1.00671%;">
</td> <td style="padding-bottom: 1pt; text-align: left; width: 1%;">
</td> <td style="padding-bottom: 1pt; width: 10%; text-align: right;">451</td> <td style="padding-bottom: 1pt; text-align: left; width: 1.00671%;">
</td> <td style="padding-bottom: 1pt; text-align: left; width: 1.00671%;">
</td> <td style="padding-bottom: 1pt; text-align: left; width: 1.11857%;">
</td> <td style="padding-bottom: 1pt; width: 9.95526%; text-align: right;">595</td> <td style="padding-bottom: 1pt; text-align: left; width: 1.00671%;">
</td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff;"> <td style="text-align: left; padding-bottom: 2.5pt; width: 47.9866%;">Total stock-based compensation expense</td> <td style="padding-bottom: 2.5pt; width: 1.00671%;"> </td> <td style="text-align: left; width: 1%; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">$</td> <td id="xdx_98D_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20240101__20240331_zUZnl776onrc" style="text-align: right; width: 10%; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">472</td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1.00671%;"> </td> <td style="padding-bottom: 2.5pt; width: 1.00671%;"> </td> <td style="text-align: left; width: 1%; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">$</td> <td id="xdx_987_eus-gaap--AllocatedShareBasedCompensationExpense_pn3n3_c20230101__20230331_zHAmXgtNEDof" style="text-align: right; width: 10%; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">511</td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1.00671%;"> </td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1.00671%;">
</td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1%; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td style="padding: 0px; width: 10%; text-align: right; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">1,208</td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1.00671%;">
</td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1.00671%;">
</td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1.11857%; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">$</td> <td style="padding: 0px; width: 9.95526%; text-align: right; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">1,404</td> <td style="padding-bottom: 2.5pt; text-align: left; width: 1.00671%;">
</td> </tr> </tbody> </table> 275 277 757 809 197 234 451 595 472 511 1208 1404 2200000 P1Y4M24D 300000 P0Y9M18D 1092836 P10Y 1.57 P4Y 1092836 1400000 1093817 1100000 <p id="xdx_891_ecustom--ScheduleOfShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodTableTextBlock_ze33mcmY7izh" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in;">Summary of Option Grant using the Black-Scholes Option-pricing Model <table border="0" cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; width: 70%; border-collapse: collapse; height: 80px;"> <tbody> <tr style="height: 17px;"> <td style="font-family: Calibri, Helvetica, sans-serif; vertical-align: bottom; height: 17px;"> </td> <td colspan="3" style="font-weight: bold; vertical-align: middle; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Nine Months Ended September 30,</td> </tr> <tr style="height: 17px;"> <td style="vertical-align: middle; width: 37%; height: 17px;"> </td> <td style="font-weight: bold; vertical-align: middle; text-align: center; width: 16%; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2024</td> <td style="font-family: Calibri, Helvetica, sans-serif; vertical-align: bottom; text-align: center; width: 1%; height: 17px;"> </td> <td style="font-weight: bold; vertical-align: middle; text-align: center; width: 16%; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2023</td> </tr> <tr style="vertical-align: middle; height: 16px; background-color: #cceeff;"> <td style="height: 16px; background-color: #cceeff;">Risk-free interest rate</td> <td style="text-align: center; height: 16px; background-color: #cceeff;">3.79% to 5.53%</td> <td style="text-align: center; height: 16px; background-color: #cceeff;"> </td> <td style="text-align: center; height: 16px; background-color: #cceeff;">3.99% to 4.45%</td> </tr> <tr style="vertical-align: middle; height: 10px;"> <td style="height: 10px; background-color: #fffff; margin-left: 0.1px;">Expected dividend yield</td> <td style="height: 10px; margin-left: 0.1px; text-align: center;">-%</td> <td style="height: 10px; margin-left: 0.1px; text-align: center;"> </td> <td style="height: 10px; margin-left: 0.1px; text-align: center;">-%</td> </tr> <tr style="vertical-align: middle; height: 10px; background-color: #cceeff;"> <td style="height: 10px; background-color: #cceeff;">Expected volatility</td> <td style="text-align: center; height: 10px; background-color:

#cceeff;">100%</td> <td style="text-align: center; height: 10px; background-color: #cceeff;"> </td> <td style="text-align: center; height: 10px; background-color: #cceeff;">100%</td> </tr> <tr style="vertical-align: middle; height: 10px;"> <td style="height: 10px;">Expected term</td> <td style="text-align: center; height: 10px;"> 5.04 to 6.08 years</td> <td style="text-align: center; height: 10px;"> </td> <td style="text-align: center; height: 10px;">4.00 to 6.20 years</td> </tr> </tbody> </table> 0.0379 0.0553 0.0399 0.0445 1 1 P5Y14D P6Y29D P4Y P6Y2M12D 200000 3.15 3 P4Y 100000 20000000 20000000 61000000 46000000 1.09 P2Y P10Y 0 292500 3.15 3 P4Y 126000000 0 197000000 0 <table cellpadding="0" cellspacing="0" style="height: 134px; width: 99.833%; color: #000000; font-size: 10pt; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: start; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; border-collapse: collapse; font-family: 'times new roman'; margin-left: 0.1px;"> <tbody> <tr style="height: 23px;"> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 23px;">
</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 23px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">Nine Months Ended September 30,</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center;">
 </td> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 23px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">Nine Months Ended September 30,</td> </tr> <tr style="height: 16px;"> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px; width: 75%;">
</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px; width: 12%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">2024</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; width: 1%;">
</td> <td style="font: bold 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px; width: 12%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">2023</td> </tr> <tr style="height: 15px; background-color: #cceeff;"> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: left; height: 15px; background-color: #cceeff;">RSUs Granted</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; height: 15px; background-color: #cceeff;">292,500</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; background-color: #cceeff;">
</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; height: 15px; background-color: #cceeff;">402,500</td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: left;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">Valuation date stock price</td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: center;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">$1.81</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center;">
</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px;">$0.93</td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: left; background-color: #cceeff;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">Risk-free interest rate</td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: center; background-color: #cceeff;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">4.53% </td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; background-color: #cceeff;">
</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px; background-color: #cceeff;">4.13%</td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: left;"><span style="color: #000000; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; font-family: 'times new roman', times; font-size: 13.3333px; float: none; display: inline !important; line-height: inherit;">Expected dividend yield</td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: center;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">0%</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center;">
</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px;">0%</td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: left; background-color: #cceeff;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">Expected volatility</td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: center; background-color: #cceeff;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">100%</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; background-color: #cceeff;">
</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px; background-color: #cceeff;">100%</td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: left;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">Simulation term</td> <td style="font: 10pt 'Times New Roman', Times, serif; height: 16px; text-align: center;"><span style="color: #000000; font-family: 'times new roman'; font-size: 13.3333px; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important; line-height: inherit;">4 Years</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center;">
</td> <td style="font: 10pt 'Times New Roman', Times, serif; text-align: center; height: 16px;">1.1 Years</td> </tr> </tbody> </table> 292500 402500 1.81 0.93 0.0453 0.0413 0 0 1 1 P4Y P1Y1M6D P4Y 252 P2Y 0 3.15 3 Note 10. Net Loss Per Share   Basic net loss per share is computed by dividing the net loss by the weighted average number of shares of common stock outstanding during the period, without consideration of potential dilutive securities. Diluted net loss per share is computed by dividing the net loss by the sum of the weighted average number of shares of common stock outstanding during the period plus the dilutive effects of potentially dilutive securities outstanding during the period. Potentially dilutive securities include common stock options, RSUs and warrants issued and outstanding.   The following table sets forth the computation of basic and diluted net loss per share (in thousands, except per share amounts):   <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; border-collapse: collapse; width: 100.019%; height: 101px; margin: 0px; text-indent: 0px;"> <tbody> <tr style="vertical-align: bottom; height: 17px;"> <td style="text-align: left; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="6" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Three Months Ended September 30,</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;">
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</td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 15px;"> <td style="height: 15px; width: 44%;">Numerator:</td> <td style="height: 15px; width: 1%;"> </td> <td style="text-align: right; height: 15px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; width: 1%;"> </td> <td style="text-align: right; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; width: 11%;">
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</td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 10px;"> <td style="text-align: left; padding-bottom: 2.5pt; height: 10px;">Net loss</td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">$</td> <td id="xdx_98D_eus-gaap--NetIncomeLoss_pn3n3_c20240101__20240331_zd4j2pvyCeb" style="text-align: right; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">(6,041</td> <td style="padding: 0px 0px 1px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">)</td> <td style="padding-bottom: 2.5pt; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px;"> </td> <td style="text-align: left; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">$</td> <td id="xdx_981_eus-gaap--NetIncomeLoss_pn3n3_c20230101__20230331_zXk6Uj8yoN16" style="text-align: right; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">(6,782</td> <td style="padding: 0px 0px 1px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">)</td> <td style="padding: 0px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">
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</td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 16px;"> <td style="text-align: left; padding-bottom: 2.5pt; height: 16px;">Weighted average common shares outstanding - basic and diluted</td> <td style="padding-bottom: 2.5pt; height: 16px;"> </td> <td style="text-align: left; height: 16px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;"> </td> <td id="xdx_98C_eus-gaap--WeightedAverageNumberOfSharesOutstandingBasic_pn3n3_uShares_c20240101__20240331_zQzWmRJTb1af" style="text-align: right; height: 16px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">55,247</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 16px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px;"> </td> <td style="padding-bottom: 2.5pt; height: 16px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px;"> </td> <td style="text-align: left; height: 16px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;"> </td> <td id="xdx_983_eus-gaap--WeightedAverageNumberOfSharesOutstandingBasic_pn3n3_uShares_c20230101__20230331_zznCRfyiFo0b" style="text-align: right; height: 16px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">50,837</td> <td style="padding: 0px; text-align: left; height: 16px; margin: 0px; text-indent: 0px;"> </td> <td style="padding: 0px; text-align: left; height: 16px; margin: 0px; text-indent: 0px;">
</td> <td style="padding: 0px; text-align: left; height: 16px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">
</td> <td style="padding: 0px; text-align: right; vertical-align: bottom; height: 16px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;" valign="bottom">54,161</td> <td style="padding: 0px; text-align: left; vertical-align: bottom; height: 16px; margin: 0px; text-indent: 0px;" valign="bottom">
</td> <td style="padding: 0px; text-align: left; vertical-align: bottom; height: 16px; margin: 0px; text-indent: 0px;" valign="bottom">
</td> <td style="padding: 0px; text-align: left; vertical-align: bottom; height: 16px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;" valign="bottom">
</td> <td style="padding: 0px; text-align: right; vertical-align: bottom; height: 16px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;" valign="bottom">50,757</td> <td style="padding: 0px; text-align: left; height: 16px; margin: 0px; text-indent: 0px;">
</td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 10px;"> <td style="text-align: left; padding-bottom: 2.5pt; height: 10px;">Net loss per common share, basic and diluted</td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">$</td> <td id="xdx_986_eus-gaap--EarningsPerShareBasic_iN_pid_di_uUSDPShares_c20240101__20240331_zJp5YWbL2yNh" style="text-align: right; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">(0.11</td> <td style="padding: 0px 0px 1.5px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">)</td> <td style="padding-bottom: 2.5pt; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px;"> </td> <td style="text-align: left; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">$</td> <td id="xdx_98B_eus-gaap--EarningsPerShareBasic_iN_pid_di_uUSDPShares_c20230101__20230331_zhlJu4xV41ge" style="text-align: right; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">(0.13</td> <td style="padding: 0px 0px 1.5px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">)</td> <td style="padding: 0px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">
</td> <td style="padding: 0px; text-align: left; height: 10px; margin: 0px; text-indent: 0px; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">$</td> <td style="padding: 0px; text-align: right; vertical-align: bottom; height: 10px; margin: 0px; text-indent: 0px; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;" valign="bottom">(0.32</td> <td style="padding: 0px 0px 1.5px; text-align: left; vertical-align: bottom; height: 10px; margin: 0px; text-indent: 0px;" valign="bottom">)</td> <td style="padding: 0px; text-align: left; vertical-align: bottom; height: 10px; margin: 0px; text-indent: 0px;" valign="bottom">
</td> <td style="padding: 0px; text-align: left; vertical-align: bottom; height: 10px; margin: 0px; text-indent: 0px; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;" valign="bottom"><span style="font-family: 'times new roman', times; line-height: inherit;">$</td> <td style="padding: 0px; text-align: right; vertical-align: bottom; height: 10px; margin: 0px; text-indent: 0px; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;" valign="bottom">(0.39</td> <td style="padding: 0px 0px 1.5px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">)</td> </tr> </tbody> </table>   Since the Company was in a loss position for all periods presented, basic net loss per share is the same as diluted net loss per share for all periods presented, as the inclusion of all potential common stock equivalents outstanding would have been antidilutive.   <p id="xdx_894_eus-gaap--ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock_z81yFxC3qj5j" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 1pt 0pt 0; text-indent: 0.25in;">During the periods ended September 30, 2024 and 2023, the following common stock equivalents were excluded from the computation of diluted net loss per share because including them would have been antidilutive (in thousands).   <table cellpadding="0" cellspacing="0" style="width: 100%; font: 10pt 'times new roman'; border-collapse: collapse; margin: 0px; height: 92px; text-indent: 0px;"> <tbody> <tr style="vertical-align: bottom; height: 17px;"> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;">
</td> <td colspan="5" style="padding-bottom: 1pt; font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;"><span style="color: #000000; font-family: 'Times New Roman', Times, serif; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: bold; letter-spacing: normal; orphans: 2; text-align: center; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; display: inline !important; float: none;">September 30,</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;">
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17px;"> <td style="height: 17px;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;">
</td> <td colspan="2" style="padding-bottom: 1pt; font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">2024</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;">
</td> <td colspan="2" style="padding-bottom: 1pt; font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">2023</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;">
</td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="text-align: left; width: 73%; height: 16px; background-color: #cceeff;">Stock options issued and outstanding</td> <td style="text-align: left; width: 1%; height: 16px; background-color: #cceeff;">
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</td> <td style="text-align: right; width: 11%; height: 16px; background-color: #cceeff;">6,809</td> <td style="text-align: right; width: 1%; height: 16px; background-color: #cceeff;">
</td> <td style="text-align: right; width: 1%; height: 16px; background-color: #cceeff;">
</td> <td style="text-align: right; width: 11%; height: 16px; background-color: #cceeff;">6,043</td> <td style="text-align: left; width: 1%; height: 16px; background-color: #cceeff;">
</td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="text-align: left; height: 16px;">Unvested restricted stock units issued and outstanding</td> <td style="text-align: left; height: 16px;">
</td> <td style="text-align: left; height: 16px;">
</td> <td style="text-align: right; height: 16px;">695</td> <td style="text-align: right; height: 16px;">
</td> <td style="text-align: right; height: 16px;">
</td> <td style="text-align: right; height: 16px;">403</td> <td style="text-align: left; height: 16px;">
</td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="text-align: left; padding-bottom: 1pt; height: 16px; background-color: #cceeff;">Warrants to purchase common stock</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px; background-color: #cceeff;">
</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important; background-color: #cceeff;">
</td> <td style="padding-bottom: 1pt; text-align: right; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important; background-color: #cceeff;">9,912</td> <td style="padding-bottom: 1pt; text-align: right; height: 16px; background-color: #cceeff;">
</td> <td style="padding-bottom: 1pt; text-align: right; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important; background-color: #cceeff;">
</td> <td style="padding-bottom: 1pt; text-align: right; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important; background-color: #cceeff;">10,311</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px; background-color: #cceeff;">
</td> </tr> <tr style="vertical-align: bottom; height: 10px;"> <td style="padding: 0px; height: 10px; margin: 0px; text-indent: 0px;">Total</td> <td style="padding: 0px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">
</td> <td style="padding: 0px; text-align: left; height: 10px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">
</td> <td style="padding: 0px; text-align: right; height: 10px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">17,416</td> <td style="padding: 0px; text-align: right; height: 10px; margin: 0px; text-indent: 0px;">
</td> <td style="padding: 0px; text-align: right; height: 10px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">
</td> <td style="padding: 0px; text-align: right; height: 10px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">16,757</td> <td style="padding: 0px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">   </td> </tr> </tbody> </table> The following table sets forth the computation of basic and diluted net loss per share (in thousands, except per share amounts):   <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; border-collapse: collapse; width: 100.019%; height: 101px; margin: 0px; text-indent: 0px;"> <tbody> <tr style="vertical-align: bottom; height: 17px;"> <td style="text-align: left; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="6" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Three Months Ended September 30,</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;">
</td> <td colspan="6" style="padding: 0px; font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">Nine Months Ended September 30,</td> <td style="padding: 0px; font-weight: bold; height: 17px;">
</td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2024</td> <td style="font-weight: bold; padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2023</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;">
</td> <td colspan="2" style="padding: 0px; font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">2024</td> <td style="padding: 0px; font-weight: bold; height: 17px;">
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</td> <td colspan="2" style="padding: 0px; font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">2023</td> <td style="padding: 0px; font-weight: bold; height: 17px;">
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</td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 10px;"> <td style="text-align: left; padding-bottom: 2.5pt; height: 10px;">Net loss</td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">$</td> <td id="xdx_98D_eus-gaap--NetIncomeLoss_pn3n3_c20240101__20240331_zd4j2pvyCeb" style="text-align: right; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">(6,041</td> <td style="padding: 0px 0px 1px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">)</td> <td style="padding-bottom: 2.5pt; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px;"> </td> <td style="text-align: left; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">$</td> <td id="xdx_981_eus-gaap--NetIncomeLoss_pn3n3_c20230101__20230331_zXk6Uj8yoN16" style="text-align: right; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">(6,782</td> <td style="padding: 0px 0px 1px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">)</td> <td style="padding: 0px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">
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style="text-align: left; height: 16px; padding: 0px; margin: 0px; text-indent: 0px;">
</td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 16px;"> <td style="text-align: left; padding-bottom: 2.5pt; height: 16px;">Weighted average common shares outstanding - basic and diluted</td> <td style="padding-bottom: 2.5pt; height: 16px;"> </td> <td style="text-align: left; height: 16px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;"> </td> <td id="xdx_98C_eus-gaap--WeightedAverageNumberOfSharesOutstandingBasic_pn3n3_uShares_c20240101__20240331_zQzWmRJTb1af" style="text-align: right; height: 16px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">55,247</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 16px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px;"> </td> <td style="padding-bottom: 2.5pt; height: 16px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px;"> </td> <td style="text-align: left; height: 16px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;"> </td> <td id="xdx_983_eus-gaap--WeightedAverageNumberOfSharesOutstandingBasic_pn3n3_uShares_c20230101__20230331_zznCRfyiFo0b" style="text-align: right; height: 16px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">50,837</td> <td style="padding: 0px; text-align: left; height: 16px; margin: 0px; text-indent: 0px;"> </td> <td style="padding: 0px; text-align: left; height: 16px; margin: 0px; text-indent: 0px;">
</td> <td style="padding: 0px; text-align: left; height: 16px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">
</td> <td style="padding: 0px; text-align: right; vertical-align: bottom; height: 16px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;" valign="bottom">54,161</td> <td style="padding: 0px; text-align: left; vertical-align: bottom; height: 16px; margin: 0px; text-indent: 0px;" valign="bottom">
</td> <td style="padding: 0px; text-align: left; vertical-align: bottom; height: 16px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;" valign="bottom">
</td> <td style="padding: 0px; text-align: right; vertical-align: bottom; height: 16px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;" valign="bottom">50,757</td> <td style="padding: 0px; text-align: left; height: 16px; margin: 0px; text-indent: 0px;">
</td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 10px;"> <td style="text-align: left; padding-bottom: 2.5pt; height: 10px;">Net loss per common share, basic and diluted</td> <td style="padding-bottom: 2.5pt; height: 10px;"> </td> <td style="text-align: left; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">$</td> <td id="xdx_986_eus-gaap--EarningsPerShareBasic_iN_pid_di_uUSDPShares_c20240101__20240331_zJp5YWbL2yNh" style="text-align: right; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">(0.11</td> <td style="padding: 0px 0px 1.5px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">)</td> <td style="padding-bottom: 2.5pt; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px;"> </td> <td style="text-align: left; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">$</td> <td id="xdx_98B_eus-gaap--EarningsPerShareBasic_iN_pid_di_uUSDPShares_c20230101__20230331_zhlJu4xV41ge" style="text-align: right; height: 10px; padding-left: 0px; padding-right: 0px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important;">(0.13</td> <td style="padding: 0px 0px 1.5px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">)</td> <td style="padding: 0px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">
</td> <td style="padding: 0px; text-align: left; height: 10px; margin: 0px; text-indent: 0px; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">$</td> <td style="padding: 0px; text-align: right; vertical-align: bottom; height: 10px; margin: 0px; text-indent: 0px; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;" valign="bottom">(0.32</td> <td style="padding: 0px 0px 1.5px; text-align: left; vertical-align: bottom; height: 10px; margin: 0px; text-indent: 0px;" valign="bottom">)</td> <td style="padding: 0px; text-align: left; vertical-align: bottom; height: 10px; margin: 0px; text-indent: 0px;" valign="bottom">
</td> <td style="padding: 0px; text-align: left; vertical-align: bottom; height: 10px; margin: 0px; text-indent: 0px; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;" valign="bottom"><span style="font-family: 'times new roman', times; line-height: inherit;">$</td> <td style="padding: 0px; text-align: right; vertical-align: bottom; height: 10px; margin: 0px; text-indent: 0px; border-top-width: 1pt; border-top-style: solid; border-top-color: #000000 !important; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;" valign="bottom">(0.39</td> <td style="padding: 0px 0px 1.5px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">)</td> </tr> </tbody> </table> -6041000 -6782000 -17436000 -19626000 55247000 55247000 50837000 50837000 54161000 54161000 50757000 50757000 -0.11 -0.11 -0.13 -0.13 -0.32 -0.32 -0.39 -0.39 <p id="xdx_894_eus-gaap--ScheduleOfAntidilutiveSecuritiesExcludedFromComputationOfEarningsPerShareTextBlock_z81yFxC3qj5j" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 1pt 0pt 0; text-indent: 0.25in;">During the periods ended September 30, 2024 and 2023, the following common stock equivalents were excluded from the computation of diluted net loss per share because including them would have been antidilutive (in thousands).   <table cellpadding="0" cellspacing="0" style="width: 100%; font: 10pt 'times new roman'; border-collapse: collapse; margin: 0px; height: 92px; text-indent: 0px;"> <tbody> <tr style="vertical-align: bottom; height: 17px;"> <td style="font-family: Calibri, Helvetica, sans-serif; height: 17px;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;">
</td> <td colspan="5" style="padding-bottom: 1pt; font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;"><span style="color: #000000; font-family: 'Times New Roman', Times, serif; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: bold; letter-spacing: normal; orphans: 2; text-align: center; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; display: inline !important; float: none;">September 30,</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;">
</td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="height: 17px;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;">
</td> <td colspan="2" style="padding-bottom: 1pt; font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">2024</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;">
</td> <td colspan="2" style="padding-bottom: 1pt; font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">2023</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;">
</td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="text-align: left; width: 73%; height: 16px; background-color: #cceeff;">Stock options issued and outstanding</td> <td style="text-align: left; width: 1%; height: 16px; background-color: #cceeff;">
</td> <td style="text-align: left; width: 1%; height: 16px; background-color: #cceeff;">
</td> <td style="text-align: right; width: 11%; height: 16px; background-color: #cceeff;">6,809</td> <td style="text-align: right; width: 1%; height: 16px; background-color: #cceeff;">
</td> <td style="text-align: right; width: 1%; height: 16px; background-color: #cceeff;">
</td> <td style="text-align: right; width: 11%; height: 16px; background-color: #cceeff;">6,043</td> <td style="text-align: left; width: 1%; height: 16px; background-color: #cceeff;">
</td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="text-align: left; height: 16px;">Unvested restricted stock units issued and outstanding</td> <td style="text-align: left; height: 16px;">
</td> <td style="text-align: left; height: 16px;">
</td> <td style="text-align: right; height: 16px;">695</td> <td style="text-align: right; height: 16px;">
</td> <td style="text-align: right; height: 16px;">
</td> <td style="text-align: right; height: 16px;">403</td> <td style="text-align: left; height: 16px;">
</td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="text-align: left; padding-bottom: 1pt; height: 16px; background-color: #cceeff;">Warrants to purchase common stock</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px; background-color: #cceeff;">
</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important; background-color: #cceeff;">
</td> <td style="padding-bottom: 1pt; text-align: right; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important; background-color: #cceeff;">9,912</td> <td style="padding-bottom: 1pt; text-align: right; height: 16px; background-color: #cceeff;">
</td> <td style="padding-bottom: 1pt; text-align: right; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important; background-color: #cceeff;">
</td> <td style="padding-bottom: 1pt; text-align: right; height: 16px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important; background-color: #cceeff;">10,311</td> <td style="padding-bottom: 1pt; text-align: left; height: 16px; background-color: #cceeff;">
</td> </tr> <tr style="vertical-align: bottom; height: 10px;"> <td style="padding: 0px; height: 10px; margin: 0px; text-indent: 0px;">Total</td> <td style="padding: 0px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">
</td> <td style="padding: 0px; text-align: left; height: 10px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">
</td> <td style="padding: 0px; text-align: right; height: 10px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">17,416</td> <td style="padding: 0px; text-align: right; height: 10px; margin: 0px; text-indent: 0px;">
</td> <td style="padding: 0px; text-align: right; height: 10px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">
</td> <td style="padding: 0px; text-align: right; height: 10px; margin: 0px; text-indent: 0px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: #000000 !important;">16,757</td> <td style="padding: 0px; text-align: left; height: 10px; margin: 0px; text-indent: 0px;">   </td> </tr> </tbody> </table> 6809 6043 695 403 9912 10311 17416 16757 Note 11. Right-of-use Assets and Operating Lease Liabilities   We lease certain office, laboratory, research and development space for our use. Leases with an initial term of 12 months or less are not recorded on the balance sheet. Lease costs are recognized in the income statement over the lease term on a straight-line basis. Depreciation is computed using the straight-line method over the estimated useful life of the respective assets. The depreciable life of assets and leasehold improvements are limited by the expected lease term. Our lease agreements do not contain any material residual value guarantees or restrictive covenants. As most of our leases do not provide an implicit rate, we used our estimated incremental borrowing rate based on the information available at commencement date in determining the present value of lease payments.   On November 21, 2022, Vivani entered into a

triple net lease agreement for a single building with 43,645 square feet of space in Alameda, California. The stated term of the lease commenced on June 1, 2023 and terminates on September 30, 2033, ten years and four months. The lease term is based on the non-cancellable period in the lease agreement. There are two options to extend the lease, each for a term of five years; however, the extension options were not included in the measurement of the ROU asset and lease liability since it is not reasonably certain that the Company will exercise such extension options. Payments increase annually from $2,676,311 to $3,596,784, or 124 monthly payments less the first four which are abated, totaling approximately $31.0 million. Vivani is responsible for insurance, property taxes and common area maintenance charges. Vivani deposited $1.3 million to guarantee a letter of credit to secure the lease and this amount is recorded as restricted cash, long-term on the balance sheets as of September 30, 2024 and December 31, 2023. The lease in Emeryville, California expired on September 30, 2023.   On February 1, 2023, we entered into a lease agreement, effective March 1, 2023, to sublease office space to replace Cortigent's headquarters. Our rental payments amount to $22,158 per month plus operating expenses, to lease 14,823 square feet of office space at 27200 Tourney Road, Valencia, California 91355. The sublease has a term of two years and two months. We also entered into a lease for storage space on January 25, 2023, in the same building at a cost of $6,775 per month for a term of two years and one month.</p> <div> </div> <p style="font: 10pt / 1.2 'Times New Roman', Times, serif; margin: 0px; text-indent: 0px;"> </p> <p id="xdx_891_eus-gaap--OperatingLeaseLeaseIncomeTableTextBlock_zZnHDjUzL4C4" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in;">The following table summarizes supplemental balance sheet information related to the Company's operating leases (in thousands):</p> <p style="font: 10pt 'Times New Roman', Times, serif; margin: 0px; text-indent: 0px;"> </p> <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; border-collapse: collapse; width: 100%; height: 107px;"> <tbody> <tr style="vertical-align: bottom; height: 10px;"> <td style="font-weight: bold; height: 10px; width: 30.2881%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 10px; width: 0.987654%;"> </td> <td style="font-weight: bold; height: 10px; width: 38.3539%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 10px; width: 0.987654%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 10px; width: 13%;">September 30,</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px; width: 0.987654%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 10px; width: 0.987654%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 10px; width: 13%;">December 31,</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px; width: 0.987654%;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="font-weight: bold; height: 17px; width: 30.2881%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 0.987654%;"> </td> <td style="font-weight: bold; height: 17px; width: 38.3539%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Balance Sheet Classification</td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 0.987654%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; width: 13%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2024</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px; width: 0.987654%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 0.987654%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; width: 13%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2023</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px; width: 0.987654%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="text-decoration: underline; font-weight: bold; height: 16px; width: 30.2881%;">Assets</td> <td style="font-weight: bold; height: 16px; width: 0.987654%;"> </td> <td style="font-weight: bold; height: 16px; width: 38.3539%;"> </td> <td style="font-weight: bold; height: 16px; width: 0.987654%;"> </td> <td style="font-weight: bold; text-align: left; height: 16px; width: 1%;"> </td> <td style="font-weight: bold; text-align: right; height: 16px; width: 12%;"> </td> <td style="font-weight: bold; text-align: left; height: 16px; width: 0.987654%;"> </td> <td style="font-weight: bold; height: 16px; width: 0.987654%;"> </td> <td style="font-weight: bold; text-align: left; height: 16px; width: 1%;"> </td> <td style="font-weight: bold; text-align: right; height: 16px; width: 12%;"> </td> <td style="font-weight: bold; text-align: left; height: 16px; width: 0.987654%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 16px;"> <td style="text-align: left; padding-left: 9px; height: 16px; width: 30.2881%;">Non-current assets</td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 38.3539%;">Right-of-use assets</td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td id="xdx_98F_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3n3_c20240331_z6EtHRdcHU6l" style="text-align: right; height: 16px; width: 12%;">18,383</td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td id="xdx_98C_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3n3_c20231231_zSf6YQxn4ET6" style="text-align: right; height: 16px; width: 12%;">19,616</td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="text-decoration: underline; font-weight: bold; height: 16px; width: 30.2881%;">Liabilities</td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="height: 16px; width: 38.3539%;"> </td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;"> </td> <td style="text-align: right; height: 16px; width: 12%;"> </td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;"> </td> <td style="text-align: right; height: 16px; width: 12%;"> </td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 16px;"> <td style="text-align: left; padding-left: 9px; height: 16px; width: 30.2881%;">Current</td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 38.3539%;">Current operating lease liabilities</td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td id="xdx_987_eus-gaap--OperatingLeaseLiabilityCurrent_iI_pn3n3_c20240331_z39pTHmNWE2l" style="text-align: right; height: 16px; width: 12%;">1,385</td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td id="xdx_989_eus-gaap--OperatingLeaseLiabilityCurrent_iI_pn3n3_c20231231_zMB2Yzqi3io8" style="text-align: right; height: 16px; width: 12%;">1,383</td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="text-align: left; padding-left: 9px; height: 16px; width: 30.2881%;">Long-term</td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 38.3539%;">Long-term operating lease liabilities</td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td id="xdx_988_eus-gaap--LiabilitiesOtherThanLongtermDebtNoncurrent_iI_pn3n3_c20240331_z1qCtPBxeHDg" style="text-align: right; height: 16px; width: 12%;">18,294</td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td id="xdx_98A_eus-gaap--LiabilitiesOtherThanLongtermDebtNoncurrent_iI_pn3n3_c20231231_zO0aYez7vwif" style="text-align: right; height: 16px; width: 12%;">19,313</td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> </tr> </tbody> </table>   Operating lease cost was $0.8 million and $1.1 million during the three months ended September 30, 2024 and 2023, respectively, and $2.5 million and $1.9 million during the nine months ended September 30, 2024 and 2023, respectively.
 Variable lease cost, comprising primarily of common area maintenance charges and taxes, for the operating lease was $0.1 million and $0.4 million during the three months ended September 30, 2024 and 2023, respectively, and $0.3 million and $0.6 million during the nine months ended September 30, 2024 and 2023, respectively.

The following table summarizes a maturity analysis of our lease liabilities showing the aggregate lease payments as of September 30, 2024 (in thousands except weighted average data):   <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; border-collapse: collapse; width: 90%; height: 208px;"> <tbody> <tr style="vertical-align: bottom; height: 17px;"> <td style="font-weight: bold; text-align: left; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Year Ending December 31,</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Amount</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="text-align: left; height: 16px; width: 74%; background-color: #cceeff;">2024</td> <td style="text-align: left; height: 16px; width: 1%; background-color: #cceeff;"> </td> <td style="height: 16px; width: 1%; background-color: #cceeff;"> </td> <td style="text-align: left; height: 16px; width: 1%; background-color: #cceeff;">$</td> <td id="xdx_98C_ecustom--LesseeDiscountedOperatingLeaseLiabilityPaymentsDueYearThree_pn3n3_c20240101__20240331_zUgBGb7v9bBc" style="text-align: right; height: 16px; width: 12%; background-color: #cceeff;">775</td> <td style="text-align: left; height: 16px; width: 1%; background-color: #cceeff;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="text-align: left; height: 16px;">2025</td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td id="xdx_98B_ecustom--LesseeDiscountedOperatingLeaseLiabilityPaymentsDueYearFour_pn3n3_c20240101__20240331_z2hEPHLrARB9" style="text-align: right; height: 16px;">2,914</td> <td style="text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="text-align: left; height: 16px; background-color: #cceeff;">2026</td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="height: 16px; background-color: #cceeff;"> </td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> <td id="xdx_985_ecustom--LesseeDiscountedOperatingLeaseLiabilityPaymentsDueYearFive_pn3n3_c20240101__20240331_zDkIZ1k6BBK2" style="text-align: right; height: 16px; background-color: #cceeff;">2,889</td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="text-align: left; height: 16px;">2027</td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td id="xdx_98D_ecustom--LesseeDiscountedOperatingLeaseLiabilityPaymentsDueYearSix_pn3n3_c20240101__20240331_ztcqd0CO1bWf" style="text-align: right; height: 16px;">2,976</td> <td style="text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="text-align: left; height: 16px; background-color: #cceeff;">2028</td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="height: 16px; background-color: #cceeff;"> </td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> <td id="xdx_989_ecustom--LesseeDiscountedOperatingLeaseLiabilityPaymentsDueYearSeven_pn3n3_c20240101__20240331_zO4JVHCDHz8k" style="text-align: right; height: 16px; background-color: #cceeff;">3,065</td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="text-align: left; height: 17px;">Thereafter</td> <td style="padding-bottom: 1pt; text-align: left; height: 17px;"> </td> <td style="padding-bottom: 1pt; height: 17px;"> </td> <td style="text-align: left; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td id="xdx_982_ecustom--LesseeDiscountedOperatingLeaseLiabilityPaymentsDueYearEight_pn3n3_c20240101__20240331_zHkieRtd65k2" style="text-align: right; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">15,862</td> <td style="padding-bottom: 1pt; text-align: left; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="text-align: left; height: 16px; background-color: #cceeff;">Total lease payments</td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="height: 16px; background-color: #cceeff;"> </td> <td style="text-align: left; height: 16px; background-color: #cceeff;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td id="xdx_989_eus-gaap--OperatingLeasePayments_pn3n3_c20240101__20240331_z3ihSRD6nr7j" style="text-align: right; height: 16px; background-color: #cceeff;">28,481</td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="text-align: left; height: 17px;">Less imputed interest</td> <td style="padding-bottom: 1pt; text-align: left; height: 17px;"> </td> <td style="padding-bottom: 1pt; height: 17px;"> </td> <td style="text-align: left; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td id="xdx_98F_eus-gaap--FinanceLeaseInterestExpense_iN_pn3n3_di_c20240101__20240331_z8lLYuxd7QR1" style="text-align: right; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">(8,802</td> <td style="padding-bottom: 0.5pt; text-align: left; height: 17px;">)</td> </tr> <tr style="vertical-align: bottom; height: 19px; background-color: #cceeff;"> <td style="text-align: left; height: 19px; background-color: #cceeff;">Total lease liabilities</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 19px; background-color: #cceeff;"> </td> <td style="padding-bottom: 2.5pt; height: 19px; background-color: #cceeff;"> </td> <td style="text-align: left; height: 19px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; background-color: #cceeff;">$</td> <td id="xdx_983_eus-gaap--LeaseCost_pn3n3_c20240101__20240331_zUQtiScwwYDf" style="text-align: right; height: 19px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; background-color: #cceeff;">19,679</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 19px; background-color: #cceeff;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="text-align: left; height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td style="text-align: right; height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 10px; background-color: #cceeff;"> <td style="text-align: left; height: 10px; background-color: #cceeff;">Weighted average discount rate </td> <td style="text-align: left; height: 10px; background-color: #cceeff;"> </td> <td style="height: 10px; background-color: #cceeff;"> </td> <td style="text-align: left; height: 10px; background-color: #cceeff;"> </td> <td id="xdx_98D_eus-gaap--OperatingLeaseWeightedAverageDiscountRatePercent_iI_pid_dp_uPure_c20240331_zMfxaixDBOb" style="text-align: right; height: 10px; background-color: #cceeff;">8.40</td> <td style="text-align: left; height: 10px; background-color: #cceeff;">%</td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="text-align: left; height: 16px;">Weighted average remaining lease term</td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td id="xdx_98B_eus-gaap--OperatingLeaseWeightedAverageRemainingLeaseTerm1_iI_dxL_c20240331_zqsLDKTFkX0h" style="text-align: right; height: 16px;">8.90 years</td> <td style="text-align: left; height: 16px;"> </td> </tr> </tbody> </table>   Other information related to leases are as follows (in thousands):   <table cellpadding="0" cellspacing="0" style="height: 53px; width: 100%; font: 10pt 'times new roman'; border-collapse: collapse; margin: 0px; text-indent: 0px;"> <tbody> <tr style="vertical-align: bottom; height: 10px;"> <td style="text-align: center; height: 10px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 10px;"> </td> <td colspan="6" style="font-weight: bold; text-align: center; height: 10px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Three Months Ended September 30,</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px;">
</td> <td colspan="6" style="padding-bottom: 1pt; font-weight: bold; height: 10px; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">Nine Months Ended September 30,</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px;">
</td> </tr> <tr style="vertical-align: bottom; height: 10px;"> <td style="height: 10px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 10px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 10px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color:

black !important;">2024</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 10px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 10px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2023</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px;">
</td> <td colspan="2" style="padding-bottom: 1pt; font-weight: bold; height: 10px; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">2024</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px; text-align: center;">
</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px; text-align: center;">
</td> <td colspan="2" style="padding-bottom: 1pt; font-weight: bold; height: 10px; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">2023</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px;">
</td> </tr> <tr id="xdx_402_ecustom--CashPaidForOperatingLeaseLiabilities_pn3n3_d0_z4wxpbeI0729" style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="text-align: left; height: 16px; width: 48%;">Cash paid for operating lease liabilities</td> <td style="height: 16px; width: 1%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td style="text-align: right; height: 16px; width: 10%;">776</td> <td style="text-align: left; height: 16px; width: 1%;"> </td> <td style="height: 16px; width: 1%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td style="text-align: right; height: 16px; width: 10%;">375</td> <td style="text-align: left; height: 16px; width: 1%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">
</td> <td style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: left; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important;">$</td> <td style="height: 16px; text-align: right; width: 10%;">2,294</td> <td style="text-align: left; height: 16px; width: 1%;">
</td> <td style="text-align: left; height: 16px; width: 1%;">
</td> <td style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: left; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 10pt; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: left; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important;">$</td> <td style="height: 16px; text-align: right; width: 10%;">1,134</td> <td style="text-align: left; height: 16px; width: 1%;">
</td> </tr> </tbody> </table> P12M 43645 The stated term of the lease commenced on June 1, 2023 and terminates on September 30, 2033, ten years and four months. The lease term is based on the non-cancellable period in the lease agreement. There are two options to extend the lease, each for a term of five years; however, the extension options were not included in the measurement of the ROU asset and lease liability since it is not reasonably certain that the Company will exercise such extension options. Payments increase annually from $2,676,311 to $3,596,784, or 124 monthly payments less the first four which are abated, totaling approximately $31.0 million. Vivani is responsible for insurance, property taxes and common area maintenance charges. Vivani deposited $1.3 million to guarantee a letter of credit to secure the lease and this amount is recorded as restricted cash, long-term on the balance sheets as of September 30, 2024 and December 31, 2023. 2023-03-01 22158 lease 14,823 square feet of office space at 27200 Tourney Road, Valencia, California 91355. The sublease has a term of two years and two months. We also entered into a lease for storage space on January 25, 2023, in the same building at a cost of $6,775 per month for a term of two years and one month. The sublease has a term of two years and two months. We also entered into a lease for storage space on January 25, 2023, in the same building at a cost of $6,775 per month for a term of two years and one month. <p id="xdx_891_eus-gaap--OperatingLeaseLeaseIncomeTableTextBlock_zZnHDjUzL4C4" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in;">The following table summarizes supplemental balance sheet information related to the Company's operating leases (in thousands):</p> <p style="font: 10pt 'Times New Roman', Times, serif; margin: 0px; text-indent: 0px;"> </p> <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; border-collapse: collapse; width: 100%; height: 107px;"> <tbody> <tr style="vertical-align: bottom; height: 10px;"> <td style="font-weight: bold; height: 10px; width: 30.2881%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 10px; width: 0.987654%;"> </td> <td style="font-weight: bold; height: 10px; width: 38.3539%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 10px; width: 0.987654%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 10px; width: 13%;">September 30,</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px; width: 0.987654%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 10px; width: 0.987654%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 10px; width: 13%;">December 31,</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px; width: 0.987654%;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="font-weight: bold; height: 17px; width: 30.2881%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 0.987654%;"> </td> <td style="font-weight: bold; height: 17px; width: 38.3539%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Balance Sheet Classification</td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 0.987654%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; width: 13%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2024</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px; width: 0.987654%;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px; width: 0.987654%;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; width: 13%; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2023</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px; width: 0.987654%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="text-decoration: underline; font-weight: bold; height: 16px; width: 30.2881%;">Assets</td> <td style="font-weight: bold; height: 16px; width: 0.987654%;"> </td> <td style="font-weight: bold; height: 16px; width: 38.3539%;"> </td> <td style="font-weight: bold; height: 16px; width: 0.987654%;"> </td> <td style="font-weight: bold; text-align: left; height: 16px; width: 1%;"> </td> <td style="font-weight: bold; text-align: right; height: 16px; width: 12%;"> </td> <td style="font-weight: bold; text-align: left; height: 16px; width: 0.987654%;"> </td> <td style="font-weight: bold; text-align: left; height: 16px; width: 1%;"> </td> <td style="font-weight: bold; text-align: right; height: 16px; width: 12%;"> </td> <td style="font-weight: bold; text-align: left; height: 16px; width: 0.987654%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 16px;"> <td style="text-align: left; padding-left: 9px; height: 16px; width: 30.2881%;">Non-current assets</td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 38.3539%;">Right-of-use assets</td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td id="xdx_98F_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3n3_c20240331_z6EtHRdcHU6l" style="text-align: right; height: 16px; width: 12%;">18,383</td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td id="xdx_98C_eus-gaap--OperatingLeaseRightOfUseAsset_iI_pn3n3_c20231231_zSf6YOxn4ET6" style="text-align: right; height: 16px; width: 12%;">19,616</td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="text-decoration: underline; font-weight: bold; height: 16px; width: 30.2881%;">Liabilities</td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="height: 16px; width: 38.3539%;"> </td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;"> </td> <td style="text-align: right; height: 16px; width: 12%;"> </td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;"> </td> <td style="text-align: right; height: 16px; width: 12%;"> </td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: white; height: 16px;"> <td style="text-align: left; padding-left: 9px; height: 16px; width: 30.2881%;">Current</td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 38.3539%;">Current operating lease liabilities</td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td id="xdx_987_eus-gaap--OperatingLeaseLiabilityCurrent_iI_pn3n3_c20240331_z39pTHmNWE2l" style="text-align: right; height: 16px; width:

12%;">1,385</td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td id="xdx_989_eus-gaap--OperatingLeaseLiabilityCurrent_iI_pn3n3_c20231231_zMB2Yzqi3io8" style="text-align: right; height: 16px; width: 12%;">1,383</td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> </tr> <tr style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="text-align: left; padding-left: 9px; height: 16px; width: 30.2881%;">Long-term</td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 38.3539%;">Long-term operating lease liabilities</td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td id="xdx_988_eus-gaap--LiabilitiesOtherThanLongtermDebtNoncurrent_iI_pn3n3_c20240331_z1qCtPBxeHDg" style="text-align: right; height: 16px; width: 12%;">18,294</td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> <td style="height: 16px; width: 0.987654%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td id="xdx_98A_eus-gaap--LiabilitiesOtherThanLongtermDebtNoncurrent_iI_pn3n3_c20231231_zO0aYez7vwif" style="text-align: right; height: 16px; width: 12%;">19,313</td> <td style="text-align: left; height: 16px; width: 0.987654%;"> </td> </tr> </tbody> </table> 18383000 19616000 1385000 1383000 18294000 19313000 800000 1100000 2500000 1900000 100000 400000 300000 600000 <p id="xdx_895_eus-gaap--OperatingLeasesOfLesseeDisclosureTextBlock_ztCj94aOKpfc" style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in;">The following table summarizes a maturity analysis of our lease liabilities showing the aggregate lease payments as of September 30, 2024 (in thousands except weighted average data):</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in;"> </p> <table cellpadding="0" cellspacing="0" style="font: 10pt 'times new roman'; border-collapse: collapse; width: 90%; height: 208px;"> <tbody> <tr style="vertical-align: bottom; height: 17px;"> <td style="font-weight: bold; text-align: left; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Year Ending December 31,</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 17px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Amount</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="text-align: left; height: 16px; width: 74%; background-color: #cceeff;">2024</td> <td style="text-align: left; height: 16px; width: 1%; background-color: #cceeff;"> </td> <td style="height: 16px; width: 1%; background-color: #cceeff;"> </td> <td style="text-align: left; height: 16px; width: 1%; background-color: #cceeff;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td id="xdx_98C_ecustom--LesseeDiscountedOperatingLeaseLiabilityPaymentsDueYearThree_pn3n3_c20240101__20240331_zUgBGb7v9bBc" style="text-align: right; height: 16px; width: 12%; background-color: #cceeff;">775</td> <td style="text-align: left; height: 16px; width: 1%; background-color: #cceeff;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="text-align: left; height: 16px;">2025</td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td id="xdx_98B_ecustom--LesseeDiscountedOperatingLeaseLiabilityPaymentsDueYearFour_pn3n3_c20240101__20240331_z2hEPHLrARB9" style="text-align: right; height: 16px;">2,914</td> <td style="text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="text-align: left; height: 16px; background-color: #cceeff;">2026</td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="height: 16px; background-color: #cceeff;"> </td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> <td id="xdx_985_ecustom--LesseeDiscountedOperatingLeaseLiabilityPaymentsDueYearFive_pn3n3_c20240101__20240331_zDkIZ1k6BBK2" style="text-align: right; height: 16px; background-color: #cceeff;">2,889</td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="text-align: left; height: 16px;">2027</td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td id="xdx_98D_ecustom--LesseeDiscountedOperatingLeaseLiabilityPaymentsDueYearSix_pn3n3_c20240101__20240331_ztcqd0CO1bWf" style="text-align: right; height: 16px;">2,976</td> <td style="text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="text-align: left; height: 16px; background-color: #cceeff;">2028</td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="height: 16px; background-color: #cceeff;"> </td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> <td id="xdx_989_ecustom--LesseeDiscountedOperatingLeaseLiabilityPaymentsDueYearSeven_pn3n3_c20240101__20240331_zO4JVHCDHz8k" style="text-align: right; height: 16px; background-color: #cceeff;">3,065</td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="text-align: left; height: 17px;">Thereafter</td> <td style="padding-bottom: 1pt; text-align: left; height: 17px;"> </td> <td style="padding-bottom: 1pt; height: 17px;"> </td> <td style="text-align: left; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td id="xdx_982_ecustom--LesseeDiscountedOperatingLeaseLiabilityPaymentsDueYearEight_pn3n3_c20240101__20240331_zHkieRtd65k2" style="text-align: right; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">15,862</td> <td style="padding-bottom: 1pt; text-align: left; height: 17px;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px; background-color: #cceeff;"> <td style="text-align: left; height: 16px; background-color: #cceeff;">Total lease payments</td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> <td style="height: 16px; background-color: #cceeff;"> </td> <td style="text-align: left; height: 16px; background-color: #cceeff;">$</td> <td id="xdx_989_eus-gaap--OperatingLeasePayments_pn3n3_c20240101__20240331_z3ihSRD6nr7j" style="text-align: right; height: 16px; background-color: #cceeff;">28,481</td> <td style="text-align: left; height: 16px; background-color: #cceeff;"> </td> </tr> <tr style="vertical-align: bottom; height: 17px;"> <td style="text-align: left; height: 17px;">Less imputed interest</td> <td style="padding-bottom: 1pt; text-align: left; height: 17px;"> </td> <td style="padding-bottom: 1pt; height: 17px;"> </td> <td style="text-align: left; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;"> </td> <td id="xdx_98F_eus-gaap--FinanceLeaseInterestExpense_iN_pn3n3_di_c20240101__20240331_z8lLYuxd7QR1" style="text-align: right; height: 17px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">(8,802</td> <td style="padding-bottom: 0.5pt; text-align: left; height: 17px;">)</td> </tr> <tr style="vertical-align: bottom; height: 19px; background-color: #cceeff;"> <td style="text-align: left; height: 19px; background-color: #cceeff;">Total lease liabilities</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 19px; background-color: #cceeff;"> </td> <td style="padding-bottom: 2.5pt; height: 19px; background-color: #cceeff;"> </td> <td style="text-align: left; height: 19px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; background-color: #cceeff;"><span style="font-family: 'times new roman', times; font-size: 10pt; line-height: inherit;">$</td> <td id="xdx_983_eus-gaap--LeaseCost_pn3n3_c20240101__20240331_zUQtiScwwYDf" style="text-align: right; height: 19px; border-bottom-width: 2.8pt; border-bottom-style: double; border-bottom-color: black !important; background-color: #cceeff;">19,679</td> <td style="padding-bottom: 2.5pt; text-align: left; height: 19px; background-color: #cceeff;"> </td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="text-align: left; height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td style="text-align: right; height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> </tr> <tr style="vertical-align: bottom; height: 10px; background-color: #cceeff;"> <td style="text-align: left; height: 10px; background-color: #cceeff;">Weighted average discount rate </td> <td style="text-align: left; height: 10px; background-color: #cceeff;"> </td> <td style="height: 10px; background-color: #cceeff;"> </td> <td style="text-align: left; height: 10px; background-color: #cceeff;"> </td> <td id="xdx_98D_eus-gaap--OperatingLeaseWeightedAverageDiscountRatePercent_iI_pid_dp_uPure_c20240331_zMfxaixDBOb" style="text-align: right; height: 10px; background-color: #cceeff;">8.40</td> <td style="text-align: left; height: 10px; background-color: #cceeff;">%</td> </tr> <tr style="vertical-align: bottom; height: 16px;"> <td style="text-align: left; height: 16px;">Weighted average remaining lease

term</td> <td style="text-align: left; height: 16px;"> </td> <td style="height: 16px;"> </td> <td style="text-align: left; height: 16px;"> </td> <td id="xdx_98B_eus-gaap--OperatingLeaseWeightedAverageRemainingLeaseTerm1_iI_dxL_c20240331_zqsLDKTFkX0h" style="text-align: right; height: 16px;">8.90 years</td> <td style="text-align: left; height: 16px;"> </td> </tr> </tbody> </table> 775000 2914000 2889000 2976000 3065000 15862000 28481000 8802000 19679000 0.084 P8Y10M24D Other information related to leases are as follows (in thousands):   <table cellpadding="0" cellspacing="0" style="height: 53px; width: 100%; font: 10pt 'times new roman'; border-collapse: collapse; margin: 0px; text-indent: 0px;"> <tbody> <tr style="vertical-align: bottom; height: 10px;"> <td style="text-align: center; height: 10px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 10px;"> </td> <td colspan="6" style="font-weight: bold; text-align: center; height: 10px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">Three Months Ended September 30,</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px;">
</td> <td colspan="6" style="padding-bottom: 1pt; font-weight: bold; height: 10px; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">Nine Months Ended September 30,</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px;">
</td> </tr> <tr style="vertical-align: bottom; height: 10px;"> <td style="height: 10px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 10px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 10px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2024</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px;"> </td> <td style="font-weight: bold; padding-bottom: 1pt; height: 10px;"> </td> <td colspan="2" style="font-weight: bold; text-align: center; height: 10px; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: black !important;">2023</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px;"> </td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px;">
</td> <td colspan="2" style="padding-bottom: 1pt; font-weight: bold; height: 10px; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">2024</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px; text-align: center;">
</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px; text-align: center;">
</td> <td colspan="2" style="padding-bottom: 1pt; font-weight: bold; height: 10px; text-align: center; border-bottom-width: 1pt; border-bottom-style: solid; border-bottom-color: #000000 !important;">2023</td> <td style="padding-bottom: 1pt; font-weight: bold; height: 10px;">
</td> </tr> <tr id="xdx_402_ecustom--CashPaidForOperatingLeaseLiabilities_pn3n3_d0_z4wxpbeI0729" style="vertical-align: bottom; background-color: #cceeff; height: 16px;"> <td style="text-align: left; height: 16px; width: 48%;">Cash paid for operating lease liabilities</td> <td style="height: 16px; width: 1%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td style="text-align: right; height: 16px; width: 10%;">776</td> <td style="text-align: left; height: 16px; width: 1%;"> </td> <td style="height: 16px; width: 1%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">$</td> <td style="text-align: right; height: 16px; width: 10%;">375</td> <td style="text-align: left; height: 16px; width: 1%;"> </td> <td style="text-align: left; height: 16px; width: 1%;">
</td> <td style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: left; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important;">$</td> <td style="height: 16px; text-align: right; width: 10%;">2,294</td> <td style="text-align: left; height: 16px; width: 1%;">
</td> <td style="text-align: left; height: 16px; width: 1%;">
</td> <td style="color: #000000; font-family: 'times new roman', times; font-size: 13.3333px; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: left; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important;"><span style="color: #000000; font-family: 'times new roman', times; font-size: 10pt; font-style: normal; font-variant-ligatures: normal; font-variant-caps: normal; font-weight: 400; letter-spacing: normal; orphans: 2; text-align: left; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; float: none; display: inline !important;">$</td> <td style="height: 16px; text-align: right; width: 10%;">1,134</td> <td style="text-align: left; height: 16px; width: 1%;">
</td> </tr> </tbody> </table> 776000 375000 2294000 1134000 Note 12. Commitments and Contingencies   Indemnification Agreements   We maintain indemnification agreements with our directors and officers that may require us to indemnify them against liabilities that arise by reason of their status or service as directors or officers, except as prohibited by applicable law.   Clinical Trial Agreements   Based upon FDA approval of Argus II, which was obtained in February 2013, we were required to collect follow-up data from subjects enrolled in our pre-approval trial for a period of up to ten years post-implant, which was extended through the year 2019. This requirement to collect follow-up data was halted in 2020 with FDA approval. In addition, we conducted three post-market studies to comply with U.S. FDA, French, and European post-market surveillance regulations and requirements and are conducting an early feasibility clinical study of Orion. We have contracted with various universities, hospitals, and medical practices to provide these services. Payments are based on procedures performed for each subject and are charged to clinical and regulatory expense as incurred. Total amounts expensed during the three months ended September 30, 2024 and 2023 were $3,000 and $4,000, respectively, and during the nine months ended September 30, 2024 and 2023 were $13,000 and $119,000, respectively.   Litigation, Claims and Assessments   One opposition filed by Pixium Vision SA (“Pixium”) is pending in the European Patent Office challenging the validity of a European patent owned by Cortigent. The outcome of the challenge is not certain, however, if successful, it may affect our ability to block competitors from utilizing Cortigent’s neurostimulation patented technology. We believe a successful challenge will not have a material effect on our ability to manufacture and sell our products, or otherwise have a material effect on Cortigent’s operations.
 As described in the Company’s 10-K for the year ended December 31, 2020, the Company had entered into a Memorandum of Understanding (“MOU”) for a proposed business combination with Pixium. In response to a press release by Pixium dated March 24, 2021, and subsequent communications between us and Pixium, our Board of Directors determined that the business combination with Pixium was not in the best interest of our shareholders. On April 1, 2021, we gave notice to Pixium that we were terminating the MOU between the parties and seeking an amicable resolution of termination amounts that may be due, however no assurance can be given that an amicable resolution will be reached. We accrued $1,000,000 of liquidated damages as contemplated by the MOU in accounts payable as of March 31, 2021 and remitted that amount to Pixium in April 2021. Pixium indicated that it considered this termination wrongful, rejected the Company’s offers, but retained the $1,000,000 payment. On May 19, 2021, Pixium filed suit in the Paris Commercial Court, and currently claim damages of approximately €5.1 million or about $5.6 million. We believe we have fulfilled our obligations to Pixium with the liquidated damages payment of $1,000,000. On December 8, 2022, the Company received notice that the Paris Commercial Court has rendered its judgment, including finding that the Company’s termination of the MOU was not valid. In the judgment, the Company was ordered to pay to Pixium the amount of €2,500,000 minus a €947,780 credit for the $1,000,000 already paid for, a net amount payable of approximately €1,552,220. On May 24, 2023, the Company filed an appeal against the judgment from the Paris Commercial Court except in so far as such prior judgment dismissed (i) Pixium’s claim for the Company to pay it a sum of €480,693 relating to the alleged time spent by its teams, (ii) Pixium’s application to order the Company to pay it a sum of €1,500,000 in respect to alleged loss of opportunity and (iii) deducted the sum of $1,000,000 that we already paid Pixium and which Pixium retained converted into euros at the date of the judgment. Thereafter Pixium filed its brief with Paris Court of Appeal and filed a cross-appeal on January 18, 2024. Meanwhile, the Company received notice that the Paris Commercial Court had opened safeguard proceedings against Pixium by judgment dated October 9, 2023, then in its judgment dated November 13, 2023, converted safeguard proceedings into receivership, and in its judgment dated January 31, 2024, converted Pixium’s receivership proceedings to liquidation proceedings, the transfer plan being rejected. As a result, Pixium’s liquidator intervened on behalf of Pixium in the pending proceedings before the Paris Court of Appeal and filed its brief on March 21, 2024. The Company filed its brief in reply with the Paris Court of Appeal on April 17, 2024. Proceedings before the Paris Court of Appeal are pending. In parallel, since the Company has failed to enforce the judgment, Pixium has requested the pre-trial judge to strike out the Company's appeal for failure to enforce the judgment. The hearing took place on June 4, 2024 and on October 23, 2024, the pre-trial judge issued his order, striking out Vivani's appeal for failure to enforce the decision. Within two years, Vivani will have to request that the case be reinstated on the court's docket, providing evidence that the judgment has been fully enforced or, at the very least, that an agreement has been reached. Failing this, the appeal proceedings will lapse.
 The Company recorded a charge of $1,675,000 for the year ended December 31, 2022, related to this matter but plans to continue its appeal against the preliminary judgment.
 <span style="font-family: 'times new roman', times; font-size: 10pt; line-

*height: inherit;">We are party to litigation arising in the ordinary course of business. It is our opinion that the outcome of such matters will not have a material effect on our results of operations, however, the results of litigation and claims are inherently unpredictable. Regardless of the outcome, litigation can have an adverse impact on us because of defense and settlement costs, diversion of management resources and other factors. 3000 4000 13000 119000 1000000 Pixium indicated that it considered this termination wrongful, rejected the Company's offers, but retained the $1,000,000 payment. On May 19, 2021, Pixium filed suit in the Paris Commercial Court, and currently claim damages of approximately €5.1 million or about $5.6 million. We believe we have fulfilled our obligations to Pixium with the liquidated damages payment of $1,000,000. 1000000 5100000 5600000 On December 8, 2022, the Company received notice that the Paris Commercial Court has rendered its judgment, including finding that the Company's termination of the MOU was not valid. In the judgment, the Company was ordered to pay to Pixium the amount of €2,500,000 minus a €947,780 credit for the $1,000,000 already paid for, a net amount payable of approximately €1,552,220. On May 24, 2023, the Company filed an appeal against the judgment from the Paris Commercial Court except in so far as such prior judgment dismissed (i) Pixium's claim for the Company to pay it a sum of €480,693 relating to the alleged time spent by its teams, (ii) Pixium's application to order the Company to pay it a sum of €1,500,000 in respect to alleged loss of opportunity and (iii) deducted the sum of $1,000,000 that we already paid Pixium and which Pixium retained converted into euros at the date of the judgment. Thereafter Pixium filed its brief with Paris Court of Appeal and filed a cross-appeal on January 18, 2024. Meanwhile, the Company received notice that the Paris Commercial Court had opened safeguard proceedings against Pixium by judgment dated October 9, 2023, then in its judgment dated November 13, 2023, converted safeguard proceedings into receivership, and in its judgment dated January 31, 2024, converted Pixium's receivership proceedings to liquidation proceedings, the transfer plan being rejected. As a result, Pixium's liquidator intervened on behalf of Pixium in the pending proceedings before the Paris Court of Appeal and filed its brief on March 21, 2024. The Company filed its brief in reply with the Paris Court of Appeal on April 17, 2024. Proceedings before the Paris Court of Appeal are pending. In parallel, since the Company has failed to enforce the judgment, Pixium has requested the pre-trial judge to strike out the Company's appeal for failure to enforce the judgment. The hearing took place on June 4, 2024 and on October 23, 2024, the pre-trial judge issued his order, striking out Vivani's appeal for failure to enforce the decision. Within two years, Vivani will have to request that the case be reinstated on the court's docket, providing evidence that the judgment has been fully enforced or, at the very least, that an agreement has been reached. Failing this, the appeal proceedings will lapse. 1675000 Note 13. Subsequent Event

  On November 8, 2024, the Company entered into a private sale transaction with one of its independent directors whereby the Company sold an aggregate of 3,968,253 shares of the Company's common stock to the director at a price of $1.26 per share, which was the lower of the closing price of the Company's common stock on the Nasdaq or the 5-day average closing price of the Company's common stock on the Nasdaq, each immediately prior to the closing date, subject to adjustment for reverse and forward stock splits, stock dividends, stock combinations and other similar transactions of the common stock that occur after the date of the private sale transaction. The gross proceeds from this private sale transaction were $5,000,000.00. 3968253 1.26 P5D 5000000 <p style="margin: 0pt 0px; color: #000000; font: 10pt / 1.2 'Times New Roman', Times, serif; letter-spacing: normal; orphans: 2; text-align: start; text-indent: 0px; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial;">(a) Private Sale Transaction <span style="font-family: 'times new roman', times; font-size: 10pt; color: #000000; letter-spacing: normal; orphans: 2; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial;"> <span style="font-family: 'times new roman', times; font-size: 10pt; color: #000000; letter-spacing: normal; orphans: 2; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial;">The information set forth below is included for the purpose of providing disclosure under "Item 1.01 – Entry into a Material Definitive Agreement," and "Item 3.02 – Unregistered Sales of Equity Securities" of Form 8-K. <span style="font-family: 'times new roman', times; font-size: 10pt; color: #000000; letter-spacing: normal; orphans: 2; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial;"> On November 8, 2024, the Company entered into a private sale transaction with one of its independent directors whereby the Company sold an aggregate of 3,968,253 shares of the Company's common stock to the director at a price of $1.26 per share, which was the lower of the closing price of the Company's common stock on the Nasdaq or the 5-day average closing price of the Company's common stock on the Nasdaq, each immediately prior to the closing date, subject to adjustment for reverse and forward stock splits, stock dividends, stock combinations and other similar transactions of the common stock that occur after the date of the private sale transaction. The gross proceeds from this private sale transaction were $5,000,000.00. <span style="font-family: 'times new roman', times; font-size: 10pt; color: #000000; letter-spacing: normal; orphans: 2; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial;"> (c) Rule 10b5-1 Trading Plan Disclosure <p style="margin: 0pt 0px; color: #000000; font: 10pt / 1.2 'Times New Roman', Times, serif; letter-spacing: normal; orphans: 2; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; text-indent: 0.25in; text-align: left;">
 <p style="margin: 0pt 0px; color: #000000; font: 10pt / 1.2 'Times New Roman', Times, serif; letter-spacing: normal; orphans: 2; text-transform: none; widows: 2; word-spacing: 0px; -webkit-text-stroke-width: 0px; white-space: normal; background-color: #ffffff; text-decoration-thickness: initial; text-decoration-style: initial; text-decoration-color: initial; text-indent: 0.25in; text-align: left;">No Rule 10b5-1 plans or non-Rule 10b5-1 trading arrangements were adopted, modified, or terminated by officers or directors of the Company, nor were there any material changes to the procedures by which security holders may recommend nominees to the Company's Board of Directors, during the quarter ended September 30, 2024.   3968253*