0001213900-24-10708810-Q Onconetix, Inc. 20241209202412092016082016082016080 1 0001213900-24-107088 10-Q 91 20240930 20241210 20241209 Onconetix, Inc. 0001782107 2834 000000000 DE 1231 10-Q 34 001-41294 241536822 201 E. FIFTH STREET SUITE 1900 CINCINNATI OH 45202 513-620-4101 201 E. FIFTH STREET SUITE 1900 CINCINNATI OH 45202 Blue Water Biotech, Inc. 20230424 Blue Water Vaccines Inc. 20190710 10-Q 1 ea0223979-10q_onconetix.htm QUARTERLY REPORT Â Â UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 Â 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˜Â TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934 Â For the transition period fromÂ Â Â Â Â Â Â Â to Â Â Â Â Â Â Â Â Â Â Â Â Â Commission File Number: 001-41294 Â Onconetix, Inc. (Exact name of registrant as specified in its charter) Â Delaware Â 83-2262816 (State or other jurisdiction of incorporation or organization) Â (I.R.S. Employer Identification No.) Â 201 E. Fifth Street, Suite 1900 Cincinnati, OH Â 45202 (Address of principal executive offices) Â (Zip Code) Â (513) 620-4101 (Registrantâ€™s telephone number, including area code) Â Not Applicable (Former name, former address and former fiscal year, if changed since last report) Â Securities registered pursuant to Section 12(b) of the Act: Â Title of each class Â Trading Symbol(s) Â Name of exchange on which registered Common stock, $0.00001 par value Â ONCO Â The Nasdaq Stock Market LLC 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. Yes â˜’ No 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). Yes â˜’ No 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 filer,â€ 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˜ Accelerated filer â˜ Non-accelerated filer â˜’ Smaller reporting company â˜’ Â Â Emerging growth company 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 Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Act). Yes â˜ No â˜’ Â As of December 5, 2024, the registrant had 8,294,734 shares of common stock, $0.00001 par value per share, outstanding. Â Â Â Â Â Â TABLE OF CONTENTS Â Â Â Page Cautionary Note Regarding Forward-Looking Statements ii Â Â Â PART I. FINANCIAL INFORMATION 1 Item 1. Condensed Consolidated Financial Statements (unaudited). 1 Â Condensed Consolidated Balance Sheets 1 Â Condensed Consolidated Statements of Operations and Comprehensive Loss 2 Â Condensed Consolidated Statements of Convertible Redeemable Preferred Stock and Stockholdersâ€™ Equity (Deficit) 3 Â Condensed Consolidated Statements of Cash Flows 4 Â Notes to Unaudited Condensed Financial Statements 5 Item 2. Managementâ€™s Discussion and Analysis of Financial Condition and Results of Operations. 40 Item 3. Quantitative and Qualitative Disclosures About Market Risk. 56 Item 4. Controls and Procedures. 56 PART II. OTHER INFORMATION 58 Item 1. Legal Proceedings. 58 Item 1A. Risk Factors. 58 Item 2. Unregistered Sales of Equity Securities and Use of Proceeds. 61 Item 3. Defaults Upon Senior Securities. 61 Item 4. Mine Safety Disclosures. 61 Item 5. Other Information. 61 Item 6. Exhibits. 62 Â Signatures 63 Â i Â Â CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS Â This Quarterly Report on Form 10-Q (this â€œReportâ€) contains forward-looking statements that reflect our current expectations and views of future events. The forward-looking statements are contained principally in the sections entitled â€œRisk Factorsâ€ and â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations.â€ Readers are cautioned that known and unknown risks, uncertainties and other factors, including those over which we may have no control and others listed in the â€œRisk Factorsâ€ section of this Report, may cause our actual results, performance or achievements to be materially different from those expressed or implied by the forward-looking statements. Â In some cases, you can identify forward-looking statements by the words â€œmay,â€ â€œmight,â€ â€œwill,â€ â€œcould,â€ â€œwould,â€ â€œshould,â€ â€œexpect,â€ â€œintend,â€ â€œplan,â€ â€œobjective,â€ â€œanticipate,â€ â€œbelieve,â€ â€œestimate,â€ â€œpredict,â€ â€œproject,â€ â€œpotential,â€ â€œcontinueâ€ and â€œongoing,â€ or the negative of these terms, or other comparable terminology intended to identify statements about the future, although not all forward-looking statements contain these words. These statements relate to future events or our future financial performance or condition and involve known and unknown risks, uncertainties and other factors that could cause our actual results, levels of activity, performance, or achievement to differ materially from those expressed or implied by these forward-looking statements. These forward-looking statements include, but are not limited to, statements about: Â â—our financial position and estimated cash burn rate; Â â—our estimates regarding expenses, future revenues, and capital requirements; Â â—our ability to continue as a going concern; Â â—our need to raise substantial additional capital to fund our operations and repay indebtedness; Â â—our ability to commercialize or monetize Proclarix and integrate the assets and commercial operations acquired in the share exchange with Proteomedix AG (â€œProteomedixâ€); Â â—our reliance on third parties, including Laboratory Corporation of America (â€œLabCorpâ€), to develop, market, distribute and sell our products; Â â—the successful development of our commercialization capabilities, including sales and marketing capabilities; Â Â â— our ability to maintain the necessary regulatory approvals to market and commercialize our products; Â Â â— the results of market research conducted by us or others; Â Â â— our ability to obtain and maintain intellectual property protection for our current products; Â Â â— our ability to protect our intellectual property rights and the potential for us to incur substantial costs from lawsuits to enforce or protect our intellectual property rights; Â ii Â Â Â â— the possibility that a third party may claim we or our third-party licensors have infringed, misappropriated, or otherwise violated their intellectual property rights and that we may incur substantial costs and be required to devote substantial time defending against claims against us; Â Â Â â— our reliance on third parties, including manufacturers and logistics companies; Â Â â— the success of competing therapies or diagnosticsÂ and products that are or become available; Â Â Â â— our ability to successfully compete against current and future competitors; Â Â â— our ability to expand our organization to accommodate potential growth and our ability to motivate, retain, and attract key personnel; Â Â â— the potential for us to incur substantial costs resulting from product liability lawsuits against us and the potential for these product liability lawsuits to cause us to limit our commercialization of our products; Â Â â— market acceptance of our products, the size and growth of the potential markets for our current products, and our ability to serve those markets; and Â Â â— disruptions in the business of Onconetix or Proteomedix, which could have an adverse effect on their respective businesses and financial results. Â These forward-looking statements involve numerous risks and uncertainties. Although we believe that our expectations expressed in these forward-looking statements are reasonable, our expectations may later be found to be incorrect. Our actual results of operations or the results of other matters that we anticipate herein could be materially different from our expectations. Important risks and factors that could cause our actual results to be materially different from our expectations are generally set forth in â€œRisk Factors,â€ â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations,â€ and other sections in this Report. You should thoroughly read this Report and the documents that we refer to with the understanding that our actual future results may be materially different from and worse than what we expect. We qualify all our forward-looking statements by these cautionary statements. Â The forward-looking statements made in this Report relate only to events or information as of the date on which the statements are made in this Report. Except as required by law, we undertake no obligation to update or revise publicly any forward-looking statements, whether as a result of new information, future events or otherwise, after the date on which the statements are made or to reflect the occurrence of unanticipated events. You should read this Report and the documents that we refer to in this Report and have filed as exhibits to this Report, completely and with the understanding that our actual future results may be materially different from what we expect. Â iii Â Â PART I â€” FINANCIAL INFORMATION Â Item 1. Financial Statements Â ONCONETIX, INC. Condensed Consolidated Balance Sheets (Unaudited) Â Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Â Â Â Â Â Â ASSETSÂ Â Â Â Â Â Â Current assetsÂ Â Â Â Â Â CashÂ $341,495Â Â $4,554,335Â Â Accounts receivable, netÂ Â 98,030Â Â Â 149,731Â Â InventoriesÂ Â 121,834Â Â Â 364,052Â Â Prepaid expenses and other current assetsÂ Â 486,580Â Â Â 770,153Â Â Total current assetsÂ Â 1,047,939Â Â Â 5,838,271Â Â Â Â Â Â Â Â Â Â Â Â Prepaid expenses, long-termÂ Â -Â Â Â 17,423Â Â Property and equipment, netÂ Â 69,317Â Â Â 60,654Â Â Deferred offering costsÂ Â 366,113Â Â Â 366,113Â Â Operating right of use assetÂ Â 160,016Â Â Â 148,542Â Â Intangible assets, netÂ Â 21,414,795Â Â Â 25,410,887Â Â GoodwillÂ Â 38,861,238Â Â Â 55,676,142Â Â Total assetsÂ $61,919,418Â Â $87,518,032Â Â Â Â Â Â Â Â Â Â LIABILITIES, REDEEMABLE CONVERTIBLE PREFERRED STOCK AND STOCKHOLDERSâ€™ EQUITY (DEFICIT)Â Â Â Â Â Â Â Current liabilitiesÂ Â Â Â Â Â Â Â Accounts payableÂ $4,112,392Â Â Â $5,295,114Â Â Accrued expensesÂ Â 1,337,663Â Â Â 2,199,867Â Â Notes payable, net of debt discounts of $10,048 and $381,627 at September 30, 2024 and December 31, 2023, respectivelyÂ Â 9,839,677Â Â Â 9,618,373Â Â Operating lease liability, currentÂ Â 127,738Â Â Â 74,252Â Â Subscription agreement liability â€“ related partyÂ Â 1,814,000Â Â Â â€“Â Â Contingent warrant liabilityÂ Â 124,631Â Â Â 2,641Â Â Total current liabilitiesÂ Â 17,356,101Â Â Â 17,190,247Â Â Â Â Â Â Â Â Â Â Note payable, net of current portionÂ Â 118,450Â Â Â 118,857Â Â Subscription agreement liability â€“ related partyÂ Â â€“Â Â Â 864,000Â Â Pension benefit obligationÂ Â 522,174Â Â Â 556,296Â Â Operating lease liability, net of current portionÂ Â 32,279Â Â Â 74,290Â Â Deferred tax liability, netÂ Â 2,867,794Â Â Â 3,073,781Â Â Total liabilitiesÂ Â 20,896,798Â Â Â 21,877,471Â Â Â Â Â Â Â Â Â Â Commitments and Contingencies (see Note 10)Â Â Â Â Â Â Â Â Â Â Â Â Â

Â (97,005)Â Â (97,005)Â Â â€”Â Â Â (97,005) Net lossÂ Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â (3,827,405)Â Â â€”Â Â Â (3,827,405)Â Â â€”Â Â Â (3,827,405) Balance at September 30, 2024Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â 8,326,281Â Â Â 83Â Â Â 119,563,869Â Â Â (12,934)Â Â (625,791)Â Â (86,038,875)Â Â 1,012,557Â Â Â 33,911,843Â Â Â 7,110,777Â Â Â 41,022,620Â Â Â Â Series B PreferredÂ Â Series A PreferredÂ Â CommonÂ Â AdditionalÂ Â Â Â Â Â Â OtherÂ Â Total OnconetixÂ Â Non-Â Â Total Stockholdersâ€™Â Â Â Â StockÂ Â StockÂ Â StockÂ Â Paid-inÂ Â Treasury Â StockÂ Â AccumulatedÂ Â ComprehensiveÂ Â EquityÂ Â controllingÂ Â EquityÂ Â Â SharesÂ Â AmountÂ Â SharesÂ Â AmountÂ Â SharesÂ Â AmountÂ Â CapitalÂ Â SharesÂ Â AmountÂ Â DeficitÂ Â IncomeÂ Â (Deficit)Â Â InterestÂ Â (Deficit)Â Â BalanceÂ atÂ December 31, 2022Â Â â€”Â Â $â€”Â Â â€”Â Â $â€”Â Â 393,107Â Â $4Â Â $42,331,308Â Â Â (11,493)Â $(566,810)Â $(19,376,500)Â $â€”Â Â $22,388,002Â Â $â€”Â Â $22,388,002Â Â Exercise of pre-funded warrantsÂ Â â€”Â Â Â â€”Â Â Â â€”Â Â Â 16,166Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”Â Â Â â€”

establishes a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). These tiers include: Â â—Level 1, defined as observable inputs such as quoted prices (unadjusted) for identical instruments in active markets; Â â—Level 2, defined as inputs other than quoted prices in active markets that are either directly or indirectly observable such as quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in markets that are not active; and Â â—Level 3, defined as unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions, such as valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable. Â In some circumstances, the inputs used to measure fair value might be categorized within different levels of the fair value hierarchy. In those instances, the fair value measurement is categorized in its entirety in the fair value hierarchy based on the lowest level input that is significant to the fair value measurement. Financial instruments, including cash, inventory, accounts receivable, accounts payable, accrued liabilities, operating lease liabilities, and notes payable are carried at cost, which management believes approximates fair value due to the short-term nature of these instruments. Â The fair value of the contingent warrant liability and the related party subscription agreement liability are valued using significant unobservable measures and other fair value inputs and are therefore classified as Level 3 financial instruments. Â The fair value of financial instruments measured on a recurring basis is as follows as of September 30, 2024 and December 31, 2023: Â Â Â As of September 30, 2024Â DescriptionÂ TotalÂ Â Level 1Â Â Level 2Â Â Level 3Â Liabilities:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Contingent warrant liabilityÂ $124,631Â Â Â â€”Â Â Â $124,631Â Subscription agreement liability â€” related partyÂ $1,814,000Â Â Â â€”Â Â Â â€”Â Â $1,814,000Â TotalÂ $1,938,631Â Â $â€”Â Â $â€”Â Â $1,938,631Â Â Â Â As of December 31, 2023Â DescriptionÂ TotalÂ Â Level 1Â Â Level 2Â Â Level 3Â Liabilities:Â Â Â Â Â Â Â Â Â Â Â Â Â Â Contingent warrant liabilityÂ $2,641Â Â Â â€”Â Â Â â€”Â Â $2,641Â Subscription agreement liability â€” related partyÂ $864,000Â Â Â â€”Â Â Â â€”Â Â $864,000Â TotalÂ $866,641Â Â $â€”Â Â $â€”Â Â $866,641Â Â During the year ended December 31, 2023, in connection with the acquisition of Proteomedix, the Company recorded intangible assets, which were recognized at fair value (see Note 5). Additionally, as a result of the impairment losses recorded on the Companyâ€™s ENTADFI asset group during the nine months ended September 30, 2024, the related assets were recorded at fair value as of September 30, 2024. These non-financial assets were valued using significant unobservable measures and other fair value inputs and are therefore classified as Level 3 measurements. See Note 4. Â None of the Companyâ€™sÂ other non-financial assets or liabilities are recorded at fair value on aÂ non-recurringÂ basis as of September 30, 2024 and December 31, 2023.Â There were no transfers between levels during the periods presented.Â Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 3 â€”Â Summary of Significant Accounting Policies (cont.) Â The following table summarizes the activity for the related party subscription agreement liability, using unobservable Level 3 inputs, for the nine months ended September 30, 2024: Â Â Â Subscription Agreement LiabilityÂ Balance at December 31, 2023Â $864,000Â Change in fair valueÂ Â 950,000Â Balance at September 30, 2024Â $1,814,000Â Â The following table summarizes the activity for the contingent warrant liability, using unobservable Level 3 inputs, for the nine months ended September 30, 2024: Â Â Â Contingent Warrant LiabilityÂ Balance at December 31, 2023Â $2,641Â Fair value upon issuanceÂ Â 157,720Â Change in fair valueÂ Â (35,730) Balance at September 30, 2024Â $124,631Â Â Revenue Recognition Â The following is a description of principal activities from which the Company generates its revenue: Â Development Services Â Proteomedix provides a range of services to life sciences customers referred to as â€œDevelopment Servicesâ€ including testing for biomarker discovery, assay design and development. These Development Services are performed under individual statement of work (â€œSOWâ€) arrangements with specific deliverables defined by the customer. Development Services are generally performed on a time and materials basis. During the performance and through completion of the service to the customer in accordance with the SOW, the Company has the right to bill the customer for the agreed upon price and recognizes the Development Services revenue over the period estimated to complete the SOW. The Company generally identifies each SOW as a single performance obligation. Â Completion of the service and satisfaction of the performance obligation under a SOW is typically evidenced by access to the data or test made available to the customer or any other form or applicable manner of delivery defined in the SOW. However, for certain SOWs under which work is performed pursuant to the customerâ€™s highly customized specifications, the Company has the enforceable right to bill the customer for work completed, rather than upon completion of the SOW. For those SOWs, the Company recognizes revenue over a period of time during which the work is performed based on the expended efforts (inputs). As the performance obligation under the SOW is satisfied, any amounts earned as revenue and billed to the customer are included in accounts receivable. Â Product Sales Â The Company derives revenue through sales of its products, which includes Proclarix, its diagnostic product, directly to end users, including laboratories, hospitals, and medical centers, and to distributors. During the nine months ended September 30, 2024, the majority of the Companyâ€™s product revenue was generated from sales of Proclarix assays to LabCorp for review and testing in connection with the Companyâ€™s license agreement with LabCorp (see Note 6). The Company considers customer purchase orders, which in some cases are governed by master sales agreements or standard terms and conditions, to be the contracts with a customer. For each contract, the Company considers the promise to transfer products, each of which is distinct, to be the identified performance obligations. In determining the transaction price, the Company evaluates whether the price is subject to refund or adjustment to determine the net consideration to which it expects to be entitled. The Company fulfills its performance obligation applicable to product sales once the product is transferred to the customer.Â Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 3 â€”Â Summary of Significant Accounting Policies (cont.) Â During the three and nine months ended September 30, 2024, the Company recorded approximately $0.4 million and $1.8 million of revenue, respectively, generated by Proteomedix. Approximately $0.4 million and $1.7 million of revenue was generated from development services during the three and nine months ended September 30, 2024, respectively, and approximately $0.1 million of revenue was generated from Proclarix product sales during the nine months ended September 30, 2024. There was minimal revenue generated from Proclarix product sales during the three months ended September 30, 2024. Â Â The Companyâ€™s revenue was generated from the following geographic regions during the three months ended September 30, 2024:Â Â Â Â European UnionÂ Â Non-European UnionÂ Â United StatesÂ Development servicesÂ Â 100%Â Â -%Â Â -% Product salesÂ Â -%Â Â 100%Â Â -% Â The Companyâ€™s revenue was generated from the following geographic regions during the nine months ended September 30, 2024: Â Â Â European UnionÂ Â Non-European UnionÂ Â United StatesÂ Development servicesÂ Â 100%Â Â -%Â Â -% Product salesÂ Â -%Â Â 16%Â Â 84% Â The Company had the following customer concentrations for its revenue during the three and nine months ended September 30, 2024: Â Â Â For the Three Months Ended September 30, 2024Â Â For the Nine Months Ended September 30, 2024Â Â Â Development ServicesÂ Â Product SalesÂ Â Development ServicesÂ Â Product SalesÂ Customer AÂ Â 100%Â Â -%Â Â Â 100%Â Â -%Â Customer BÂ Â -%Â Â Â -%Â Â Â -%Â Â Â 84% Customer CÂ Â -%Â Â Â 100%Â Â -%Â Â Â 11% Â Any revenues earned but not yet billed to the customer as of the date of the condensed consolidated financial statements are recorded as contract assets and are included in prepaid expenses and other current assets in the accompanying condensed consolidated financial statements. The Company had no unbilled accounts receivable as of September 30, 2024 and an insignificant balance as of December 31, 2023. Amounts recorded in contract assets are reclassified to accounts receivable in our condensed consolidated financial statements when the customer is invoiced according to the billing schedule in the contract. Accounts receivable was approximately $98,000 and $150,000 as of September 30, 2024 and December 31, 2023, respectively. Â In relation to customer contracts, the Company incurs costs to fulfill a contract but does not incur costs to obtain a contract. These costs to fulfill a contract do not meet the criteria for capitalization and are expensed as incurred. Â New Accounting Pronouncements Â There was no new accounting pronouncements issued since the Companyâ€™s filing of the Annual Report on Form 10-K for the year ended December 31, 2023, which could have a significant effect on the accompanying condensed consolidated financial statements, except for the following: Â In November 2024, the FASB issuedÂ Accounting Standards Update No.Â 2024-03,Â Disaggregation of Income Statement Expenses. This guidance will require additional disclosures and disaggregation of certain costs and expenses presented on the face of the income statement. The amendments are effective for annual reporting periods beginning after December 15, 2026 and interim reporting period beginning after December 15, 2027 with early adoption permitted. The Company is currently evaluating the impact of this new guidance to our condensed consolidated financial statements. Â Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 4 â€”Â Balance Sheet Details Â Inventories Â Inventories, which primarily relate to Proclarix product as of September 30, 2024 and ENTADFI product as of DecemberÂ 31, 2023, consisted of the following: Â Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Raw materialsÂ $97,915Â Â $139,208Â Work-in-processÂ Â â€”Â Â Â 194,805Â Finished goodsÂ Â 23,919Â Â Â 30,039Â TotalÂ $121,834Â Â $364,052Â Â The Company recorded an impairment on the ENTADFI inventory in the amount of approximately $0.4Â million during the quarter ended June 30, 2024 (see Note 5). Â Prepaid Expenses and Other Current Assets Â Prepaid expenses and other current assets consisted of the following as of September 30, 2024, and DecemberÂ 31, 2023: Â Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Prepaid insuranceÂ $312,461Â Â $122,004Â Prepaid regulatory feesÂ Â 71,763Â Â Â 312,551Â Prepaid research and developmentÂ Â â€”Â Â Â 89,195Â Prepaid professional feesÂ Â 38,208Â Â Â 70,708Â VAT taxes receivableÂ Â 53,458Â Â Â â€”Â Prepaid otherÂ Â 10,690Â Â Â 175,695Â TotalÂ $486,580Â Â $770,153Â Â Intangible Assets Â Intangible assets, which were recorded during the year ended December 31, 2023 in connection with the ENTADFI and Proteomedix acquisitions (see Note 5), is comprised of customer relationships, product rights for developed technology, and a trade name, and consisted of the following as of September 30, 2024, and December 31, 2023: Â Â Â Balance at DecemberÂ 31, 2023Â Â ImpairmentÂ Â Foreign Currency TranslationÂ Â Balance at SeptemberÂ 30, 2024Â Gross basis:Â Â Â Â Â Â Â Â Â Â Â Â Trade nameÂ $9,312,739Â Â $â€”Â Â $(31,913)Â $9,280,826Â Product rights for developed technologyÂ Â 14,182,157Â Â Â (3,296,644)Â Â (37,302)Â Â 10,848,211Â Customer relationshipsÂ Â 1,952,803Â Â Â â€”Â Â Â (6,692)Â Â 1,946,111Â Total intangible assets, grossÂ $25,447,699Â Â $(3,296,644)Â $(75,907)Â $22,075,148Â Â 11 Â Â Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â Note 4 â€” Balance Sheet Details (cont.) Â Â Â Balance at DecemberÂ 31, 2023Â Â AmortizationÂ Â Foreign Currency TranslationÂ Â Balance at SeptemberÂ 30, 2024Â Accumulated amortization:Â Â Â Â Â Â Â Â Â Â Â Â Product rights for developed technologyÂ $(31,213)Â $(505,140)Â $(23,555)Â $(559,908) Customer relationshipsÂ Â (5,599)Â Â (90,619)Â Â (4,227)Â Â (100,445) Total intangible assets, accumulated amortizationÂ $(36,812)Â $(595,759)Â $(27,782)Â $(660,353) Intangible assets, netÂ $25,410,887Â Â Â Â Â Â Â Â Â Â $21,414,795Â Â The finite lived intangible assets held by the Company, which includes customer relationships and product rights for developed technology, are being amortized over their estimated useful lives of 15 years. Amortization expense related to intangible assets was approximately $198,000 and $596,000 for the three and nine months ended September 30, 2024, respectively. Of the total amortization expense, approximately $30,000 and $91,000 was recorded as selling, general, and administrative expenses for the three and nine months ended September 30, 2024, respectively, and approximately $168,000 and $505,000 was recorded as cost of revenue, for the three and nine months ended September 30, 2024, respectively, in the accompanying condensed consolidated statements of operations and comprehensive loss. Â During the three months ended March 31, 2024, the Company became aware of a new competitor that received approval by the FDA for a combined finasteride-tadalafil capsule, which is a direct competitor product to ENTADFI. This was determined to be a triggering event that could result in a decrease in future expected cash flows, and thus indicated the carrying amount of the ENTADFI asset group may not be fully recoverable. The Company performed an undiscounted cash flow analysis over the ENTADFI asset group and determined that the carrying value of the asset group is not recoverable. The Company then estimated the fair value of the asset group to measure the impairment loss for the period. Significant assumptions used to determine this non-recurring fair value measurement included projected sales driven by market share and product sales price estimates, associated expenses, growth rates, the discount rate used to measure the fair value of the net cash flows associated with this asset group, as well as Managementâ€™s estimates of an expected sales price for the asset group, and the probability of each potential strategic alternative taking place. Â During the three months ended June 30, 2024, the Company reevaluated the probability of each potential strategic alternative occurring and determined that the change in probabilities is a triggering event that could result in a decrease in future expected cash flows, and thus indicated the carrying amount of the ENTADFI asset group may not be fully recoverable. The Company further determined that the asset group was fully impaired at June 30, 2024, and recorded a corresponding impairment charge during the three months ended June 30, 2024, thus resulting in no remaining carrying value for the assets in the ENTADFI asset group. Â The Company recorded no impairment charges on its intangible assets during the three months ended September 30, 2024. For the nine months ended September 30, 2024, approximately $3.3 million and approximately $0.2 million were allocated to the product rights intangible asset and prepaids and other assets, respectively.Â Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 4 â€”Â Balance Sheet Details (cont.) Â Future annual amortization expense related to the Companyâ€™s finite lived intangible assets is as follows as of September 30, 2024: Â Years ending December 31,Â Â Â 2024Â $213,239Â 2025Â Â 852,955Â 2026Â Â 852,955Â 2027Â Â 852,955Â 2028Â Â 852,955Â ThereafterÂ Â 8,508,911Â TotalÂ $12,133,970Â Â As of September 30, 2024, the weighted-average remaining amortization period for intangible assets was approximately 14.22 years. Â Trade names, which do not have legal, regulatory, contractual, competitive, economic, or other factors that limit the useful lives are considered indefinite lived assets and are not amortized but are tested for impairment on an annual basis or whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable. The Company tested its trade name for impairment during the three months ended September 30, 2024, as a result of certain triggering events discussed below. The Company determined that there was no impairment of its trade name as of September 30, 2024. As of September 30, 2024 and December 31, 2023, $9.3 million of intangible assets relate to a trade name that has been identified as having an indefinite life. Â Â Goodwill Â Goodwill was recorded during the year ended December 31, 2023, in connection with the Proteomedix acquisition (see Note 5).Â Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 4 â€”Â Balance Sheet Details (cont.) Â During the three months ended March 31, 2024, the Companyâ€™s stock price and market capitalization declined, and the Company determined that this was an indicator of a potential impairment of its goodwill, and accordingly, as of March 31, 2024, the Company performed a quantitative analysisÂ to identify and measure the amount ofÂ impairment loss to be recognized, if any. To perform its quantitative test, the Company compared the fair value of the Proteomedix reporting unit to its carrying value and determined that the fair value of the reporting unit was less than its carrying value. The Company determined the amount of impairment charges to its goodwill for the three months ended March 31, 2024 to be approximately $5.2 million. Â Historically, the Company was organized in two reporting units, Proteomedix and ENTADFI. The goodwill arising from the Proteomedix acquisition was assigned solely to the Proteomedix reporting unit. The Company reevaluated its reporting units during the three months ended June 30, 2024, and determined that as of April 30, 2024, ENTADFI no longer qualified as a separate reporting unit. As a result, since that date, the Companyâ€™s goodwill is assigned to a single reporting unit. Accordingly, the Company performed a quantitative analysis immediately prior to the change in reporting units, and immediately after the change in reporting units, to identify and measure the amount ofÂ impairment loss to be recognized, if any. To perform its quantitative tests, the Company compared the fair value of the reporting unit to its carrying value and determined that the fair value of the reporting unit was less than its carrying value. The Company determined the amount of impairment charges to its goodwill for the three months ended June 30, 2024 to be approximately $10.3 million. Â During the three months ended September 30, 2024, the Companyâ€™s re-evaluation of market conditions and anticipated timing of projected sales prompted the Company to determine that there was an indicator of a potential impairment of its related intangible assets and goodwill, and accordingly, as of September 30, 2024, the Company performed a quantitative analysis to identify and measure the amount of impairment loss to be recognized, if any. It was determined no further impairment on goodwill was required for the three months ended September 30, 2024. Â The Company has recorded a cumulative $15.5 million in impairment charges related to its goodwill for the nine months ended September 30, 2024. Â The fair value estimate of the reporting units for the quarter ended March 31, 2024 and June 30, 2024 was derived from a combination of an income approach and a market approach, and a reconciliation to the Companyâ€™s market capitalization. The fair value estimate of the reporting units for the quarter ended September 30, 2024 was derived solely from the income approach. The method was changed for the quarter ended September 30, 2024 to reflect the disparity between the Company and the guideline transactions that were previously selected in prior quarters. Under the income approach, the Company estimated the fair value of the reporting unit based on the present value of estimated future cash flows, which the Company considers to be a Level 3 unobservable input in the fair value hierarchy. The Company prepared cash flow projections based on managementâ€™s estimates of future revenue and operating costs, taking into consideration the historical performance and the current macroeconomic, industry, and market conditions. The Company based the discount rate on the weighted-average cost of capital considering Company-specific characteristics and changes in the reporting unitâ€™s projected cash flows. Under the market approach, the Company estimated the fair value of the reporting unit based on revenue market multiples derived from comparable companies with similar characteristics as the reporting unit, as well as an estimated control

premium. Â Goodwill consisted of the following as of September 30, 2024 and December 31, 2023:Â Â Balance as of December 31, 2023Â $55,676,142Â Impairment lossÂ Â (15,453,000) Foreign currency translationÂ Â (1,361,904) Balance as of September 30, 2024Â $38,861,238Â Â Accrued Expenses Â Accrued expenses consisted of the following as of September 30, 2024 and DecemberÂ 31, 2023: Â Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Accrued compensationÂ $255,679Â Â $487,579Â Accrued research and developmentÂ Â 362,839Â Â Â 616,707Â Accrued professional feesÂ Â 228,282Â Â Â 550,415Â Other accrued expensesÂ Â 220,331Â Â Â 265,849Â Accrued implementation feesÂ Â â€”Â Â Â 93,787Â Accrued franchise taxesÂ Â 40,000Â Â Â 60,530Â Accrued interestÂ Â 230,532Â Â Â â€”Â Accrued deferred offering costsÂ Â â€”Â Â Â 125,000Â TotalÂ $1,337,663Â Â $2,199,867Â Â 14 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 5 â€”Â Acquisitions Â ENTADFI Â On AprilÂ 19, 2023, the Company and Veru, Inc. (â€œVeruâ€) entered into an Asset Purchase Agreement (the â€œVeru APAâ€). Pursuant to, and subject to the terms and conditions of, the Veru APA, the Company purchased substantially all of the assets related to Veruâ€™s ENTADFIÂ product (â€œENTADFIâ€) (the â€œTransactionâ€) for a total possible consideration of $100 million. Â In accordance with the Veru APA, the Company agreed to provide Veru with initial consideration totaling $20.0 million, consisting of (i) $6.0 million paid upon the closing of the Transaction on April 19, 2023, (ii) an additional $4.0 million in the form of a non-interest bearing note payable due on September 30, 2023, and (iii) an additional $10.0 million in the form of two $5.0 million non-interest bearing notes payable, each due on April 19, 2024 and September 30, 2024. Â Additionally, the terms of the Veru APA require the Company to pay Veru up to an additional $80.0 million based on the Companyâ€™s net sales of ENTADFIÂ after closing (the â€œMilestone Paymentsâ€). The Milestone Payments are payable as follows: (i)Â $10.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $100.0 million during a calendar year, (ii)Â $20.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $200.0 million during a calendar year, and (3) $50.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $500.0 million during a calendar year. Â In connection with the Transaction, the Company also assumedÂ royalty and milestone obligations under an asset purchase agreement for tadalafil-finasteride combination entered into by Veru and Camargo Pharmaceutical Services, LLC on December 11, 2017 (the â€œCamargo Obligationsâ€). The Camargo Obligations assumed by the Company include a 6% royalty on all sales of tadalafil-finasteride and sales milestone payments of up to $22.5 million, payable to Camargo as follows: (i)Â $5.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $100.0 million during a calendar year, (ii)Â $7.5 million is payable upon the first time the Company achieves net sales from ENTADFI of $200.0 million during a calendar year, and (3) $10.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $300.0 million during a calendar year. Â On September 29, 2023, the Company entered into an amendment to the Veru APA (the â€œVeru APA Amendmentâ€), which provides that the $4.0 million note payable originally due on September 30, 2023 was deemed paid and fully satisfied upon (1) the payment to the Seller of $1.0 million in cash on September 29, 2023, and (2) the issuance to the Seller by October 3, 2023, of 3,000 shares of Series A Convertible Preferred Stock (the â€œSeries A Preferred Stockâ€) of the Company (see Note 7). Â On April 24, 2024, the Company entered into a Forbearance Agreement with Veru in connection with the Companyâ€™s default on the $5.0 million non-interest-bearing note payable that was due on April 19, 2024 (see Note 7). Â On September 19, 2024, the Company entered into an Amended and Restated Forbearance Agreement with Veru, which further modified the terms of both the April and September Veru notes outstanding (see Note 7). Â Also, in connection with, and at the time of the Transaction, and pursuant to the Veru APA, the Company entered into non-competition and non-solicitation agreements (the â€œNon-Competition Agreementsâ€) with two of Veruâ€™s key stockholders and employees (the â€œRestricted Partiesâ€). The Non-Competition Agreements generally prohibit the Restricted Parties from either directly or indirectly engaging in the Restricted Business (as such term is defined in the Veru APA) for a period of five years from the closing of the Transaction. Â The acquisition of ENTADFIÂ was accounted for as an asset acquisition in accordance with ASCÂ 805-50 because substantially all of the fair value of the assets acquired is concentrated in a single asset, the ENTADFI product rights. The ENTADFI products rights consist of trademarks, regulatory approvals, and other records, and are considered a single asset as they are inextricably linked.Â Â 15 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 5 â€”Â Acquisitions (cont.) Â The following table summarizes the aggregate consideration transferred for the assets acquired by the Company in connection with the Veru APA: Â Â Â Consideration TransferredÂ Consideration transferred at closingÂ $6,000,000Â Fair value of notes payable issuedÂ Â 12,947,000Â Transaction costsÂ Â 79,771Â Total consideration transferredÂ $19,026,771Â Â The fair value of the non-interest-bearing notes payable was estimated using a net present value model using discount rates averaging 8.2%. The resulting fair value is being accreted to the face value of the notes, through the respective maturity dates. Management evaluated the Milestone Payments and determined that at the close of the Transaction, they are not considered probable, and as such, the Company did not recognize any amount related to the Milestone Payments in the consideration transferred. Â Management evaluated the Camargo Obligations and determined that at the close of the Transaction, the related sales milestone payments are not considered probable, and as such, the Company did not recognize any related liability at the date of the Transaction. In addition, royalties under the Camargo Obligations will be recorded as cost of sales, as the related sales are generated and recognized. Â The following table summarizes the assets acquired with the Veru APA: Â Â Â Assets RecognizedÂ InventoryÂ $1,120,000Â ENTADFI IntangibleÂ Â 17,906,771Â Total fair value of identifiable assets acquiredÂ $19,026,771Â Â In accordance with ASC 805-50, the acquired inventory was recorded at fair value. The remaining consideration transferred was allocated to the ENTADFI intangible asset, which was to be amortized over its estimated useful life, which was expected to begin upon launch of ENTADFI. AcquiredÂ inventoryÂ is comprised of work-in-process and raw materials. The fair value of work-in-process inventory was determined based on an estimated sales price of the finished goods, adjusted for costs to complete the manufacturing process, costs of theÂ sellingÂ effort, a reasonable profit allowance for the remaining manufacturing andÂ sellingÂ effort, and an estimate of holding costs, and resulted in a fair value adjustment of approximately $0.3 million. The fair value of raw materials was determined to approximate replacement cost. Â The Company recorded an impairment charge on the ENTADFI asset group of approximately $3.5 million during the nine months ended September 30, 2024 (see Note 4), and an impairment charge on the ENTADFI inventory of approximately $0.4 million during the nine months ended September 30, 2024. In addition, during the fourth quarter of 2023, the Company recorded an impairment charge of approximately $14.7 million on the ENTADFI asset group, as well as an impairment charge on the ENTADFI acquired inventory of approximately $1.2 million, which included impairment of 100% of the acquired work-in-process inventory.Â 16 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 5 â€”Â Acquisitions (cont.) Â WraSer: Â On June 13, 2023 (the â€œExecution Dateâ€), the Company entered into an asset purchase agreement with WraSer, LLC,Â and affiliates (the â€œWraSer Sellerâ€) (the â€œWraSer APAâ€). Pursuant to, and subject to the terms and conditions of, the WraSer APA, on the WraSer Closing Date (as defined below) the Company was to purchase six FDA-approved pharmaceutical assets across several indications, including cardiology, otic infections, and pain management (the â€œWraSer Assetsâ€). Â Under the terms of the WraSer APA, the Company was to purchase the WraSer Assets for (i) $3.5 million in cash at signing of the WraSer APA; (ii) $4.5 million in cash on the later of (x) 90 days after the signing of the WraSer APA or (y) the date that all closing conditions under the WraSer APA are met or otherwise waived (the â€œWraSer Closing Dateâ€); (iii) 25,000 shares of the Companyâ€™s common stock (the â€œClosing Sharesâ€) issuable on the WraSer Closing Date, and (iv) $500,000 in cash one year from the WraSer Closing Date. Â In conjunction with the WraSer APA, the Company and the WraSer Seller entered into a Management Services Agreement (the â€œMSAâ€) on the Execution Date. Pursuant to the terms of the MSA, the Company would act as the manager of the WraSer Sellerâ€™s business during the period between the Execution Date and the WraSer Closing Date. During this period, the Company would make advances to WraSer, if needed. If, on the WraSer Closing Date, the WraSer Sellerâ€™s cash balance is in excess of the target amount (â€œCash Targetâ€) specified in the MSA, the Company would apply that excess to the $4.5 million cash payment due upon closing. Conversely, if there is a shortfall, the Company would be required to remit the difference to the WraSer Seller over time. Â The WraSer APA could be terminated prior to the closing upon agreement with all parties or upon breach of contract of either party, uncured within 20 days of notice. If the WraSer APA was terminated upon agreement with all parties or upon uncured breach of contract by the Company, the initial $3.5 million payment would be retained by the WraSer Seller. If it were determined that there is an uncured breach of contract by the WraSer Seller, and the WraSer APA was terminated, the Company would have an unsecured claim against WraSer for the $3.5 million payment made by the Company upon execution of the WraSer APA. The closing of the transaction was subject to certain customary closing conditions, including submission of the FDA transfer documentation to transfer ownership of the acquired product regulatory approvals to the Company. Â Â Management evaluated the terms of the WraSer APA and the WraSer MSA, and determined that, at the Execution Date, control under the provisions of ASC 805, Business Combinations (â€œASC 805â€), did not transfer to the Company; if the transaction closes, control will transfer then, and the acquisition date will be the closing date. Management further evaluated the requirements pursuant to ASC 810, Consolidations, and determined based on the terms of the MSA, and the Companyâ€™s involvement in the WraSer Sellerâ€™s business, that the WraSer Seller is a variable interest entity (â€œVIEâ€) to the Company. Management determined that the Company is not the primary beneficiary of the VIE as the WraSer APA and MSA do not provide the Company with the power to direct the activities of the VIE that most significantly impact the VIEâ€™s economic performance. While the Company was involved in the day-to-day business activities of the VIE until WraSer filed for relief under Chapter 11 of the U.S. Bankruptcy Court (see below), the WraSer Seller had to approve substantially all business activities and transactions that significantly impact the economic performance of WraSer during the term of the MSA. Additionally, the Company is not required to absorb the losses of WraSer if the WraSer APA does not close. As such, the Company was not required to consolidate WraSer in the Companyâ€™s financial statements as of September 30, 2024 and December 31, 2023. Â The Company recorded the initial $3.5 million payment as a deposit. The Company does not have any liabilities recorded as of September 30, 2024 and December 31, 2023 associated with its variable interest in the WraSer Seller, and its exposure to the WraSer Sellerâ€™s losses is limited to no more than the shortfall, if any, of the Cash Target amount of approximately $1.1 million compared to the WraSer Sellerâ€™s cash balance on the WraSer Closing Date.Â 17 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 5 â€”Â Acquisitions (cont.) Â On September 26, 2023, WraSer and its affiliates filed for relief under chapter 11 of the U.S. Bankruptcy Code in the Bankruptcy Court. On October 4, 2023, the parties agreed to amend the WraSer APA, which was subject to court approval. Shortly after its bankruptcy filing, WraSer filed a motion seeking approval of the WraSer APA as amended. The amendment, among other things, eliminates the $500,000 post-closingÂ payment due JuneÂ 13, 2024 and staggers the $4.5Â million cash payment that the Company would otherwise have to pay at closing to: (i)Â $2.2Â million to be paid at closing, (ii)Â $2.3Â million, to be paid in monthly installments of $150,000 commencing JanuaryÂ 2024 and (iii)Â 789Â shares of SeriesÂ A Preferred Stock to be paid at closing. The amendment also reduced the number of products the Company was acquiring by excluding pain medications and including only (i)Â Ciprofloxacin 0.3% and Fluocinolone 0.025% Otic Solution, under the trademark OTOVEL and its Authorized Generic Version approved under US FDA NDA No. 208251, (ii)Â Ciprofloxacin 0.2% Otic solution, under the trademark CETRAXAL, and (iii)Â Vorapaxar Sulfate tablets under the trademark Zontivity approved under US FDA NDA N204886. Â In OctoberÂ 2023, WraSer alerted the Company that its sole manufacturer for the active pharmaceutical ingredient (â€œAPIâ€) for Zontivity, the key driver for the WraSer acquisition, would no longer manufacture the API for Zontivity. The Company believes that this development constituted a Material Adverse Effect under the WraSer APA and the WraSer MSA, enabling the Company to terminate the WraSer APA and the WraSer MSA. On October 20, 2023, the Company filed a motion for relief from the automatic stay in the Bankruptcy Court so that the Company can exercise the termination rights under the WraSer APA, as amended. On DecemberÂ 18, 2023, the Bankruptcy Court entered into an Agreed Order lifting the automatic stay to enable the Company to exercise its rights to terminate the WraSer APA and the WraSer MSA.Â On DecemberÂ 21, 2023, the Company filed a Notice with the Bankruptcy Court terminating the WraSer APA and the WraSer MSA. WraSer has advised the Company that it does not believe that a Material Adverse Effect occurred. In addition, WraSer recently filed a plan of reorganization that indicates it may seek damages from the Company due to the termination of the APA and MSA. Due to the WraSer bankruptcy filing and the Companyâ€™s status as an unsecured creditor of WraSer, it is unlikely that the Company will recover the $3.5 million initial payment made, or any costs and resources in connection with services provided by the Company under the WraSer MSA, and therefore the Company recorded a loss on impairment for the $3.5 million deposit during the year ended December 31, 2023. Â ProteomedixÂ Â On December 15, 2023 (the â€œAcquisition Dateâ€), Onconetix entered into a Share Exchange Agreement (the â€œShare Exchange Agreementâ€) with Proteomedix and each of the holders of outstanding capital stock or Proteomedix convertible securities (other than Proteomedix stock options) (collectively the â€œSellersâ€), pursuant to which the Company acquired 100% of the outstanding common shares and voting interest of Proteomedix, through the issuance of 91,874 shares of common stock and 2,696,729 shares of Series B Convertible Preferred Stock (the â€œPMX Transactionâ€). Â UponÂ approval by the requisite vote of stockholders of Onconetix at the Special Meeting of the Stockholders (â€œStockholder Approvalâ€), each share of Series B Convertible Redeemable Preferred Stock (â€œSeries B Preferred Stockâ€) was automatically convertible into 100 shares of common stock in accordance with the terms of the Series B Certificate of Designation (the â€œConversionâ€). If Stockholder Approval was not obtained by January 1, 2025, Onconetix was, at the option of the holders, obligated to cash settle the Series B Preferred Stock at the option of the holders. The Series B Preferred Stock outstanding as a result of the PMX Transaction was convertible into 6,741,820 shares of common stock. Stockholder Approval was obtained on September 5, 2024 and the Conversion occurred subsequently on September 24, 2024 (see Note 9).Â 18 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 5 â€”Â Acquisitions (cont.) Â The consummation (the â€œClosingâ€) of the PMX Transaction was subject to customary closing conditions and the agreement to enter into a subscription agreement (see Note 8) withÂ Altos Ventures, a shareholder of Proteomedix, prior to the closing of the PMX TransactionÂ (the â€œPMX Investorâ€).Â Â In addition, each option to purchase shares of Proteomedix (each, a â€œProteomedix Stock Optionâ€) outstanding immediately before the Closing, whether vested or unvested, remains outstanding until the Conversion unless otherwise terminated in accordance with its terms. At the Conversion, each outstanding Proteomedix Stock Option, whether vested or unvested, shall be assumed by Onconetix and converted into the right to receive (a) an option to acquire shares of common stock (each, an â€œAssumed Optionâ€) or (b) such other derivative security as Onconetix and Proteomedix may agree, subject in either case to substantially the same terms and conditions as were applicable to such Proteomedix Stock Option immediately before the Closing. Each Assumed Option shall: (i) represent the right to acquire a number of shares of common stock equal to the product of (A) the number of Proteomedix common shares that were subject to the corresponding Proteomedix Option immediately prior to the Closing, multiplied by (B) the Exchange Ratio (as defined in the Share Exchange Agreementâ€); and (ii) have an exercise price (as rounded down to the nearest whole cent) equal to the quotient of (A) the exercise price of the corresponding Proteomedix Option, divided by (B) the Exchange Ratio.Â The Company completed the Conversion on September 24, 2024, and the Company is in process of exchanging the Proteomedix Stock Options into Onconetix restricted stock units as of the date of this filing. As of September 30, 2024, the PMX option holders continue to own Proteomedix Stock Options. Â Management determined that the PMX Transaction was a business combination as defined within ASC 805, and that Onconetix was the accounting acquirer. The Company determined that Onconetix was the accounting acquirer based on the guidance contained within ASC 805-10. The significant factors that led to the Companyâ€™s conclusion were (i) the Company obtained 100% of the outstanding common stock and voting interest of PMX, (ii) at closing of the PMX Transaction, the PMX shareholders were issued approximately 17% of Onconetixâ€™s outstanding common stock and none of the former PMX shareholders held more than 5% of Onconetixâ€™s common stock individually, (iii) the composition of executive management and the governing body did not change sufficiently to give PMX or its former shareholders control over these functions within Onconetix, and (iv) Onconetix was significantly larger when considering both total assets and operations. As a result, the Company has applied purchase accounting as of the Closing of the PMX Transaction. The assets, liabilities, and non-controlling interest of Proteomedix were recognized at fair value as of the Closing and the results of its operations have been included within Onconetixâ€™s condensed consolidated statements of operations and comprehensive loss from that date forward. Â The assets acquired and liabilities assumed are recognized provisionally in the accompanying condensed consolidated balance sheets at their estimated fair values as of the acquisition date. The initial accounting for the business combination is not complete as the Company is in the process of obtaining additional information for the valuation of acquired intangible assets and deferred tax liabilities. The provisional amounts are subject to change to the extent that additional information is obtained about the facts and circumstances that existed as of the acquisition date. Under U.S. GAAP, the measurement period shall not exceed one year from the acquisition date and the Company will finalize these amounts no later than December 15, 2024. The estimated fair values as of the acquisition date are based on information that existed as of the acquisition date. During the measurement period the Company may adjust provisional amounts recorded for assets acquired and liabilities assumed to reflect new information that the Company has subsequently obtained regarding facts and circumstances that existed as of the acquisition date.Â 19 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 5 â€”Â Acquisitions (cont.) Â The acquisition-date fair value of the consideration

transferred totaled approximately $65.1 million, which consisted of the following: Â Â Â Consideration TransferredÂ Common stockÂ $875,484Â Series B Preferred StockÂ Â 64,236,085Â Total consideration transferredÂ $65,111,569Â Â The fair value of the Companyâ€™s common shares issued as consideration was based on the closing price of the Companyâ€™s common stock as of the Acquisition Date. The fair value of the Series B Preferred Stock issued as consideration was based on the underlying fair value of the number of common shares that the Series B Preferred Stock converts into, also based on the closing price of the Companyâ€™s common stock as of the Acquisition Date. Â Â The fair value of the Proteomedix stock options assumed as part of the PMX Transaction was determined using a Black-Scholes option pricing model with the following significant assumptions: Â Exercise priceÂ $1.15 â€“ 28.83Â Stock priceÂ $128.11Â Term (years)Â Â 0.17 â€“ 3.59Â Expected stock price volatilityÂ Â 90% Risk-free rate of interestÂ Â 4.07% â€“ 5.47%Â Â The following table summarizes the preliminary estimated fair values of the assets acquired and liabilities assumed at the acquisition date: Â Â Â Net Assets RecognizedÂ CashÂ $1,056,578Â Accounts receivableÂ Â 87,445Â InventoriesÂ Â 80,593Â Prepaid expenses and other current assetsÂ Â 114,615Â Right of use assetÂ Â 149,831Â Property and equipment, netÂ Â 39,779Â Trade nameÂ Â 9,018,000Â Customer relationshipsÂ Â 1,891,000Â Product rights for developed technologyÂ Â 10,541,000Â GoodwillÂ Â 53,914,055Â Total assets acquiredÂ Â 76,892,896Â Accounts payableÂ Â (234,029) Accrued expensesÂ Â (732,814) Operating lease liabilityÂ Â (149,831) Deferred tax liabilityÂ Â (2,994,669) Pension benefit obligationÂ Â (548,384) Note payableÂ Â (115,096) Total liabilities assumedÂ Â (4,774,823) Net assetsÂ Â 72,118,073Â Less non-controlling interestÂ Â (7,006,504) Net assets acquiredÂ $65,111,569Â Â 20 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 5 â€”Â Acquisitions (cont.) Â The goodwill recognized as a result of the PMX Transaction is attributable primarily to expected synergies and the assembled workforce of Proteomedix. None of the goodwill is expected to be deductible for income tax purposes. Â The fair values of the acquired tangible and intangible assets were determined using variations of the cost, income approach using the excess earnings, lost profits, and relief from royalty methods. The income approach valuation methodology used for the intangible assets acquired in the PMX Transaction makes use of Level 3 inputs. Â The trade name intangible asset represents the value of the Proclarixâ„¢ brand name and was valued using a relief from royalty method under an income approach. A royalty rate of 6% was utilized in determining the fair value of this intangible asset. The fair value of this asset was determined based on a cash flow model using forecasted revenues and expenses specifically tied to Proclarixâ„¢. Those cash flows were then discounted at 10% determined by the use of a weighted average return on assets analysis. The life of this intangible asset was determined to be indefinite as the branded name will persist beyond the life of the product rights and customer relationships. Â The customer relationship intangible assets represent the value of the existing customer contract with LabCorp (see Note 6) and was valued using the lost profits method under the income approach. The fair value of this asset was determined based on a cash flow model using forecasted revenues specifically tied to Proteomedixâ€™s LabCorp contract. Those cash flows were then discounted at 10% determined by the use of a weighted average return on assets analysis. The estimated useful life of this asset was determined by reference to the estimated life of the product rights associated with the LabCorp contract. Â The product rights for developed technology acquired in the PMX Transaction represents know-how and patented intellectual property held by PMX pertaining to its commercial-ready prostate cancer diagnostic system, Proclarixâ„¢. The fair value of this asset was determined based on a cash flow model based on forecasted revenues and expenses specifically tied to Proclarixâ„¢. Those cash flows were then discounted at 8% for the period prior to patent expiration and 16% for the period thereafter. The discount rates were determined by the use of a weighted average return on assets analysis. The estimated useful life of the product rights was determined based on the underlying patentâ€™s remaining life. Â The fair value of the non-controlling interest in Proteomedix is estimated to be $7.0 million and represents the fair value of the vested Proteomedix stock options outstanding as of the Acquisition Date. The fair value of the non-controlling interest was valued using the methodology applicable to the Proteomedix stock options disclosed above. As Proteomedix was a private company as of the Acquisition Date, the fair value measurement is based on significant inputs that are not observable in the market and thus represents a Level 3 measurement as defined in ASC 820, Fair Value Measurement. Â The Company recognized approximately $1.5 million of acquisition related costs that were expensed during 2023, including the fair value of the related party subscription agreement liability, which was a closing condition for the PMX Transaction (see Note 8). Â The following summary, prepared on a pro forma basis, presents the Companyâ€™s unaudited consolidated results of operations for the three and nine months ended September 30, 2023, as if the PMX Transaction had been completed as of January 1, 2023. The pro forma results below include the impact of amortization of intangible assets. This pro forma information is presented for illustrative purposes only, is not necessarily indicative of future results of operations and does not include any impact of transaction synergies. In addition, the pro forma results are not necessarily indicative of the results of operations that actually would have been achieved had the PMX Transaction been consummated as of that date: Â Â Â Unaudited For The Three Months Ended SeptemberÂ 30, 2023Â Â Unaudited For The NineÂ Months Ended SeptemberÂ 30, 2023Â RevenueÂ $548,731Â Â $2,092,761Â Net lossÂ Â 5,494,678Â Â Â 15,387,517Â Â 21 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 6 â€”Â Significant Agreements Â Services Agreement Â On July 21, 2023, the Company, entered into a Licensing and Services Master Agreement (â€œMaster Services Agreementâ€) and a related statement of work with a vendor, pursuant to which the vendor was to provide to the Company commercialization services for the Companyâ€™s products, including recruiting, managing, supervising and evaluating sales personnel and providing sales-related services for such products, for fees totaling up to $29.1 million over the term of the statement of work. The statement of work had a term through September 6, 2026, unless earlier terminated in accordance with the Master Services Agreement and the statement of work. On July 29, 2023, a second statement of work was entered into with the same vendor for certain subscription services providing prescription market data access to the Company. The fees under the second statement of work totaled approximately $800,000, and the term was through July 14, 2025. On October 12, 2023, the Company terminated the Master Services Agreement and the statements of work. The Company recorded net credits of $0.4 million related to this contract during the nine months ended September 30, 2024, which is included in selling, general and administrative expense in the accompanying consolidated statements of operations and comprehensive loss. The Company had approximately $1.1 million and $1.8 million recorded in related accounts payable as of September 30, 2024 and December 31, 2023, respectively, which includes amounts due for early termination of the contract. Â Laboratory Corporation of America Â On March 23, 2023, Proteomedix entered into a license agreement with LabCorp, pursuant to which LabCorp has the exclusive right to develop and commercialize Proclarix, and other products developed by LabCorp using Proteomedixâ€™s intellectual property covered by the license, in the United States (â€œLicensed Productsâ€). In consideration for granting LabCorp an exclusive license, Proteomedix received an initial license fee in the mid-six figures upon signing of the contract. Additionally, Proteomedix is entitled to royalty payments of between 5% and 10% on the net sales recognized by LabCorp of any Licensed Products plus milestone payments as follows: Â Â â— After the first sale of Proclarix as a laboratory developed test, LabCorp will pay an amount in the mid-six figures, Â â—after LabCorp achieves a certain amount in the low seven figures in net sales of Licensed Products, LabCorp will pay Proteomedix an amount in the low seven figures, Â â—after a certain amount in the mid-seven figures in net sales of Licensed Products, LabCorp will pay Proteomedix an amount in the low seven figures. Â The total available milestone payments available under the terms of this contract is $2.5 million. An additional $0.5 million was paid to Proteomedix as an initial license fee in 2023. Â LabCorp is wholly responsible for the cost, if any, of research, development and commercialization of Licensed Products in the United States but has the right to offset a portion of those costs against future royalty and milestone payments. Additionally, LabCorp may deduct royalties or other payments made to third parties related to the manufacture or sale of Licensed Products up to a maximum amount of any royalty payments due to Proteomedix. Â The license agreement and related royalty payment provisions expire during 2038, which approximates the expiration of the last patent covered by the license agreement. LabCorp has the right to terminate the license agreement for any reason by providing 90 days written notice to Proteomedix. Either party may terminate the license agreement due to a material breach of the terms of the license agreement with 30 daysâ€™ notice, provided such breach is not cured within the foregoing 30-day period. Finally, Proteomedix may terminate the license agreement with 60 daysâ€™ notice in the event LabCorp fails to make any undisputed payment due, provided that LabCorp does not remit the payment within the foregoing 60-day period. Â As of September 30, 2024, the sale of Licensed Products by LabCorp under the license agreement has not commenced. The Company has sold product to LabCorp for their use in internal trials of the test. Â 22 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â Notes 7 â€” Notes PayableÂ Â Veru Notes Payable Â In connection with the Veru APA (see Note 5), the Company executed three non-interest-bearing notes payable (the â€œNotesâ€) in the principal amounts of $4.0 million, $5.0 million, and $5.0 million with initial maturity dates of September 30, 2023, April 19, 2024, and September 30, 2024, respectively. In accordance with the Notes, no principal payments are due until maturity; however, the Company may voluntarily prepay the Notes with no penalty. Additionally, in an Event of Default, as defined in the Notes, the unpaid principal amount of the Notes will accrue interest at a rate of 10.0% per annum. Â The Company imputed interest on the Notes using an average discount rate of 8.2% and recorded a debt discount of approximately $1.1 million at the issuance date. The debt discount is reflected as a reduction in the carrying amount of the Notes and amortized to interest expense through the respective maturity dates, using the effective interest method. Â On September 29, 2023, the Company and the note holder entered into an amendment to the Veru APA, which provided that the $4.0 million note payable originally due on September 30, 2023 was deemed paid and fully satisfied upon (1) the payment to the Seller of $1.0 million in cash on September 29, 2023, and (2) the issuance to the Seller by October 3, 2023 of 3,000 shares of Series A Preferred Stock of the Company. In connection with the Veru APA Amendment, the Company recorded an extinguishment loss on the note payable of approximately $490,000 during the year ended December 31, 2023, which represented the difference between the fair value of the Series A Preferred Stock that was issued to settle the debt and the carrying value of the note payable as of September 29, 2023. Pursuant to the Veru APA Amendment, the Series A Preferred Stock would convert to common stock of the Company one year from the date of issuance if the required stockholder approval was obtained. The Series A Preferred Stock, which was issued to the Seller on October 3, 2023 was initially convertible, in the aggregate, into 142,749 shares of the Companyâ€™s common stock, subject to adjustment and certain stockholder approval limitations specified in the Certificate of Designations. Stockholder approval was obtained during September 2024 and therefore subsequent conversion of the Series A Preferred Stock to common stock was consummated by the Company during the quarter ended September 30, 2024 (see Note 9). The Company also agreed to include the shares of common stock issuable upon conversion of the Series A Preferred Stock in the next resale registration statement filed with the SEC. To that end, the Company registered 130,321 shares of common stock, out of the 142,749 shares issued to Veru, in a registration statement filed with the SEC on November 1, 2024. Â Â On AprilÂ 24, 2024, the Company entered into a forbearance agreement with Veru (the â€œOriginal Forbearance Agreementâ€) due to the Companyâ€™s failure to repay the principal balance on the $5.0 million note payable that had a maturity date of April 19, 2024 (the â€œApril Veru Noteâ€). Pursuant to the Original Forbearance Agreement, Veru will forbear from exercising its rights and remedies under the April Veru Note as a result of this default, until March 31, 2025 (the â€œApril 2024 Forbearance Periodâ€). Â Interest will accrue on any unpaid principal balance of the April Veru Note at a rate of 10% per annum, commencing on AprilÂ 20, 2024 through the date that the outstanding principal balance under the April Veru Note is paid in full. Any such accrued interest will become immediately due and payable upon the earlier of (i) certain events of default under the April Veru Note or the $5.0 million note payable that matures on September 30, 2024 (the â€œSeptember Veru Noteâ€), (ii) a payment default under the September Veru Note and (iii) the final payment of any principal amount payable under the September Veru Note. No interest was to accrue under the September Veru Note during the April 2024 Forbearance Period unless an Event of Default (as defined in the Original Forbearance Agreement) occurs, in which case interest will accrue from and after the date on which such default occurs. Â In consideration for Veruâ€™s entrance into the Original Forbearance Agreement, the Company agreed to pay Veru: Â â—$50,000 of the principal due under the April Veru Note, which was paid on April 25, 2024, and up to $10,000 of out-of-pocketÂ expenses incurred by Veru in connection with the Original Forbearance Agreement; Â â—15% of (i) the monthly cash receipts of Proteomedix for the licensing or sale of any products or services, (ii) monthly cash receipts of the Company or any of its subsidiaries for the sales of Proclarix anywhere in the world, and (iii) monthly cash receipts of the Company or any of its subsidiaries for milestone payments or royalties from LabCorp; and Â â—10% of the net proceeds from any financing or certain asset sale, transfer or licensing transactions that are consummated prior to MarchÂ 31, 2025. Â The Company also agreed to a general release of claims against Veru and its representatives arising out of or relating to any act or omission thereof prior to AprilÂ 24, 2024. Â The Company determined that the Original Forbearance Agreement should be accounted for as aÂ modification of the April Veru Note and the September Veru NoteÂ in accordance with ASC 470-50, Debt - Modifications and Extinguishments (â€œASC 470â€), as the change in cash flows expected under the April Veru Note and the September Veru Note was not substantial. A new effective interest rate was established based on the carrying value of the original Notes and the revised cash flows and no gain or loss was recorded.Â 23 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â Notes 7 â€” Notes Payable (cont.) Â On September 19, 2024, the Company entered into an Amended and Restated Forbearance Agreement with Veru (the â€œAmended and Restated Forbearance Agreementâ€ or â€œA&R Forbearance Agreementâ€), which amends and restates the Original Forbearance Agreement in its entirety. Pursuant to the A&R Forbearance Agreement, Veru will forbear from exercising its rights under both the April Veru Note and the September Veru Note, subject to the terms and conditions set forth below. Â Pursuant to the A&R Forbearance Agreement, the April 2024 Forbearance Period continues to end on the earlier of (a) March 31, 2025 and (b) the occurrence of an Event of Default (as defined in the Amended and Restated Forbearance Agreement). The A&R Forbearance Agreement also extends the due date for the September Veru Note until the earlier to occur of (i) June 30, 2025 or (ii) the occurrence of any Event of Default. The Amended and Restated Forbearance Agreement also effected certain modifications to the payment terms in the Original Forbearance Agreement and amended certain terms of the September Veru Note as summarized below. Â Pursuant to the A&R Forbearance Agreement, the Company agreed to make the following required payments (the â€œRequired Paymentsâ€) during the April 2024 Forbearance Period, first to accrued and unpaid interest under the April Veru Note and then any remainder to the outstanding principal amount of the April Veru Note: Â â—Interest at the rate of 10% per annum shall accrue on any unpaid principal balance of the April Veru Note commencing on April 20, 2024 through the date that the outstanding principal balance under the April Veru Note is paid in full; Â â—Monthly payments equal to 25% (increased from 15% in the Original Forbearance Agreement) of (i) the monthly cash receipts of Proteomedix for the licensing or sale of any products or services, (ii) monthly cash receipts of the Company or any of its subsidiaries for the sales of Proclarix anywhere in the world, and (iii) monthly cash receipts of the Company or any of its subsidiaries for milestone payments or royalties from LabCorp cash receipts of the Company of its subsidiaries from certain sale or licensing revenues or payments (the â€œOrdinary Cash Revenueâ€), which increased amount began October 20, 2024 for cash receipts in September 2024; Â â—Payment of 20% (increased from 10% in the Original Forbearance Agreement) of the net proceeds from certain financing or other transactions outside the ordinary course of business completed by the Company or any of its subsidiaries during the April 2024 Forbearance Period, which increased amount will begin for any net proceeds received after September 19, 2024; and Â â—The remaining balance of the April Veru Note will be due at the end of the April 2024 Forbearance Period. Â The Company and Veru also agreed to the following amendments to the September Veru Note in the A&R Forbearance Agreement: Â Â â—As noted above, an extension of the maturity date to June 30, 2025; Â â—The accrual of interest at the rate of 10% per annum on any unpaid principal balance of the September Veru Note commencing on October 1, 2024 through the date that the outstanding principal balance under the September Veru Note is paid in full; Â â—Any amounts owed on the September Veru Note, including but not limited to unpaid principal and accrued interest, will be paid in cash or, upon the mutual written consent of Veru and the Company, in shares of the Companyâ€™s Common Stock or a combination of cash and the Companyâ€™s Common Stock; Â â—Following full repayment of all principal and interest under the April Veru Note, the Company will make the Required Payments first towards accrued and unpaid interest under the September Veru Note and then towards the remaining principal balance payable under the September Veru Note; Â â—If the aggregate unpaid principal outstanding under the April Veru Note and the September Veru Note and all accrued and unpaid interest thereon is repaid in cash on or before December 31, 2024, then the total principal balance under the September Veru Note that will be payable by the Company in satisfaction of its obligations under the September Veru Note will be reduced from $5.0 million to $3.5 million. Â The Company determined the A&R Forbearance Agreement should be accounted for as a modification of both the April and September Veru Notes in accordance with ASC 470-50, Debt - Modifications and Extinguishments (â€œASC 470â€), as the change in cash flows expected under the April Veru Note and the September Veru Note was not substantial. A new effective interest rate was established based on the carrying value of the original Notes and the revised cash flows and no gain or loss was recorded.Â 24 Â Â Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â Notes 7 â€” Notes Payable (cont.) Â During the three and nine months ended September 30, 2024, the Company recorded approximately $0.2 million and $0.6 million of associated interest expense, respectively, which includes accrued interest and amortization of the debt discount. The unamortized debt discount as of September 30, 2024 was approximately $10,000. As of September 30, 2024, the Company has recorded accrued interest

of approximately $0.2 million on the Notes, which is included in accrued expenses in the accompanying condensed consolidated balance sheets. Â Future minimum principal payments on the Notes as of September 30, 2024 includes $4.7 million in principal payments that are due in March 2025 and $5.0 million principal payments that are due in June 2025. Â Related Party Debenture Â On January 23, 2024, the Company issued a non-convertible debenture (the â€œDebentureâ€) to the PMX Investor, a related party, in the principal sum of $5.0 million, in connection with the Subscription Agreement discussed in Note 8. The Debenture has an interest rate of 4.0% per annum, and the principal and accrued interest was originally payable in full upon the earlier of (i) the closing under the Subscription Agreement and (ii) June 30, 2024. Additionally, the $5.0 million subscription amount under the Subscription Agreement shall be increased by the amount of interest payable under the Debenture. Â On April 24, 2024, the maturity date of the related party debenture was extended to October 31, 2024, through the execution of an extension agreement (the â€œExtension Agreementâ€) between the Company and the PMX investor. No other terms of the Debenture were modified in connection with the Extension Agreement. Â The Company considered the guidance of ASC 470-60, Troubled Debt Restructuring by Debtors, and concluded that the Extension Agreement should be accounted for as a troubled debt restructuring as the Company is experiencing financial difficulty and since the effective borrowing rate under the Extension Agreement is less than the effective borrowing rate under the original agreement, which indicates that a concession is deemed to have been granted. This did not result in a gain on restructuring as the future undiscounted cash outflows required under the Extension Agreement exceed the carrying value of the Debenture immediately prior to the extension. A new effective rate was established based on the carrying value of the original Debenture and the revised cash flows. Â In connection with the issuance of the Debenture, the Company incurred approximately $0.4 million in financing fees, which was recorded as a debt discount, and reflected as a reduction in the carrying amount of the Debenture. The debt discount is being amortized to interest expense through the maturity date. The Company did not incur any financing fees in connection with the Extension Agreement. Â On September 24, 2024, the Company converted all unpaid principal and accrued interest due under the Debenture into 500,000 units, attributable to principal, and 13,424 units, attributable to accrued interest, upon the closing of the Subscription Agreement. Each unit consisted of 1 share of common stock and 0.30 pre-funded warrants at an exercise price of $0.04 per share. As a result of the transaction, 513,424 shares of common stock were issued, and 3,851 pre-funded warrants were issued. As of September 30, 2024, there is no outstanding balance or accrued interest remaining on the Debenture. The remaining unamortized debt discount was immediately expensed upon settlement. Â The Company recorded approximately $0.2 million and $0.5 million of interest expense on the Debenture during the three and nine months ended September 30, 2024, respectively, which includes accrued interest and amortization of the debt discount. Â 25 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â Notes 7 â€” Notes Payable (cont.) Â Insurance Financing Â During the nine months ended September 30, 2024, the Company obtained financing for certain Director & Officer liability insurance policy premiums. The agreement assigns the lender aÃ firstÂ priority lien on and security interest in the financed policies and any additional premium required in the financed policies. Â The total premiums, taxes and fees financed are approximately $0.7 million,Â with an annual interest rate ofÂ 7.79%. In consideration of the premium payment by the lender to the insurance companies or the agent or broker, the Company unconditionally promised to pay the lender the amount financed plus interest and other charges permitted under the agreement. At September 30, 2024, the Company recognized approximately $0.2 millionÂ as an insurance financing noteÂ payable, which is included in the current portion of notes payable in the accompanying condensed consolidated balance sheets. The Company will pay the insurance financing through monthly installment payments of approximately $78,000, with the last payment for the note due on November 17, 2024. Â PMX Note Payable Â The Company also assumed an obligation in the amount of 100,000 CHF, in connection with the Proteomedix acquisition. This obligation relates to a loan from an investor that was advanced to Proteomedix in March 2010. This loan bears no interest, is unsecured and may be cancelled by the Company at its discretion, however it is the intent of the Company to repay this loan in the future. The loan payable, in the amount of approximately $118,000, is included in the long term note payable in the accompanying condensed consolidated balance sheets as of September 30, 2024.Â Â Note 8 â€” Subscription Agreement Â On December 18, 2023, the Company entered into a subscription agreement (the â€œSubscription Agreementâ€) with the PMX Investor, who became a stockholder of Onconetix at the closing of the PMX Transaction (see Notes 5 and 11), for the sale of 500,000 units, each comprised of 1 share of common stock and 0.30 pre-funded warrants (the â€œUnitsâ€) at $10 per Unit. The Subscription Agreement includes a make-whole provision which requires the issuance of additional shares of common stock in the event that the 270-day volume weighted average price after the closing of the Subscription Agreement, is below $10, and the PMX Investor still holds the common shares acquired upon closing of the Subscription Agreement 270 days after such closing. The Subscription Agreement would only close upon obtaining Stockholder Approval for certain transactions involving the Companyâ€™s Series B Preferred Stock, as further described in Note 5. The Subscription Agreement was amended on January 23, 2024 to include a provision for interest on the $5 million debenture, accruing at a rate of 4%, to be included in the calculation of the units to be issued upon the Conversion. Stockholder approval was obtained on September 5, 2024, and as a result, the Conversion and the issuance of 500,000 units, attributable to the Subscription Agreement, and 13,424 units, attributable to additional accrued interest under the debenture to the PMX Investor took place on September 24, 2024. Due to the issuance, the make-whole took effect and remains in place until June 24, 2025. Â The Subscription Agreement is accounted for as a liability in accordance with ASC 480, Distinguishing Liabilities from Equity, (â€œASC 480â€), as the make-whole provision could result in a variable number of shares being issued upon settlement. The related party subscription agreement liability is measured at fair value at the commitment date and at each subsequent reporting period, with changes in fair value recorded as a component of other income (expense), net in the condensed consolidated statements of operations and comprehensive loss. As of September 30, 2024 and December 31, 2023, the fair value of the related party subscription agreement liability is estimated to be approximately $1,814,000 and $864,000, respectively, and the change in fair value of the related party subscription agreement liability for the three and nine months ended September 30, 2024 was an increase of approximately $928,000 and $950,000, respectively. The fair value was determined using a Monte-Carlo option pricing model, and as of September 30, 2024 and December 31, 2023, the Company utilized 100% and 55% probability, respectively, that the Subscription Agreement will close. The significant assumptions used in the Monte-Carlo model, which utilizes Level 3 inputs (see Note 3), are as follows as of September 30, 2024 and December 31, 2023: Â Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Exercise priceÂ $10Â Â $10Â Term (years)Â Â 0.73Â Â Â Â 1.2Â Expected stock price volatilityÂ Â 100%Â Â 95% Risk-free rate of interestÂ Â 4.15%Â Â 4.64% Â 26 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 9 â€”Â Convertible Redeemable Preferred Stock and Stockholdersâ€™ Equity Â Authorized Capital Â As of September 30, 2024 and December 31, 2023, the Company is authorized to issue 250,000,000 shares and 10,000,000 shares of common stock and preferred stock, respectively, with a par value of $0.00001 for both common stock and preferred stock. As of September 30, 2024 and December 31, 2023, the Company had designated and authorized the issuance of up to 1,150,000 shares, 10,000 shares, and 2,700,000 shares of Series Seed Preferred Stock, Series A Preferred Stock, and Series B Preferred Stock, respectively (see Note 15). Â Preferred Stock Â Series Seed Convertible Preferred Stock Â The Company has 1,150,000 shares of preferred stock designated as Series Seed Preferred Stock (â€œSeries Seedâ€) and there are no shares of Series Seed outstanding as of September 30, 2024 and December 31, 2023. Â Series A Convertible Preferred Stock Â On September 29, 2023, the Company filed a Certificate of Designations of Rights and Preferences of Series A Preferred Stock of the Company (the â€œSeries A Certificate of Designationsâ€) with the State of Delaware to designate and authorize the issuance of up to 10,000 shares of Series A Preferred Stock. Â On October 3, 2023, the Company issued 3,000 shares of Series A Convertible Preferred Stock in exchange for the settlement of $3.0 million in notes payable due to Veru, Inc. (see Notes 5 and 7). Â On September 24, 2024, Veru converted all 3,000 shares of Series A Convertible Preferred Stock into 142,749 shares of the Companyâ€™s common stock per the stated conversion ratio. There were 0 and 3,000 shares of Series A Convertible Stock outstanding as of September 30, 2024 and December 31, 2023, respectively. Â Series B Convertible Preferred Stock Â On December 15, 2023, the Company filed a Certificate of Designations of Rights and Preferences of Series B Convertible Preferred Stock of the Company (the â€œSeries B Certificate of Designationsâ€) with the State of Delaware to designate and authorize the issuance of up toÂ 2,700,000Â shares of Series B Preferred Stock. Â On December 15, 2023, in connection with the PMX Transaction, as part of the purchase consideration, the Company issued 2,696,729 shares of Series B Convertible Preferred Stock (see Note 5). The SeriesÂ B Preferred Stock was initially convertible into approximately 6,741,820 shares of the Companyâ€™s common stock, upon Stockholder Approval as defined in the Series B Certificate of Designation. Â The Company evaluated the terms of the Series B Preferred Stock, and in accordance with the guidance of ASC 480, the Series B Preferred Stock was classified as temporary equity in the accompanying consolidated balance sheets, as the shares may be redeemable by the holders for cash, upon certain conditions that are not within the control of the Company. Additionally, the Company does not control the actions or events necessary to deliver the number of required shares upon exercise by the holders of the conversion feature. The Series B Preferred Stock was recorded at its fair value as of the issuance date (see Note 5). The Series B Preferred Stock was not previously redeemable or probable of becoming redeemable because it was subject to, among other things, Stockholder Approval as described above, and therefore the carrying amount was not accreted to its redemption value in prior periods. Â On September 5, 2024, Stockholder Approval was obtained, and on September 24, 2024, the Company effected the conversion of all 2,696,729 shares of Series B Preferred Stock into 6,741,820 shares of the Companyâ€™s common stock.Â 27 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 9 â€”Â Convertible Redeemable Preferred Stock and Stockholdersâ€™ Equity (cont.) Â Common Stock Â Â As of September 30, 2024 and December 31, 2023 there were 8,326,281 and 571,033 shares of common stock issued, respectively, and 8,313,347 and 558,099 shares of common stock outstanding, respectively. Â Warrant Inducements: Â July 2024 Inducement Â On July 11, 2024, the Company entered into common stock preferred investment options exercise inducement offer letters (the â€œInducement Lettersâ€) with certain holders of existing preferred investment options to purchase shares of the Companyâ€™s common stock at the original exercise prices of $101.84 and $43.60 per share, issued on August 11, 2022 and August 2, 2023, respectively (collectively, the â€œExisting PIOsâ€), pursuant to which the holders agreed to exercise for cash their Existing PIOs to purchase an aggregate of 186,466 shares of the Companyâ€™s common stock, at a reduced exercise price of $6.00 per share, in consideration for the Companyâ€™s agreement to issue new preferred investment options (the â€œInducement PIOsâ€) to purchase up to an aggregate of 559,397 shares of the Companyâ€™s common stock. Of the 559,397 PIOs issued, 186,465 have a contractual term of 5 years, while the remaining 372,932 have a contractual term of 2 years. Aside from the contractual terms, the Inducement PIOs have substantially the same terms as the Existing PIOs. Â On July 11, 2024, the Company consummated the transaction contemplated by the Inducement Letters upon unanimous written consent of the Board of Directors (the â€œWarrant Inducementâ€). The Company received aggregate net proceeds of approximately $0.9 million from the Warrant Inducement, after deducting placement agent fees and other offering expenses payable by the Company. Â The Company agreed to file a registration statement covering the resale of the Inducement PIO Shares issued or issuable upon the exercise of the Inducement PIOs (the â€œResale Registration Statementâ€) within 30 days after the date of the Inducement Letter and to use commercially reasonable efforts to cause such Resale Registration Statement to be declared effective by the SEC within 60 days following the date of the Inducement Letter (or within 90 days following the date of the Inducement Letter in the case of full review of the Resale Registration Statement by the SEC). Â The Company engaged H.C. Wainwright & Co., LLC (â€œWainwrightâ€) to act as its exclusive placement agent in connection with the transactions summarized herein and paid Wainwright a cash fee equal to 7.5% of the gross proceeds received form the exercise of the Existing PIOs as well as a management fee equal to 1.0% of the gross proceeds from the exercise of the Existing PIOs. The Company also agreed to reimburse Wainwright for its expenses in connection with the exercise of the Existing PIOs and the issuance of the Inducement PIOS, up to $50,000 for fees and expenses of legal counsel and other out-of-pocket expenses and paid Wainwright for non-accountable expenses in the amount of $35,000. The Company also issued to Wainwright or its designees warrants (the â€œPlacement Agent Warrantsâ€), and as such shares of common stock issuable thereunder, (the â€œPlacement Agent Warrant Sharesâ€) to purchase (i) 13,054 shares of common stock which have the same terms as the Inducement PIOs except for an exercise price equal to $7.50 per share and a term of five (5) years following the date of stockholder approval and (ii) upon any exercise for cash of the Inducement PIOs, 7.5% of the aggregate exercise price and that number of shares of common stock equal to 7.0% of the aggregate number of such shares of common stock underlying the Inducement PIOs that have not been exercised, which will have substantially the same terms as the Placement Agent Warrants. Â The Company evaluated the terms of the Inducement PIOs and the Wainwright Inducement Warrants (collectively, the â€œAugust 2023 Inducement Warrantsâ€), and determined that they should be classified as equity instruments based upon accounting guidance provided in ASC 480 and ASC 815-40. Â The Warrant Inducement, which resulted in the lowering of the exercise price of the Existing PIOs and the issuance of the Inducement PIOs, is considered a modification of the Existing PIOs under the guidance of Accounting Standards Update (â€œASUâ€) No. 2021-04, Issuerâ€™s Accounting for Certain Modifications or Exchanges of Equity Classified Written Call Options. The modification is consistent with the â€œEquity Issuanceâ€ classification under that guidance as the reason for the modification was to induce the holders of the Existing PIOs to cash exercise their warrants, resulting in the imminent exercise of the Existing PIOs, which raised equity capital and generated net proceeds for the Company of approximately $0.9 million. As the Existing PIOs and the Inducement PIOs were classified as equity instruments before and after the exchange, and as the exchange is directly attributable to an equity offering, the Company recognized the effect of the modification of approximately $1.9 million as an equity issuance cost.Â 28 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 9 â€”Â Convertible Redeemable Preferred Stock and Stockholdersâ€™ Equity (cont.) Â In addition, the change in fair value of the contingent warrant liability associated with 3,729 of the August 2022 Contingent Warrants and 7,459 of the August 2023 Contingent Warrants was decreased to $0 upon the agreement with Wainwright that all prior contingent warrants were no longer issuable or due upon the Warrant Inducement Transaction. The fair value of the contingent warrant liability of approximately $2,700 was derecognized as of the settlement date, with the corresponding amount, representing the fair value of the Wainwright Inducement Warrants, was recognized as additional paid-in capital. Â The Company evaluated the terms of the 39,158 Inducement Contingent Warrants (equivalent to 7.0% of the aggregate number of such shares of common stock underlying the Inducement PIOs that have not been exercised), which are issuable upon a future inducement, and determined that they should be classified as a liability based upon accounting guidance provided in ASC 815-40. Since the Inducement Contingent Warrants are a form of compensation to Wainwright, the Company recorded the value of the liability of approximately $158,000 as a reduction of additional paid in capital, with subsequent changes in the value of the liability recorded in other income (expense) in the accompanying condensed statements of operations. Â August 2023 Inducement Â On July 31, 2023, the Company entered into a common stock preferred investment option exercise inducement letter (the â€œInducement Letterâ€) with a certain holder of existing preferred investment options to purchase shares of the Companyâ€™s common stock at the original exercise price of $101.84 per share, issued on August 11, 2022 (the â€œExisting PIOsâ€). Pursuant to the Inducement Letter, the Holder agreed to exercise for cash its Existing PIOs to purchase an aggregate of 62,155 shares of the Companyâ€™s common stock (the â€œInducement PIO Sharesâ€), at a reduced exercise price of $43.6 per share, in exchange for the Companyâ€™s agreement to issue new PIOs (the â€œInducement PIOsâ€) to purchase up to 124,311 shares of the Companyâ€™s common stock. The Inducement PIOs have substantially the same terms as the Existing PIOs. Â On August 2, 2023, the Company consummated the transactions contemplated by the Inducement Letter (the â€œWarrant Inducementâ€). The Company received aggregate net proceeds of approximately $2.3 million from the Warrant Inducement, after deducing placement agent fees and other offering expenses payable by the Company. Â Upon close of the transaction, the Company issued the Holder 39,375 of the 62,155 shares of common stock that were issuable upon exercise of the Existing PIOs. Due to the beneficial ownership limitation provisions in the Inducement Letter, the remaining 22,780 shares were initially unissued, and held in abeyance for the benefit of the Holder until notice from the Holder that the shares may be issued in compliance with such limitation is received. These shares were issued to the Holder in October 2023. Â The Company agreed to file a registration statement covering the resale of the Inducement PIO Shares issued or issuable upon the exercise of the Inducement PIOs, as soon as practicable, and to use commercially reasonable efforts to have such Resale Registration Statement declared effective by the SEC within 90 days following the date of the Inducement Letter, and to keep the Resale Registration Statement effective at all times until there are no Inducement PIO Shares. The provision to register the underlying shares in the Warrant Inducement does not require payment related to the registration rights provided. As such, while the shares were not registered within 90 days of the date of the Inducement Letter, there is no accounting impact for this provision. Â The Company engaged Wainwright to act as its placement agent in connection with the Warrant Inducement and paid Wainwright a cash fee equal to 7.5% of the gross proceeds received from the exercise of the Existing PIOs as well as a management fee equal to 1.0% of the gross proceeds from the exercise of the Existing PIOs. The Company also agreed to reimburse Wainwright for its expenses in connection with the exercise of the Existing PIOs and the issuance of the Inducement PIOs, up to $50,000 for fees and expenses of legal counsel and other out-of-pocket expenses and agreed to pay Wainwright for non-accountable expenses in the amount of $35,000. In addition, the exercise for cash of the Existing PIOs triggered the issuance to Wainwright or its

designees, warrants to purchase 3,729 shares of common stock (â€œWainwright Inducement Warrantsâ€), which were issuable in accordance with the terms of the August Contingent Warrants, and have the same terms as the Inducement PIOs except for an exercise price equal to $54.50 per share. The Company also agreed to issue warrants to Wainwright upon any exercise for cash of the Inducement PIOs, that number of shares of common stock equal to 6.0% of the aggregate number of such shares of common stock underlying the Inducement PIOs that have been exercised, also with an exercise price of $1.3625 (the â€œInducement Contingent Warrantsâ€). The maximum number of Inducement Contingent Warrants issuable under this provision is 7,459. Â The Company evaluated the terms of the Inducement PIOs and the Wainwright Inducement Warrants (collectively, the â€œAugust 2023 Inducement Warrantsâ€), and determined that they should be classified as equity instruments based upon accounting guidance provided in ASC 480 and ASC 815-40. The Company also evaluated the unissued shares held in abeyance, which represent a prepaid forward contract, and determined that it is an equity instrument based on the guidance provided in ASC 480 and ASC 815-40.Â 29 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 9 â€”Â Convertible Redeemable Preferred Stock and Stockholdersâ€™ Equity (cont.) Â The Warrant Inducement, which resulted in the lowering of the exercise price of the Existing PIOs and the issuance of the Inducement PIOs, is considered a modification of the Existing PIOs under the guidance of Accounting Standards Update (â€œASUâ€) No. 2021-04, Issuerâ€™s Accounting for Certain Modifications or Exchanges of Equity Classified Written Call Options. The modification is consistent with the â€œEquity Issuanceâ€ classification under that guidance as the reason for the modification was to induce the holders of the Existing PIOs to cash exercise their warrants, resulting in the imminent exercise of the Existing PIOs, which raised equity capital and generated net proceeds for the Company of approximately $2.3 million. As the Existing PIOs and the Inducement PIOs were classified as equity instruments before and after the exchange, and as the exchange is directly attributable to an equity offering, the Company recognized the effect of the modification of approximately $2.6 million as an equity issuance cost. Â In addition, the change in fair value of the contingent warrant liability associated with 3,729 of the August Contingent Warrants that were settled through issuance of the Wainwright Inducement Warrants, of approximately $122,000, was recognized in other income(expense) in the accompanying condensed statements of operations, and the fair value of the contingent warrant liability of approximately $129,000 was derecognized as of the settlement date. The corresponding amount, representing the fair value of the Wainwright Inducement Warrants, was recognized as additional paid in capital. Â The Company evaluated the terms of the Inducement Contingent Warrants and determined that they should be classified as a liability based upon accounting guidance provided in ASC 815-40. Since the Inducement Contingent Warrants are a form of compensation to Wainwright, the Company recorded the value of the liability of approximately $26,000 as a reduction of additional paid in capital, with subsequent changes in the value of the liability recorded in other income (expense) in the accompanying condensed statements of operations. Â Treasury Stock Â On November 10, 2022, the Board approved a stock repurchase program (the â€œRepurchase Programâ€) to allow the Company to repurchase up to 125,000 shares of common stock with a maximum price of $1.00 per share, with discretion to management to make purchases subject to market conditions. On November 18, 2022, the Board approved an increase to the maximum price to $2.00 per share. There was no expiration date for this program and prices are not adjusted for the reverse stock split to comply with the program. Â There were no repurchases of common stock during the three and nine months ended September 30, 2024. During the three and nine months ended September 30, 2023, the Company repurchased 0 and 1,441 shares of common stock, respectively, for an aggregate of approximately $0 and $59,000, respectively, at an average price of $40.80 (adjusted on a post-reverse stock split basis). Shares that are repurchased are classified as treasury stock pending future use and reduce the number of shares outstanding used in calculating earnings per share. As of September 30, 2024, there were approximately 112,000 shares remaining for repurchase under the Repurchase Program. Â On November 13, 2024, the Board terminated the Repurchase Program. Â At the Market Offering Agreement Â On March 29, 2023, the Company entered into an At The Market Offering Agreement (the â€œATM Agreementâ€) with H.C. Wainwright & Co., LLC, as sales agent (the â€œAgentâ€), to create an at-the-market equity program under which it may sell up to $3,900,000 of shares of the Companyâ€™s common stock (the â€œSharesâ€) from time to time through the Agent (the â€œATM Offeringâ€). Under the ATM Agreement, the Agent will be entitled to a commission at a fixed rate of 3.0% of the gross proceeds from each sale of Shares under the ATM Agreement. The Company has no obligation to sell, and the Agent is not obligated to buy or sell, any of the Shares under the Agreement and may at any time suspend offers under the Agreement or terminate the Agreement. The ATM Offering will terminate upon theA termination of the ATM Agreement as permitted therein.Â Â 30 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 9 â€”Â Convertible Redeemable Preferred Stock and Stockholdersâ€™ Equity (cont.) Â Deferred offering costs associated with the ATM Agreement are reclassified to additional paid in capital on a pro-rata basis when the Company completes offerings under the ATM Agreement. Any remaining deferred costs will be expensed to the statements of operations should the planned offering be abandoned. Â As of September 30, 2024, no shares have been sold under the ATM Offering, and the Company has recorded approximately $0.3 million of deferred offering costs in its condensed consolidated balance sheets at both September 30, 2024 and December 31, 2023. Â Warrants Â The following summarizes the Companyâ€™s outstanding warrants, excluding contingent warrants issuable upon exercise of the outstanding warrants issued in the August 2022 and August 2023 offerings, as of September 30, 2024: Â Â Â Number ofÂ Â ExerciseÂ Â Expiration DescriptionÂ SharesÂ Â PriceÂ Â Date April 2022 Offering Placement Agent WarrantsÂ Â 1,771Â Â $338.75Â Â 4/19/2026 August 2022 Offering Placement Agent WarrantsÂ Â 5,524Â Â Â 135.75Â Â 8/11/2027 August 2023 Offering Placement Agent WarrantsÂ Â 3,729Â Â Â 54.50Â Â 8/2/2027 July 2024 Offering Placement WarrantsÂ Â 186,465Â Â Â 6.00Â Â 7/12/2029 July 2024 Offering Placement WarrantsÂ Â 372,932Â Â Â 6.00Â Â 7/12/2026 July 2024 Offering Placement Agent WarrantsÂ Â 13,054Â Â Â 7.50Â Â 7/12/2029 Total warrants outstandingÂ Â 583,475Â Â Â 9.10Â Â Â Â As of September 30, 2024, the Company had outstanding warrants, which are exercisable into 583,475 shares of common stock. The shares of common stock underlying the warrants outstanding had a fair value of $5.20 per share, based on the closing trading price on September 30, 2024. Â Additionally, as of September 30, 2024, the fair value of contingent warrants issuable upon exercise of the July 2024 Inducement PIOs was approximately $125,000, which is included in contingent warrant liability in the accompanying condensed consolidated balance sheets. As of December 31, 2023, the fair value of contingent warrants issuable upon exercise of the August 2022 private placement and August 2023 inducement warrants was approximately $3,000, which is included in the contingent warrant liability in the accompanying condensed consolidated balance sheets. Upon the PIO inducement in July 2024, the August 2022 and August 2023 contingent warrants were settled and replaced for no consideration. The maximum number of warrants issuable upon settlement of the contingent warrants was 39,158 and 11,188 as of September, 2024 and December 31, 2023, respectively. Â Â Onconetix Equity Incentive Plans Â The Companyâ€™s 2019 Equity Incentive Plan (the â€œ2019 Planâ€) was adopted by its board of directors and by its stockholders on July 1, 2019. On February 23, 2022 the Companyâ€™s board of directors adopted the Companyâ€™s 2022 Equity Incentive Plan (the â€œ2022 Planâ€), which is the successor and continuation of the Companyâ€™s 2019 Plan. Under the 2022 Plan, the Company may grant stock options, restricted stock, restricted stock units, stock appreciation rights, and other forms of awards to employees, directors, and consultants of the Company. In May 2023, the number of shares of common stock reserved for issuance under the 2022 Plan was increased to 78,750, and in September 2024, the number of shares of common stock reserved for issuance under the 2022 Plan was increased to 1,450,000. Stock-based awards granted during the nine months ended September 30, 2024 and 2023 were all granted under the 2022 Plan. As of September 30, 2024, there are 1,403,116 shares available for issuance under the 2022 Plan.Â 31 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 9 â€”Â Convertible Redeemable Preferred Stock and Stockholdersâ€™ Equity (cont.) Â Stock Options Â The following summarizes activity related to the Companyâ€™s stock options under the 2019 Plan and the 2022 Plan for the nine months ended September 30, 2024: Â Â Â

Dr. Meier provides consulting services to Proteomedix, through a consulting agreement that was effective January 4, 2024. The Company recorded approximately $19,000 and $54,000 in related expenses during the three and nine months ended September 30, 2024, of which approximately $19,000 is included in accounts payable in the accompanying condensed consolidated balance sheets as of September 30, 2024. Â 35 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â NoteÂ 12 â€”Â Income Taxes Â The Companyâ€™s tax provision for interim periods is determined using an estimate of the annual effective tax rate, adjusted for discrete items arising in that quarter. In each quarter, management updates the estimate of the annual effective tax rate, and any changes are recorded in a cumulative adjustment in that quarter. The quarterly tax provision and quarterly estimate of the annual effective tax rate are subject to significant volatility due to several factors, including managementâ€™s ability to accurately predict the portion of income (loss) before income taxes in multiple jurisdictions, and the effects of acquisitions and the integration of those acquisitions.Â Â For the three and nine months ended September 30, 2024, the Company recorded an income tax benefit of approximately $56,000 and $127,000, respectively. This tax benefit was related to the Companyâ€™s deferred foreign taxes resulting from the Proteomedix acquisition and yielded an effective tax rate of 13.0% for Proteomedix for the nine months ended September 30, 2024. There was no income tax provision or benefit recorded for the three and nine months ended September 30, 2023. Â The Company has incurred net operating losses for all of the periods presented and has not reflected any benefit in the accompanying condensed consolidated financial statements for its U.S. net operating loss carryforwards and only a partial benefit for its Swiss net operating loss carryforwards due to uncertainty around utilizing these tax attributes within their respective carryforward periods. The Company has recorded a full valuation allowance against its U.S. deferred tax assets as it is not more likely than not that such assets will be realized in the near future. During 2023, the Company recognized a foreign deferred tax liability related to the acquisition of Proteomedix (see Note 5). A partial valuation allowance has been recognized against the Companyâ€™s Swiss deferred tax assets that are not more likely than not expected to be realizable. Â The Companyâ€™s policy is to recognize interest expense and penalties related to income tax as income tax expense. For the three and nine months ended September 30, 2024 and 2023, the Company has not recognized any interest or penalties related to income taxes. Â NoteÂ 13 â€”Â Net Loss Per Share Â Basic net loss per share is computed by dividing the net income or loss applicable to common shares by the weighted average number of common shares outstanding during the period. The weighted average number of shares of common stock outstanding includes pre-funded warrants because their exercise requires only nominal consideration for delivery of shares; it does not include any potentially dilutive securities or any unvested restricted shares of common stock. Certain restricted shares, although classified as issued and outstanding at September 30, 2024, are considered contingently returnable until the restrictions lapse and will not be included in the basic net loss per share calculation until the shares are vested. Unvested shares of the Companyâ€™s restricted stock do not contain non-forfeitable rights to dividends and dividend equivalents. Diluted earnings per share is computed using the weighted average number of common shares and, if dilutive, potential common shares outstanding during the period. Potential common shares consist of the Companyâ€™s warrants, options, and restricted shares. Diluted net loss per share is computed by giving effect to all potential shares of common stock, including warrants, stock options, and unvested restricted shares, to the extent they are dilutive. Â The two-class method is used to determine earnings per share based on participation rights of participating securities in any undistributed earnings. Each share of preferred stock that includes rights to participate in distributed earnings is considered a participating security and the Company uses the two-class method to calculate net income available to the Companyâ€™s common stockholders per common shareÂ â€”Â basic and diluted. Â The following securities were excluded from the computation of diluted shares outstanding due to the losses incurred in the periods presented, as they would have had an anti-dilutive impact on the Companyâ€™s net loss: Â Â Â Three and Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Options to purchase shares of common stockÂ 13,674Â Â Â 34,471Â WarrantsÂ 583,475Â Â Â 197,491Â Unvested shares of restricted stockÂ 17,917Â Â Â 8,602Â TotalÂ 615,066Â Â Â 240,564Â Â 36 Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â Note 14 â€” Defined Benefit Plan Â Proteomedix sponsors a defined benefit pension plan (the â€œSwiss Planâ€) covering certain eligible employees. The Swiss Plan provides retirement benefits based on years of service and compensation levels. Â The following significant actuarial assumptions were used in calculating the benefit obligation and the net periodic benefit cost as of September 30, 2024 and December 31, 2023: Â Â Â September 30, 2024Â Â DecemberÂ 31, 2023Â Discount rateÂ Â 1.00%Â Â 1.45% Expected long-term rate of return on plan assetsÂ Â 1.00%Â Â 1.45% Rate of compensation increaseÂ Â 3.30%Â Â 3.00% Â Changes in these assumptions may have a material impact on the planâ€™s obligations and costs. Â The components of net periodic benefit cost for the three and nine months ended September 30, 2024, which is included within selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss, are as follows: Â Â Â For The Three Months Ended September 30, 2024Â Â For the Nine Months Ended September 30, 2024Â Service costÂ $24,912Â Â $73,356Â Interest costÂ Â 7,638Â Â Â 22,489Â Expected return on plan assetsÂ Â 5,606Â Â Â (17,480) Amortization of net (gain)Â Â 3,686Â Â Â (11,491) TotalÂ $41,842Â Â $66,874Â Â During the three and nine months ended September 30, 2024, the Company made pension contributions of approximately $23,000 and $66,000, respectively. Â NoteÂ 15 â€”Â Subsequent EventsÂ Â Series C Convertible Preferred Sock Â On October 1, 2024, the Board of Directors authorized the Company to create a series of 10,000 shares of preferred stock designated as â€œSeries C Convertible Preferred Stockâ€, with a par value of $0.00001, pursuant to the certificate of designations. At any time after the initial issuance date of Series C convertible Preferred Stock, each Preferred Share shall be convertible into validly issued, fully paid and non-assessable shares of Common Stock. The holders of Series C Preferred Stock are entitled to dividends, on an as-if converted basis, equal to and in the same form as dividends actually paid on shares of Common Stock, when and if actually paid. In addition, from and after the occurrence and during the continuance of any Triggering Event, dividends (â€œDefault Dividendsâ€) will accrue on the Stated Value of each Preferred Share at a rate of fifteen percent (15.0%) (the â€œDefault Rateâ€) per annum. Each holder is entitled to convert any portion of the outstanding Preferred Shares held by such holder into validly issued, fully paid and non-assessable Conversion shares at the Conversion Rate, which can be determined by dividing (x) the Conversion Amount of such Preferred Share by (y) the Conversion Price, $4.5056, subject to adjustment as provided in the Certificate of Designations.Â 37 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â Note 15 â€” Subsequent Events (cont.) Â After the Stockholder Approval Date, if a Triggering Event occurs and is continuing at any time after the earlier of the holdersâ€™ receipt of a Triggering Event Notice and such holder becoming aware of such Triggering Event (such earlier date, the â€œAlternate Conversion Right Commencement Dateâ€) and ending on the twentieth (20th) Trading Day after the later of (x) the date of such Triggering Event is cured and (y) such holderâ€™s receipt of a Triggering Event Notice (such ending date, the â€œAlternate Conversion Right Expiration Dateâ€), and each such period, an â€œAlternate Conversion Right Periodâ€), such holder may, at such holderâ€™s option, by delivery of a Conversion Notice to the Company (the date of any such Conversion Notice, each an â€œAlternate Conversion Dateâ€), convert all, or any number of Preferred Shares held by such holder into shares of Common Stock at the Alternate Conversion Price (each, an â€œAlternate Conversionâ€). Alternate Conversion Price means, with respect to any Alternate Conversion that price will be the lowest of (i) the applicable Conversion Price as in effect on the applicable Conversion Date of the applicable Alternate Conversion, and (ii) the greater of (x) the Floor Price and (y) 80% of the lowest VWAP of the Common Stock during the five (5) consecutive Trading Day period ending and including the Trading Day immediately preceding the delivery or deemed delivery of the applicable Conversion Notice (such period, the â€œAlternate Conversion Measuring Periodâ€). Â At any time, the Company has the right to redeem in cash all, but not less than all, of the Preferred Shares then outstanding at a price (the â€œCompany Optional Redemption Priceâ€) equal to 125% of the greater of (i) the Conversion Amount being redeemed and (ii) the product of (1) the Conversion Rate with respect to the Conversion Amount being redeemed multiplied by (2) the greatest closing sale price of the Companyâ€™s Common Stock on any Trading Day during the period commencing on the date immediately preceding the date the Company notifies the holders of its elections to redeem and the date the Company makes the entire payment required. Upon the occurrence of a Bankruptcy Triggering Event, the Company will immediately redeem, in cash, each of the Preferred Shares then outstanding at a redemption price equal to the greater of (i) the product of (A) the Conversion Amount to be redeemed multiplied by (B) 125% and (ii) the product of (X) the Conversion Rate with respect to the Conversion Amount in effect immediately following the date of initial public announcement of such Bankruptcy Triggering Event multiplied by (y) the product of (1) 125% multiplied by (2) the greatest closing sale price of the Common Stock on any Trading Day during the period commencing on the date immediately preceding such Bankruptcy Triggering Event and ending on the date the Company pays the entire payment required. Â In no event may any Preferred Shares be converted (or Warrants be exercised) and shares of Common Stock be issued to any holder if after giving effect to the issuance of shares of Common Stock upon such conversion of the Preferred Shares (or exercise of the Warrants), the holder (together with its affiliates, if any) would beneficially own more than 4.99% of the outstanding shares of Common Stock, which we refer to herein as the â€œPIPE Blockerâ€. The PIPE Blocker may be raised or lowered to any percentage not in excess of 9.99% at the option of the applicable holder of the Preferred Shares (or Warrants), except that any raise will only be effective upon 61-daysâ€™ prior notice to the Company. Â Private Placement Â On October 2, 2024, the Company entered into, and sold, to six institutional investors (collectively, the â€œPIPE Investorsâ€), pursuant to the securities purchase agreement an aggregate of 3,499 shares of Series C convertible preferred stock, par value $0.00001 per share, which includes an issuance of 840 shares of Series C Preferred Stock to the lead investor in consideration for the PIPE Investorsâ€™ irrevocable commitment to purchase shares of the Series C Preferred Stock, and warrants to purchase 591,856 shares of Common Stock, (together, the â€œPIPE Securitiesâ€) for aggregate net cash proceeds to the Company of $1.9 million. The exercise price of the warrants is $4.38, and the warrants are exercisable six months after the issuance date and expire on the third anniversary of the initial exercisability date.Â 38 Â Â ONCONETIX, INC. Notes to Condensed Consolidated Financial Statements September 30, 2024 (Unaudited) Â Note 15 â€” Subsequent Events (cont.) Â ELOC Â On October 2, 2024, the Company entered into a Common Stock ELOC Purchase Agreement relating to a Committed Equity Facility with an institutional investor (the â€œELOC Purchaserâ€), whereby the Company may offer and sell, from time to time at its sole discretion, and whereby the ELOC Purchaser has committed to purchase, up to $25.0 million of the Companyâ€™s newly issued Common Stock, subject to certain limitations. Concurrently with entering into the ELOC Purchase Agreement, the Company also entered into a registration rights agreement with the ELOC Purchaser, pursuant to which it agreed to provide the ELOC Purchaser with certain registration rights related to the shares issued under the ELOC Purchase Agreement (the â€œELOC Registration Rights Agreementâ€). In no event will the Company issue to the Purchaser under the ELOC Purchase Agreement more than 1,658,525 shares of Common Stock, representing 19.99% of the total number of shares of Common Stock outstanding immediately prior to the execution of the Common Stock Purchase Agreement (the â€œExchange Capâ€), unless (i) the Company obtains the approval of the issuance of such shares by its stockholders in accordance with the applicable stock exchange rules or (ii) sales of Common Stock are made at a price qual to or in excess of the lower of (A) the closing price immediately preceding the delivery of the applicable notice to the Purchaser and (B) the average of the closing prices of the Common Stock for the five business days immediately preceding the delivery of such notice, such that the sales of such Common Stock to the Purchaser would not count toward the Exchange Cap because they are â€œat marketâ€ under applicable stock exchange rules. Â The Company may not issue or sell any shares of Common Stock to the ELOC Purchaser under the Common Stock Purchase Agreement, if it would result in the ELOC Purchaser beneficially owning more than 4.99% of the outstanding shares of Common Stock (the â€œELOC Blockerâ€). The ELOC Blocker may be raised or lowered to any other percentage not in excess of 9.99% at the option of the ELOC Purchaser, except that any raise will only be effective upon 61 daysâ€™ prior notice to the Company. Â November Amended and Restated Forbearance Agreement with Veru Â On November 26, 2024, the Company entered into another Amended and Restated Forbearance Agreement with Veru (the â€œNovember Amended and Restated Forbearance Agreementâ€ or â€œNovember A&R Forbearance Agreementâ€), which amends and restates certain terms of the Amended and Restated Forbearance Agreement. Pursuant to the November A&R Forbearance Agreement, Veru agreed to waive the due date for payment of applicable Cash Receipt Payments (as such term is defined in the A&R Forbearance Agreement) generated in October 2024 until the Company receives funds of at least $97,000 pursuant to its equity line of credit facility with Keystone Capital Partners LLC. In exchange, the Company agreed to increase its payments to be made to Veru out of future financing and strategic transactions through June 30, 2025, from 20% to 25% of net proceeds generated from such transactions. All other terms of the A&R Forbearance Agreement with Veru remain the same. Â 39 Â Â 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 in conjunction with our financial statements and the related notes to those statements included elsewhere in this Report and with the audited financial statements and the related notes included in our Annual Report on Form 10-K for the fiscal year ended December 31, 2023, as filed with the SEC, on April 11, 2024. In addition to historical financial information, the following discussion and analysis contains forward-looking statements that involve risks, uncertainties, and assumptions. Some of the numbers included herein have been rounded for the convenience of presentation. Our actual results may differ materially from those anticipated in these forward-looking statements as a result of many factors. See â€œCautionary Note Regarding Forward-Looking Statements.â€ Â Overview Â We are a commercial stage biotechnology company focused on the research, development, and commercialization of innovative solutions for menâ€™s health and oncology. Through our recent acquisition of Proteomedix, which closed on December 15, 2023, we own Proclarix, an in vitro diagnostic test for prostate cancer originally developed by Proteomedix and approved for sale in the European Union under the In Vitro Diagnostic Regulation (â€œIVDRâ€), which we anticipate will be marketed in the U.S. as a lab developed test through our license agreement with LabCorp. Â We also own ENTADFI, an FDA-approved, once daily pill that combines finasteride and tadalafil for the treatment of BPH, a disorder of the prostate. However, in light of (i) the time and resources needed to continue pursuing commercialization of ENTADFI, and (ii) the Companyâ€™s cash runway and indebtedness, the Company determined to pause its commercialization of ENTADFI during the first quarter of 2024, as it explores strategic alternatives to monetize ENTADFI, such as a potential sale of the ENTADFI assets. To that end, the Company has been working with an investment advisor to assist with a potential sale or other transaction of the ENTADFI assets during the second and third quarters of 2024. There is currently no plan to resume commercialization of ENTADFI, and as such, if we are not able to consummate a sale or other transaction of the ENTADFI assets, we may abandon the assets and destroy our inventory of the product. In addition, as part of cost reduction efforts and in connection with our initial pause in commercializing ENTADFI, we terminated three employees involved with the ENTADFI program, effective AprilÂ 30, 2024, with such individuals to continue assisting the Company on an as-needed, consulting basis. Based on the current circumstances surrounding ENTADFI, at June 30, 2024, the ENTADFI assets were fully impaired. Refer to Notes 4 and 5 in the accompanying condensed consolidated financial statements included elsewhere in this Report for further discussion. The Company continues to search for a permanent Chief Executive Officer and Chief Financial Officer. Â We are currently focusing our efforts on commercializing Proclarix. Â Proclarix is an easy-to-use next generation protein-based blood test that can be done with the same sample as a patientâ€™s regular Prostate-Specific Antigen (â€œPSAâ€) test. The PSA test is a well-established prostate specific marker that measures the concentration of PSA molecules in a blood sample. A high level of PSA can be a sign of prostate cancer. However, PSA levels can also be elevated for many other reasons including infections, prostate stimulation, vigorous exercise, or even certain medications. PSA results can be confusing for many patients and even physicians. It is estimated over 50% of biopsies with elevated PSA are negative or clinically insignificant resulting in an overdiagnosis and overtreatment that impacts the physicianâ€™s routine, our healthcare system, and the quality of patientsâ€™ lives. Approximately 10% of all men have elevated PSA levels, commonly referred to as the diagnostic â€œgrey zoneâ€, of which only 20 â€“ 40% present clinically with cancer. Proclarix is intended for use in diagnosing these patients where it is difficult to decide if a biopsy is necessary to verify a potential clinically significant cancer diagnosis. Proclarix helps doctors and patients with unclear PSA test results through the use of our proprietary Proclarix Risk Score which delivers clear and immediate diagnostic support for further treatment decisions. No additional intervention is required, and results are available quickly. Local diagnostic laboratories can integrate this multiparametric test into their current workflow because Proclarix assays use the enzyme-linked immunosorbent assay (ELISA) standard, which most diagnostic laboratories are already equipped to process. Â Since our inception in October 2018 until April 2023, when we acquired ENTADFI, we devoted substantially all of our resources to performing research and development, undertaking preclinical studies and enabling manufacturing activities in support of our product development efforts, hiring personnel, acquiring and developing our technology and now halted vaccine candidates, organizing and staffing our company, performing business planning, establishing our intellectual property portfolio and raising capital to support and expand such activities. Â During the third quarter of 2023, we halted our vaccine discovery and development programs, and accordingly, we now operate in one segment: commercial. The commercial segment was new in the second quarter of 2023 and is currently dedicated to the development and commercialization of Proclarix. Â 40 Â Â Given Proclarix is CE-marked for sale in the European Union, we expect to generate revenue from sales of Proclarix by 2026. Although we anticipate these sales to offset some expenses relating to commercial scale up and development, we expect our expenses will increase substantially in connection with our ongoing activities, as we: Â â—commercialize Proclarix; Â â—hire additional personnel; Â â—operate as a public

company; and Â â—obtain, maintain, expand, and protect our intellectual property portfolio. Â Â We rely and will continue to rely on third parties for the manufacturing of Proclarix. We have no internal manufacturing capabilities, and we will continue to rely on third parties, of which the main suppliers are single-source suppliers, for commercial products. Â We do not have any products approved for sale, aside from Proclarix in the European Union, and ENTADFI, from which we have not generated any revenue from product sales, and for which we have now abandoned commercialization activities for. We are exploring strategic alternatives to monetize ENTADFI, such as a potential sale of the ENTADFI assets. However, if we are not able to consummate a sale or other transaction of the ENTADFI assets, we may abandon the assets and destroy our inventory of the product. To date, we have financed our operations primarily with proceeds from our sale of preferred securities to seed investors, the initial public offering, the private placements completed during 2022, the proceeds received from a warrant exercise in August 2023, the proceeds received from the issuance of debt in January 2024, the proceeds received from a warrant exercise in July 2024, and proceeds received from the private placement in October 2024 . We will continue to require significant additional capital to commercialize Proclarix, and to fund operations for the foreseeable future. Accordingly, until such time as we can generate significant revenue, if ever, we expect to finance our cash needs through public or private equity or debt financings, third-party funding and to rely on third-party resources for marketing and distribution arrangements, as well as other collaborations, strategic alliances and licensing arrangements, or any combination of these approaches, to support our operations. Â Since June 30, 2024, some key developments affecting our business include the following: Â Altos Units Â On JanuaryÂ 23, 2024, the Company issued a non-convertible debenture (the â€œAltos Debentureâ€) in the principal sum of $5.0Â million, in connection with a Subscription Agreement, to Altos Ventures, a stockholder of the Company and related party (â€œAltosâ€). The Altos Debenture was originally payable in full upon the earlier of (i)Â the closing under the Subscription Agreement and (ii)Â JuneÂ 30, 2024. On April 24, 2024, the Altos Debenture was amended to extend the maturity date to the earlier of (i)Â the closing under the Subscription Agreement and (ii)Â October 31, 2024 (the â€œAltos Amendmentâ€). On September 24, 2024, upon obtaining stockholder approval and pursuant to the Subscription Agreement, dated December 28, 2023, the Company issued an aggregate of 513,424 units (the â€œUnitsâ€) to Altos, each Unit comprised of (i) one share of Common Stock and (ii) one pre-funded warrant (collectively, the â€œAltos Warrantsâ€) to purchase 0.3 shares of Common Stock at an exercise price of $0.04 per share. The Altos Warrants were immediately exercisable at any time on or after the date of issuance and had a term of exercise of five (5) years from the date of issuance. The outstanding debt, as per the Altos Debenture agreement, is considered settled through the unit issuance. Additional shares are issuable to Altos to the extent Altos continues to hold Common Stock included in the Units and if the VWAP during the 270 days following closing is less than $10.00, as set forth in the Subscription Agreement. Â On September 24, 2024, Altos exercised all the Altos Warrants, and the Company issued to Altos an additional 154,027 shares of Common Stock upon such exercise. Â 41 Â Â Amended Forbearance Agreement Â On September 19, 2024, the Company entered into an Amended and Restated Forbearance Agreement with Veru (the â€œAmended and Restated Forbearance Agreementâ€ or â€œA&R Forbearance Agreementâ€), which amends and restates the Original Forbearance Agreement in its entirety. Pursuant to the A&R Forbearance Agreement, Veru will forbear from exercising its rights under both April Veru Note and the September Veru note, subject to the terms and conditions set forth below. Â Pursuant to the A&R Forbearance Agreement, the April 2024 Forbearance Period continues to end on the earlier of (a) March 31, 2025 and (b) the occurrence of an Event of Default (as defined in the Amended and Restated Forbearance Agreement). The A&R Forbearance Agreement also extends the due date for the September Veru Note until the earlier to occur of (i) June 30, 2025 or (ii) the occurrence of any Event of Default. The Amended and Restated Forbearance Agreement also effected certain modifications to the payment terms in the Original Forbearance Agreement and amended certain terms of the September Veru Note as summarized below. Â Pursuant to the A&R Forbearance Agreement, the Company agreed to make the following required payments (the â€œRequired Paymentsâ€) during the April 2024 Forbearance Period first to accrued and unpaid interest under the April Veru note and then any remainder to the outstanding principal amount of the April Veru Note: Â â—Interest at the rate of 10% per annum shall accrue on any unpaid principal balance of the April Veru Note commencing on April 20, 2024 through the date that the outstanding principal balance under the April Veru Note is paid in full; Â Â â—Monthly payments equal to 25% (increased from 15% in the Original Forbearance Agreement) of (i) the monthly cash receipts of Proteomedix for the licensing or sale of any products or services, (ii) monthly cash receipts of the Company or any of its subsidiaries for the sales of Proclarix anywhere in the world, and (iii) monthly cash receipts of the Company or any of its subsidiaries for milestone payments or royalties from LabCorp cash receipts of the Company of its subsidiaries from certain sale or licensing revenues or payments (the â€œOrdinary Cash Revenueâ€), which increased amount shall begin October 20, 2024 for cash receipts in September 2024; Â â—Payment of 20% (increased from 10% in the Original Forbearance Agreement) of the net proceeds from certain financing or other transactions outside the ordinary course of business completed by the Company or any of its subsidiaries during the April 2024 Forbearance Period, which increased amount will begin for any net proceeds received after September 19, 2024; and Â Â â— The remaining balance of the April Veru Note will be due at the end of the April 2024 Forbearance Period. Â The Company and Veru also agreed to the following amendments to the September Veru Note in the A&R Forbearance Agreement: Â â—As noted above, an extension of the maturity date to June 30, 2025; Â â—The accrual of interest at the rate of 10% per annum on any unpaid principal balance of the September Veru Note commencing on October 1, 2024 through the date that the outstanding principal balance under the September Veru Note is paid in full; Â â—Any amounts owed on the September Veru Note, including but not limited to unpaid principal and accrued interest, will be paid in cash or, upon the mutual written consent of Veru and the Company, in shares of the Companyâ€™s Common Stock or a combination of cash and the Companyâ€™s Common Stock; Â â—Following full repayment of all principal and interest under the April Veru Note, the Company will make the Required Payments first towards accrued and unpaid interest under the September Veru Note and then towards the remaining principal balance payable under the September Veru Note; and Â â—If the aggregate unpaid principal outstanding under the April Veru Note and the September Veru Note and all accrued and unpaid interest thereon is repaid in cash on or before December 31, 2024, then the total principal balance under the September Veru Note that will be payable by the Company in satisfaction of its obligations under the September Veru Note will be reduced from $5,000,000 to $3,500,000. Â 42 Â Â November Amended and Restated Forbearance Agreement with Veru Â On November 26, 2024, the Company entered into another Amended and Restated Forbearance Agreement with Veru (the â€œNovember Amended and Restated Forbearance Agreementâ€ or â€œNovember A&R Forbearance Agreementâ€), which amends and restates certain terms of the A&R Forbearance Agreement. Pursuant to the November A&R Forbearance Agreement, Veru agreed to waive the due date for payment of applicable Cash Receipt Payments (as such term is defined in the A&R Forbearance Agreement) generated in October 2024 until the Company receives funds of at least $97,000 pursuant to its equity line of credit facility with Keystone Capital Partners LLC. In exchange, the Company agreed to increase its payments to be made to Veru out of future financing and strategic transactions through June 30, 2025, from 20% to 25% of net proceeds generated from such transactions. All other terms of the A&R Forbearance Agreement with Veru remain the same. Â Warrant Inducement Â On July 11, 2024, the Company entered into the Inducement Letters with certain holders of existing preferred investment options to purchase shares of the Companyâ€™s common stock at the original exercise prices of $101.84 and $43.60 per share, issued on August 11, 2022 and August 2, 2023, respectively, pursuant to which the holders agreed to exercise for cash their Existing PIOs to purchase an aggregate of 186,466 shares of the Companyâ€™s common stock, at a reduced exercise price of $6.00 per share, in consideration for the Companyâ€™s agreement to issue new preferred investment options (the â€œInducement PIOsâ€) to purchase up to an aggregate of 559,397 shares of the Companyâ€™s common stock. Of the 559,397 PIOs issued, 186,465 have a contractual term of 5 years, while the remaining 372,932 have a contractual term of 2 years. Aside from the contractual terms, the Inducement PIOs have substantially the same terms as the Existing PIOs. Â On July 11, 2024, the Company consummated the transaction contemplated by the Inducement Letters upon unanimous written consent of the Board of Directors (the â€œWarrant Inducementâ€). The Company received aggregate net proceeds of approximately $0.9 million from the exercise of the Existing PIOs by the holders and the sale of the Inducement PIOs, after deducting placement agent fees and other offering expenses payable by the Company. Â The Company agreed to file a registration statement covering the resale of the Inducement PIO Shares issued or issuable upon the exercise of the Inducement PIOs (the â€œResale Registration Statementâ€) within 30 days after the date of the Inducement Letter and to use commercially reasonable efforts to cause such Resale Registration Statement to be declared effective by the SEC within 60 days following the date of the Inducement Letter (or within 90 days following the date of the Inducement Letter in the case of full review of the Resale Registration Statement by the SEC). Â The Company engaged H.C. Wainwright & Co., LLC (â€œWainwrightâ€) to act as its exclusive placement agent in connection with the transactions summarized herein and will pay Wainwright a cash fee equal to 7.5% of the gross proceeds received form the exercise of the Existing PIOs as well as a management fee equal to 1.0% of the gross proceeds from the exercise of the Existing PIOs. The Company also agreed to reimburse Wainwright for its expenses in connection with the exercise of the Existing PIOs and the issuance of the Inducement PIOS, up to $50,000 for fees and expenses of legal counsel and other out-of-pocket expenses and agreed to pay Wainwright for non-accountable expenses in the amount of $35,000. The Company also agreed to issue to Wainwright or its designees warrants (the â€œPlacement Agent Warrantsâ€), and as such shares of common stock issuable thereunder, (the â€œPlacement Agent Warrant Sharesâ€) to purchase (i) 13,054 shares of common stock which will have the same terms as the Inducement PIOs except for an exercise price equal to $7.50 per share and a term of five (5) years following the date of stockholder approval and (ii) upon any exercise for cash of the Inducement PIOs, 7.5% of the aggregate exercise price and that number of shares of common stock equal to 7.0% of the aggregate number of such shares of common stock underlying the Inducement PIOs that have not been exercised, which will have substantially the same terms as the Placement Agent Warrants. Â The Company evaluated the terms of the Inducement PIOs and the Wainwright Inducement Warrants (collectively, the â€œAugust 2023 Inducement Warrantsâ€), and determined that they should be classified as equity instruments based upon accounting guidance provided in ASC 480 and ASC 815-40. The Company also evaluated the unissued shares held in abeyance, which represent a prepaid forward contract, and determined that it is an equity instrument based on the guidance provided in ASC 480 and ASC 815-40. Â 43 Â Â The Warrant Inducement, which resulted in the lowering of the exercise price of the Existing PIOs and the issuance of the Inducement PIOs, is considered a modification of the Existing PIOs under the guidance of Accounting Standards Update (â€œASUâ€) No. 2021-04, Issuerâ€™s Accounting for Certain Modifications or Exchanges of Equity Classified Written Call Options. The modification is consistent with the â€œEquity Issuanceâ€ classification under that guidance as the reason for the modification was to induce the holders of the Existing PIOs to cash exercise their warrants, resulting in the imminent exercise of the Existing PIOs, which raised equity capital and generated net proceeds for the Company of approximately $0.9 million. As the Existing PIOs and the Inducement PIOs were classified as equity instruments before and after the exchange, and as the exchange is directly attributable to an equity offering, the Company recognized the effect of the modification of approximately $1.9 million as an equity issuance cost. Â In addition, the change in fair value of the contingent warrant liability associated with 3,729 of the August 2022 Contingent Warrants and 7,459 of the August 2023 Contingent Warrants was decreased to $0 upon the agreement with Wainwright that all prior contingent warrants were no longer issuable or due upon the Warrant Inducement Transaction. The fair value of the contingent warrant liability of approximately $2,700 was derecognized as of the settlement date, with the corresponding amount, representing the fair value of the Wainwright Inducement Warrants, was recognized as additional paid-in capital. Â The Company evaluated the terms of the 39,158 Inducement Contingent Warrants (equivalent to 7.0% of the aggregate number of such shares of common stock underlying the Inducement PIOs that have not been exercised), which are issuable upon a future inducement, and determined that they should be classified as a liability based upon accounting guidance provided in ASC 815-40. Since the Inducement Contingent Warrants are a form of compensation to Wainwright, the Company recorded the value of the liability of approximately $158,000 as a reduction of additional paid in capital, with subsequent changes in the value of the liability recorded in other income (expense) in the accompanying condensed statements of operations. Â Reverse Stock Split Â On September 24, 2024, the Company effected a Reverse Stock Split of all shares of its issued and outstanding Common Stock at a ratio of one-for-forty (1:40). The Company accounted for theÂ reverseÂ stockÂ splitÂ on aÂ retrospectiveÂ basis pursuant toÂ Accounting Standards Codification (â€œASCâ€) 260,Â Earnings Per Share. All issued and outstanding common stock, common stock warrants, and share-based awardsâ€™ exercise prices and per share data have been adjusted in these condensed consolidated financial statements, on aÂ retrospectiveÂ basis, to reflect theÂ reverseÂ stockÂ splitÂ for all periods presented. The number of authorized shares and par value of the preferred stock and common stock were not adjusted because of the reverse stock split.Â Â Conversion of Series A Preferred Stock Â On September 24, 2024, the Company issued an aggregate of 142,749 shares of Common Stock to Veru Inc., following Veruâ€™s election to convert all the 3,000 shares of Series A preferred stock (â€œSeries A Preferred Stockâ€) of the Company issued to it on September 29, 2023. The Series A Preferred Stock was originally issued to Veru pursuant to an Amendment to the Asset Purchase Agreement, dated September 29, 2023, between the Company and Veru. Â Conversion of Series B Preferred Stock Â On September 24, 2024 the Company issued an aggregate of 6,741,820 shares of Common Stock (the â€œPMX Converted Sharesâ€) to certain stockholders of the Company who were formerly holders of outstanding capital stock or convertible securities (the â€œSellersâ€) of PMX, pursuant to the automatic conversion of all the 2,696,729 shares of Series B preferred stock (â€œSeries B Preferred Stockâ€) of the Company, which Series B Preferred Stock was originally issued to the Sellers on December 15, 2023. The Series B Preferred Stock was originally issued to the Sellers pursuant to a Share Exchange Agreement, dated December 15, 2023, between the Company, PMX, and the Sellers (the â€œShare Exchange Agreementâ€), and was subject to the automatic conversion following (i) the Companyâ€™s receipt of stockholder approval for the issuance of the PMX Converted Shares and ii) the effectiveness of the Reverse Stock Split, which provided for a sufficient number of authorized shares to issue the PMX Converted Shares, as contemplated by the Share Exchange Agreement. Â Series C Preferred Stock Â On October 1, 2024, the Board of Directors authorized the Company to create a series of 10,000 shares of preferred stock designated as â€œSeries C convertible Preferred Stockâ€, with a par value of $0.00001, pursuant to the certificate of designations. At any time after the initial issuance date of Series C convertible Preferred Stock, each Preferred Share shall be convertible into validly issued, fully paid and non-assessable shares of Common Stock. The holders of Series C Preferred Stock are entitled to dividends, on an as-if converted basis, equal to and in the same form as dividends actually paid on shares of Common Stock, when and if actually paid. Each holder is entitled to convert any portion of the outstanding Preferred Shares held by such holder into validly issued, fully paid and non-assessable Conversion shares at the Conversion Rate, which can be determined by dividing (x) the Conversion Amount of such Preferred Share by (y) the Conversion Price, $4.5056, subject to adjustment as provided in the Certificate of Designations. Â 44 Â Â PIPE Financing and ELOC Â On October 1, 2024, the Board of Directors authorized the Company to create a series of 10,000 shares of preferred stock designated as â€œSeries C convertible Preferred Stockâ€, with a par value of $0.00001, pursuant to the certificate of designations. At any time after the initial issuance date of Series C convertible Preferred Stock, each Preferred Share shall be convertible into validly issued, fully paid and non-assessable shares of Common Stock. The holders of Series C Preferred Stock are entitled to dividends, on an as-if converted basis, equal to and in the same form as dividends actually paid on shares of Common Stock, when and if actually paid. In addition, from and after the occurrence and during the continuance of any Triggering Event, dividends (â€œDefault Dividendsâ€) will accrue on the Stated Value of each Preferred Share at a rate of fifteen percent (15.0%) (the â€œDefault Rateâ€) per annum. Each holder is entitled to convert any portion of the outstanding Preferred Shares held by such holder into validly issued, fully paid and non-assessable Conversion shares at the Conversion Rate, which can be determined by dividing (x) the Conversion Amount of such Preferred Share by (y) the Conversion Price, $4.5056, subject to adjustment as provided in the Certificate of Designations. Â After the Stockholder Approval Date, if a Triggering Event occurs and is continuing at any time after the earlier of the holdersâ€™ receipt of a Triggering Event Notice and such holder becoming aware of such Triggering Event (such earlier date, the â€œAlternate Conversion Right Commencement Dateâ€) and ending on the twentieth (20th) Trading Day after the later of (x) the date of such Triggering Event is cured and (y) such holderâ€™s receipt of a Triggering Event Notice (such ending date, the â€œAlternate Conversion Right Expiration Dateâ€), and each such period, an â€œAlternate Conversion Right Periodâ€), such holder may, at such holderâ€™s option, by delivery of a Conversion Notice to the Company (the date of any such Conversion Notice, each an â€œAlternate Conversion Dateâ€), convert all, or any number of Preferred Shares held by such holder into shares of Common Stock at the Alternate Conversion Price (each, an â€œAlternate Conversionâ€). Alternate Conversion Price means, with respect to any Alternate Conversion that price will be the lowest of (i) the applicable Conversion Price as in effect on the applicable Conversion Date of the applicable Alternate Conversion, and (ii) the greater of (x) the Floor Price and (y) 80% of the lowest VWAP of the Common Stock during the five (5) consecutive Trading Day period ending and including the Trading Day immediately preceding the delivery or deemed delivery of the applicable Conversion Notice (such period, the â€œAlternate Conversion Measuring Periodâ€). Â At any time, the Company has the right to redeem in cash all, but not less than all, of the Preferred Shares then outstanding at a price (the â€œCompany Optional Redemption Priceâ€) equal to 125% of the greater of (i) the Conversion Amount being redeemed and (ii) the product of (1) the Conversion Rate with respect to the Conversion Amount being redeemed multiplied by (2) the greatest closing sale price of the Companyâ€™s Common Stock on any Trading Day during the period commencing on the date immediately preceding the date the Company notifies the holders of its

elections to redeem and the date the Company makes the entire payment required. Upon the occurrence of a Bankruptcy Triggering Event, the Company will immediately redeem, in cash, each of the Preferred Shares then outstanding at a redemption price equal to the greater of (i) the product of (A) the Conversion Amount to be redeemed multiplied by (B) 125% and (ii) the product of (X) the Conversion Rate with respect to the Conversion Amount in effect immediately following the date of initial public announcement of such Bankruptcy Triggering Event multiplied by (y) the product of (1) 125% multiplied by (2) the greatest closing sale price of the Common Stock on any Trading Day during the period commencing on the date immediately preceding such Bankruptcy Triggering Event and ending on the date the Company pays the entire payment required. Â In no event may any Preferred Shares be converted (or Warrants be exercised) and shares of Common Stock be issued to any holder if after giving effect to the issuance of shares of Common Stock upon such conversion of the Preferred Shares (or exercise of the Warrants), the holder (together with its affiliates, if any) would beneficially own more than 4.99% of the outstanding shares of Common Stock, which we refer to herein as the â€œPIPE Blockerâ€. The PIPE Blocker may be raised or lowered to any percentage not in excess of 9.99% at the option of the applicable holder of the Preferred Shares (or Warrants), except that any raise will only be effective upon 61-daysâ€™ prior notice to the Company. Â On October 2, 2024, the Company entered into, and sold, to six institutional investors (collectively, the â€œPIPE Investorsâ€), pursuant to the securities purchase agreement an aggregate of 3,499 shares of Series C convertible preferred stock, par value $0.00001 per share, which includes an issuance of 840 shares of Series C Preferred Stock to the lead investor in consideration for the PIPE Investorsâ€™ irrevocable commitment to purchase shares of the Series C Preferred Stock, and warrants to purchase 591,856 shares of Common Stock, (together, the â€œPIPE Securitiesâ€) for aggregate net cash proceeds to the Company of $1.9 million. The exercise price of the warrants is $4.38, and the warrants are exercisable six months after the issuance date and expire on the third anniversary of the initial exercisability date. Â 45 Â Â On October 2, 2024, the Company entered into a Common Stock ELOC Purchase Agreement relating to a Committed Equity Facility with an institutional investor (the â€œELOC Purchaserâ€), whereby the Company may offer and sell, from time to time at its sole discretion, and whereby the ELOC Purchaser has committed to purchase, up to $25.0 million of the Companyâ€™s newly issued Common Stock, subject to certain limitations. Concurrently with entering into the ELOC Purchase Agreement, the Company also entered into a registration rights agreement with the ELOC Purchaser, pursuant to which it agreed to provide the ELOC Purchaser with certain registration rights related to the shares issued under the ELOC Purchase Agreement (the â€œELOC Registration Rights Agreementâ€). In no event will the Company issue to the Purchaser under the ELOC Purchase Agreement more than 1,658,525 shares of Common Stock, representing 19.99% of the total number of shares of Common Stock outstanding immediately prior to the execution of the Common Stock Purchase Agreement (the â€œExchange Capâ€), unless (i) the Company obtains the approval of the issuance of such shares by its stockholders in accordance with the applicable stock exchange rules or (ii) sales of Common Stock are made at a price equal to or in excess of the lower of (A) the closing price immediately preceding the delivery of the applicable notice to the Purchaser and (B) the average of the closing prices of the Common Stock for the five business days immediately preceding the delivery of such notice, such that the sales of such Common Stock to the Purchaser would not count toward the Exchange Cap because they are â€œat marketâ€ under applicable stock exchange rules. Â The Company may not issue or sell any shares of Common Stock to the ELOC Purchaser under the Common Stock Purchase Agreement, if it would result in the ELOC Purchaser beneficially owning more than 4.99% of the outstanding shares of Common Stock (the â€œELOC Blockerâ€). The ELOC Blocker may be raised or lowered to any other percentage not in excess of 9.99% at the option of the ELOC Purchaser, except that any raise will only be effective upon 61 daysâ€™ prior notice to the Company. Â Liquidity Outlook Â We have incurred net losses since inception and expect to continue to incur net losses in the foreseeable future. Our net losses may fluctuate significantly from quarter-to-quarter and year-to-year, depending in large part on the timing of our preclinical studies, clinical trials and manufacturing activities, our expenditures on other research and development activities and commercialization activities. As of September 30, 2024, the Company had a working capital deficit of approximately $16.3 million and an accumulated deficit of approximately $86.0 million. In addition, as of December 5, 2024, the Companyâ€™s cash balance was approximately $0.4 million, all of which is currently held by the Companyâ€™s foreign subsidiary. The Company believes that its current cash balance is only sufficient to fund its operations through the end of December 2024, until it can utilize the Equity Financing Line of Credit, which it entered into in on October 2, 2024, and as such, we will need to raise additional capital prior to this to sustain operations. Â Until we generate revenue sufficient to support self-sustaining cash flows, if ever, we will need to raise additional capital to fund our continued operations, including our product development and commercialization activities related to our current and future products. There can be no assurance that additional capital will be available to us on acceptable terms, or at all, or that we will ever generate revenue sufficient to provide self-sustaining cash flows. These circumstances raise substantial doubt about our ability to continue as a going concern. The accompanying condensed consolidated financial statements as of and for the nine months ended September 30, 2024, included elsewhere in this Report do not include any adjustment that might be necessary if the Company is unable to continue as a going concern. Â Because of the numerous risks and uncertainties associated with our business, we are unable to predict the timing or amount of increased expenses or when or if we will be able to achieve or maintain profitability. Additionally, even if we are able to generate revenue from Proclarix or our other assets, we may not become profitable. If we fail to become profitable or are unable to sustain profitability on a continuing basis, then we may be unable to continue our operations at planned levels and may be forced to reduce our operations. Â Certain Significant RelationshipsÂ Â We have entered into license and other arrangements with various third parties as summarized below. For further details regarding these and other agreements, see NotesÂ 6 and 9 to each of our audited financial statements included in the Form 10-K and unaudited financial statements included elsewhere in this Report. Â 46 Â Â Laboratory Corporation of America Â On March 23, 2023, Proteomedix entered into a license agreement with LabCorp pursuant to which LabCorp has the exclusive right to develop and commercialize Proclarix, and other products developed by LabCorp using Proteomedixâ€™s intellectual property covered by the license, in the United States (â€œLicensed Productsâ€). In consideration for granting LabCorp an exclusive license, Proteomedix received an initial license fee in the mid-six figures upon signing of the contract. Additionally, Proteomedix is entitled to royalty payments between 5% and 10% on the net sales recognized by LabCorp of any Licensed Products plus milestone payments as follows: Â Â â— after the first sale of Proclarix as a laboratory developed test, LabCorp will pay an amount in the mid-six figures; Â â— after LabCorp achieves a certain amount in the low seven figures in net sales of Licensed Products, LabCorp will pay Proteomedix an amount in the low seven figures; and Â â— after a certain amount in the mid-seven figures in net sales of Licensed Products, LabCorp will pay Proteomedix an amount in the low seven figures. Â Â The total available milestone payments available under the terms of this contract is $2.5 million. An additional $0.5 million was paid to Proteomedix as an initial license fee in 2023. Â LabCorp is wholly responsible for the cost, if any, of research, development and commercialization of Licensed Products in the United States but has the right to offset a portion of those costs against future royalty and milestone payments. Additionally, LabCorp may deduct royalties or other payments made to third parties related to the manufacture or sale of Licensed Products up to a maximum amount of any royalty payments due to Proteomedix. Â The license agreement and related royalty payment provisions expire during 2038, which approximates the expiration of the last patent covered by the license agreement. LabCorp has the right to terminate the license agreement for any reason by providing 90 days written notice to Proteomedix. Either party may terminate the license agreement due to a material breach of the terms of the license agreement with 30 daysâ€™ notice, provided such breach is not cured within the foregoing 30-day period. Finally, Proteomedix may terminate the license agreement with 60 daysâ€™ notice in the event LabCorp fails to make any undisputed payment due, provided that LabCorp does not remit the payment within the foregoing 60-day period. Â Services Agreement Â On July 21, 2023, the Company, entered into a Licensing and Services Master Agreement (â€œMaster Services Agreementâ€) and a related statement of work with IQVIA, pursuant to which IQVIA was to provide to the Company commercialization services for the Companyâ€™s products, including recruiting, managing, supervising and evaluating sales personnel and providing sales-related services for such products, for fees totaling up to $29.1 million over the term of the statement of work. The statement of work had a term through September 6, 2026, unless earlier terminated in accordance with the Master Services Agreement and the statement of work. On July 29, 2023, a second statement of work was entered into with the IQVIA for certain subscription services providing prescription market data access to the Company. The fees under the second statement of work totaled approximately $800,000, and the term was through July 14, 2025. On October 12, 2023, the Company terminated the Master Services Agreement and the statements of work. The Company recorded net credits of approximately $0.4 million related to this contract during the nine months ended September 30, 2024, respectively, which is included in selling, general and administrative expense in the accompanying consolidated statements of operations and comprehensive loss. The Company had approximately $1.1 million and $1.8 million recorded in related accounts payable as of September 30, 2024 and December 31, 2023, respectively, which includes amounts due for early termination of the contract. See Note 6 to our consolidated financial statements included elsewhere in this Report. Â 47 Â Â Components of Results of Operations Â Selling, General and Administrative Expenses Â Selling, general and administrative expenses consist principally of commercialization activities, payroll, and personnel expenses, including salaries and bonuses, benefits and stock-based compensation expenses, professional fees for legal, consulting, accounting and tax services, information technology costs, costs incurred with respect to acquisitions and potential acquisitions, and other general operating expenses. Â We anticipate that our selling, general and administrative expenses related to Proteomedix will increase when compared to historical levels as a result of efforts to commercialize Proclarix, and costs associated with integration of Proteomedixâ€™s operations. Â Research and Development Expenses Â Historically, substantially all of our research and development expenses consist of expenses incurred in connection with the development of our product candidates. These expenses historically have included fees paid to third parties to conduct certain research and development activities on our behalf, consulting costs, costs for laboratory supplies, product acquisition and license costs, certain payroll, and personnel-related expenses, including salaries and bonuses, employee benefit costs and stock-based compensation expenses for our research and product development employees. We expense both internal and external research and development expenses as they are incurred. Â We do not allocate our costs by product candidate, as a significant amount of research and development expenses include internal costs, such as payroll and other personnel expenses, laboratory supplies, and external costs, such as fees paid to third parties to conduct research and development activities on our behalf, that are not tracked by product candidate. Â As discussed above, we have terminated the vaccine programs that substantially all of our research and development historically related to. We do not anticipate incurring significant research and development expenses in the near future, unless we are able to resume such activities. Predicting the timing or cost to complete our clinical programs for future product candidates, or validation of our commercial manufacturing and supply processes is difficult and delays may occur because of many factors, including factors outside of our control, such as regulatory approvals. Furthermore, we are unable to predict when or if our future product candidates will receive regulatory approval with any certainty.Â Â Other Income (Expense) Â Other income (expense) is comprised of interest expense on notes payable, the change in fair value of financial instruments that are recorded as liabilities, which includes the related party subscription agreement liability and the contingent warrant liability, and other financing-related costs. Â 48 Â Â Results of Operations Â Comparison of theÂ Three Months Ended SeptemberÂ 30, 2024 and 2023 Â The following table summarizes our statements of operations for the periods indicated: Â Â Â Three Months Ended September 30, 2024Â Â Three Months Ended September 30, 2023Â Â $ ChangeÂ Â % ChangeÂ RevenueÂ $406,859Â Â $-Â Â $406,859Â Â Â 100.0% Cost of revenueÂ Â 301,445Â Â Â -Â Â Â 301,445Â Â Â 100.0% Gross profitÂ Â 105,414Â Â Â -Â Â Â 105,414Â Â Â 100.0% Â Â Â Â Â Â Â Â Â Â Â Â

by approximately $0.3Â million compared to the same period in 2023. Proteomedixâ€™s selling, general, and administrative expenses totaled approximately $2.2 million, of which approximately $1.6 million was related to audit and legal fees, and salaries and benefits. Onconetix expenses offset this increase by $1.9 million, which was due to a reduction in commercialization activities of approximately $0.7 million, including a reduction in fees due to IQVIA of approximately $0.5 million, decrease in stock-based compensation expense of approximately $0.3 million, a decrease in impairment of long-lived assets of approximately $0.3 million, and a $0.2 million decrease inÂ the loss on related party receivable. Â Research and Development Expenses Â For the nine months ended September 30, 2024, research and development expenses decreased by approximately $2.0Â million compared to the same period in 2023. The decrease was primarily attributable to the Companyâ€™s decision to halt its vaccine programs and focus on commercialization activities, which occurred during the third quarter of 2023. This change in business strategy led to a halt in the Companyâ€™s clinical and other research activities. The decrease was only slightly offset by minimal research and development activities still ongoing at Proteomedix. Â Impairments Â During the nine months ended September 30, 2024, the Company recorded impairment losses of approximately $15.5 million related to goodwill recorded in connection with the PMX acquisition, and an impairment loss of approximately $3.5 million on the assets acquired as part of the ENTADFI asset acquisition. Â During the nine months ended September 30, 2023, a $3.5 million impairment loss was recorded on the deposit for the WraSer APA. Â Other Income (Expense) Â Other expenses incurred during the nine months ended September 30, 2024, increased by approximately $1.0 million compared to the same period in 2023. The increase was primarily due to (i) approximately $0.5 million of interest expense related to the Altos Debenture issued in January 2024, (ii) an increase of $0.1 million of interest related to the April Veru Note, which was amended in April 2024, and (iii) a $1.0 million increase in the fair value of the subscription liability. These increases were offset by a decrease in the fair value of the contingent warrant liability expense of approximately $0.1 million and the extinguishment of the note payable in the previous period of approximately $0.5 million. Â Income Tax Benefit Â The Company recorded an income tax benefit of approximately $127,000 during the nine months ended September 30, 2024, related to foreign deferred income taxes recorded in connection with Proteomedix. There was no income tax benefit or expense recorded during the same period in 2023. Â 51 Â Â Liquidity and Capital Resources Â The Companyâ€™s operating activities to date have been devoted to seeking licenses, engaging in research and development activities, potential asset and business acquisitions, and expenditures associated with the previously planned commercial launch of ENTADFI and the commercialization of Proclarix. Â The Company has incurred substantial operating losses since inception and expects to continue to incur significant operating losses for the foreseeable future. As of September 30, 2024, the Company had cash of approximately $0.3 million, a working capital deficit of approximately $16.3 million and an accumulated deficit of approximately $86.0 million. During the nine months ended September 30, 2024, the Company used approximately $9.6 million in cash for operating activities. In addition, as of December 5, 2024, the Companyâ€™s cash balance was approximately $0.4Â million, all of which is currently held by the Companyâ€™s foreign subsidiary. The Companyâ€™s current cash balance is not sufficient to fund its operations through the end of December 2024Â until it can utilize the Equity Financing Line of Credit (â€œELOCâ€), which it entered into on October 2, 2024, referred herein as the ELOC Purchase Agreement, and this raisesÂ substantialÂ doubtÂ about the Companyâ€™s ability to continue as a going concern within one year from the date of the issuance of these condensed consolidated financial statements. The Companyâ€™s projections are also indicative that it is currently unable to meet its contractual commitments and obligations as they come due in the ordinary course of business. The Company will require significant additional capital in the short-term to fund its continuing operations, satisfy existing and future obligations and liabilities, including the remaining payments due for the acquisition of the ENTADFI assets, and funds needed to support the Companyâ€™s working capital needs and business activities. These business activities include the development and commercialization of Proclarix, and the development and commercialization of the Companyâ€™s future product candidates. Â Managementâ€™s plans for funding the Companyâ€™s operations include generating product revenue from sales of Proclarix, which is still subject to further successful commercialization activities within certain jurisdictions. Management also intends to secure additional required funding through equity or debt financings if available, and to utilize the ELOC entered into in October 2024 (see Note 15) on an as-needed basis to assist with the paydown of the debentures and to fund current operating needs, subject to certain restrictions and beneficial ownership constraints. However, based on the terms of the ELOC and the current maximum availability, Management determined that the funds readily available under the ELOC will not be sufficient to sustain operations. In addition, there are currently no other commitments in place for further financing nor is there any assurance that such financing will be available to the Company on favorable terms, if at all. This creates significant uncertainty whether the Company will have the funds available to be able to sustain its operations and expand commercialization of Proclarix. If the Company is unable to secure additional capital, it may be required to curtail any future clinical trials, development and/or commercialization of future product candidates, and it may take additional measures to reduce expenses in order to conserve its cash in amounts sufficient to sustain operations and meet its obligations, or, if it is required to, file for bankruptcy. Â Because of historical and expected operating losses, net operating cash flow deficits, and debts due within one year, there is substantial doubt about the Companyâ€™s ability to continue as a going concern for one year from the issuance of the condensed consolidated financial statements, which is not alleviated by managementâ€™s plans. The condensed consolidated financial statements have been prepared assuming the Company will continue as a going concern. These condensed consolidated financial statements do not include any adjustments that might be necessary from the outcome of this uncertainty.Â Â 52 Â Â Future Funding Requirements Â We anticipate that we will continue to incur significant expenses for the foreseeable future as we continue to commercialize Proclarix and expand our corporate infrastructure. Â We will require significant amounts of additional capital in the short-term, to continue to fund our continuing operations, satisfy existing and future obligations and liabilities, including the remaining payments due under the Veru APA and other contracts entered into in support of the Companyâ€™s commercialization plans, in addition to funds needed to support our working capital needs and business activities, including the development and commercialization of Proclarix, and the development and commercialization of our future product candidates. Until we can generate a sufficient amount of revenue from sales of Proclarix, if at all, we expect to finance our future cash needs through public or private equity or debt financings, third-party funding and marketing and distribution arrangements, as well as other collaborations, strategic alliances and licensing arrangements, or any combination of these approaches. The future sale of equity or convertible debt securities may result in dilution to our stockholders, and, in the case of preferred equity securities or convertible debt, those securities could provide for rights, preferences or privileges senior to those of our common stock. Debt financing may subject us to covenant limitations or restrictions on our ability to take specific actions, such as incurring additional debt, making capital expenditures, or declaring dividends. There can be no assurance that we will be successful in acquiring additional funding at levels sufficient to fund our operations or on terms favorable or acceptable to us. If we are unable to obtain adequate financing when needed or on terms favorable or acceptable to us, we may be forced to delay, reduce the scope of our business activities. Â Â Our future capital requirements will depend on many factors, including: Â Â â— the costs of future commercialization activities, including product manufacturing, marketing, sales, royalties, and distribution, for Proclarix, and other products for which we may receive marketing approval; Â Â Â Â â— the timing, scope, progress, results and costs of research and development, testing, screening, manufacturing, preclinical, non-clinical studies, and clinical trials; Â Â Â Â â— the outcome, timing and cost of seeking and obtaining regulatory approvals from the FDA and comparable foreign regulatory authorities, including the potential for such authorities to require that we perform field efficacy studies, require more studies than those that we currently expect or change their requirements regarding the data required to support a marketing application; Â Â Â Â â— our ability to maintain existing, and establish new, strategic collaborations, licensing or other arrangements and the financial terms of any such agreements, including the timing and amount of any future milestone, royalty, or other payments due under any such agreement; Â Â Â Â â— any product liability or other lawsuits related to our products; Â Â Â Â â— the expenses needed to attract, hire, and retain skilled personnel; Â Â Â Â â— the revenue, if any, received from commercial sales of Proclarix, or other products for which we may have received or will receive marketing approval; Â Â Â Â â— the costs to establish, maintain, expand, enforce and defend the scope of our intellectual property portfolio, including the amount and timing of any payments we may be required to make, or that we may receive, in connection with licensing, preparing, filing, prosecuting, defending and enforcing our patents or other intellectual property rights; and Â Â Â Â â— the costs of operating as a public company. Â A change in the outcome of any of these or other variables could significantly change the costs and timing associated with our business activities. Furthermore, our operating plans may change in the future, and we may need additional funds to meet operational needs and capital requirements associated with such change. Â 53 Â Â Cash Flows Â The following table summarizes our cash flows for the periods indicated: Â Â Â Nine Months Ended September 30, 2024Â Â Nine Months Ended September 30, 2023Â Net cash used in operating activitiesÂ $(9,578,169)Â $(9,269,131) Net cash used in investing activitiesÂ Â (24,597)Â Â (9,864,613) Net cash provided by financing activitiesÂ Â 5,440,310Â Â Â 1,035,060Â Effect of exchange rate changes on cashÂ Â (50,384)Â Â -Â Net decrease in cashÂ $(4,212,840)Â $(18,098,684) Â Cash Flows from Operating Activities Â Net cash used in operating activities for the nine months endedÂ September 30, 2024 was approximately $9.6Â million, which primarily resulted from a net loss of approximately $29.3Â million, net change in our operating assets and liabilities of approximately $2.3 million and net change of deferred tax benefit by approximately $0.1 million. These items were offset by several non-cash items, which include: impairments of goodwill and ENTADFI of approximately $15.5 million and $3.5 million, respectively, depreciation and amortization expense of approximately $0.6 million, loss on impairment of ENTADFI inventory of approximately $0.4 million, noncash interest expense and amortization of debt discounts of approximately $1.1 million, and increase in the fair value of subscription liability of $1.0 million. Â Net cash used in operating activities for the nine months ended September 30, 2023 was approximately $9.3 million, which primarily resulted from a net loss of $15.1 million. This was offset by a change in our operating assets and liabilities of $0.1 million, an impairment loss of $3.5 million related to the deposit of the WraSer APA, an approximate $0.5 million loss on the extinguishment of a note payable, noncash stock-based compensation of approximately $0.6 million, noncash interest expense of approximately $0.5 million, a $0.3 million loss on impairment of long-lived assets, and the loss on related party receivable of approximately $0.3 million. Â Cash Flows from Investing Activities Â Net cash used in investing activities for theÂ nine months endedÂ September 30, 2024 of approximately $25,000 resulted from purchases of property and equipment. Â Net cash used in investing activities for the nine months ended September 30, 2023 was approximately $9.9 million, of which approximately $6.1 million was used for the acquisition of ENTADFI, $3.5 million was used for the deposit in connection with the WraSer APA, and approximately $0.3 million is the net change in the receivable from related parties. Â Cash Flows from Financing Activities Â Net cash provided by financing activities for the nine months ended September 30, 2024 was approximately $5.4 million, and resulted primarily from the issuance of an aggregate of approximately $5.9 million in notes payable, consisting of a $5.0 million debenture and approximately $0.9 million for the financing of director and officer liability insurance policy premiums and the proceeds received from the exercise of preferred investment options in connection with the warrant inducement transaction of approximately $0.9 million. These proceeds were offset by approximately $0.9 million in payments on the notes payable and $0.4 million in the payment of financing costs. Â Net cash provided by financing activities for the nine months ended September 30, 2023 was approximately $1.0 million, and resulted from net proceeds from the exercise of preferred investment options in connection with the warrant inducement transaction of $2.3 million, offset by $1.0 million in principal payments on a note payable, approximately $0.1 million in purchases of treasury shares and approximately $0.2 million of payment in deferred offering costs. Â Legal Contingencies Â From time to time, we may become involved in legal proceedings arising from the ordinary course of business. We record a liability for such matters when it is probable that future losses will be incurred and that such losses can be reasonably estimated.Â Â 54 Â Â Off-Balance Sheet Arrangements Â During the periods presented we did not have, nor do we currently have, any off-balance sheet arrangements as defined in the rules and regulations of the SEC. Â Recent Accounting Pronouncements Not Yet Adopted Â See NoteÂ 3 to our condensed consolidated financial statements included elsewhere in this Report for more information. Â Critical Accounting Policies and Estimates Â Our condensed consolidated financial statements have been prepared in accordance with U.S. generally accepted accounting principles (â€œU.S. GAAPâ€). The preparation of these condensed consolidated financial statements requires us to make estimates and judgments that affect the reported amounts of assets, liabilities, and expenses and the disclosure of contingent assets and liabilities in our condensed consolidated financial statements. On an ongoing basis, we evaluate our estimates and judgments. We base our estimates on historical experience, known trends and events and various other factors that are believed 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. Actual results may differ from these estimates under different assumptions or conditions. Â As of September 30, 2024, there have been no material changes to our critical accounting policies and estimates from those disclosed in â€œManagementâ€™s Discussion and Analysis of Financial Condition and Results of Operations â€“ Critical Accounting Policies and Estimates,â€ included in our Annual Report on Form 10-K for the year ended December 31, 2023 filed with the SEC on April 11, 2024. Â As of the close of the NASDAQ stock market on December 5, 2024, our stock price was $0.63 per share. This is a significant decline from September 30, 2024 where our closing price was $5.20 per share. If the stock remains at this level by the close of business on December 31, 2024, we believe this is an indicator for impairment which would require us to perform an impairment test since the fair value of our one reporting unit would be substantially less than its carrying value. Any impairment charge could result in a substantial non-cash expense, affecting our financial performance. Â JOBS Act Â SectionÂ 107 of the Jumpstart Our Business Startups Act (â€œJOBSâ€) Act provides that an â€œemerging growth companyâ€ can take advantage of the extended transition period provided in SectionÂ 7(a)(2)(B)Â of the Securities Act for complying with new or revised accounting standards. In other words, an â€œemerging growth companyâ€ can delay the adoption of new or revised accounting standards until those standards would otherwise apply to private companies. We have elected to avail ourselves of this extended transition period. Â For as long as we remain an â€œemerging growth companyâ€ under the JOBS Act, we will, among other things: Â â—be exempt from the provisions of SectionÂ 404(b)Â of the Sarbanes-Oxley Act, which requires that our independent registered public accounting firm provide an attestation report on the effectiveness of our internal control over financial reporting; Â Â â— be permitted to omit the detailed compensation discussion and analysis from proxy statements and reports filed under the Securities and ExchangeÂ Act of 1934, as amended (the â€œExchange Actâ€), and instead provide a reduced level of disclosure concerning executive compensation; and Â â—be exempt from any rules that may be adopted by the Public Company Accounting Oversight Board requiring mandatory audit firm rotation or a supplement to the auditorâ€™s report on the financial statements. Â We currently intend to take advantage of some or all of the reduced regulatory and reporting requirements that will be available to us so long as we qualify as an â€œemerging growth company,â€ including the extension of time to comply with new or revised financial accounting standards available under SectionÂ 102(b)Â of the JOBS Act. Among other things, this means that our independent registered public accounting firm will not be required to provide an attestation report on the effectiveness of our internal control over financial reporting so long as we qualify as an emerging growth company, which may increase the risk that weaknesses or deficiencies in our internal control over financial reporting go undetected. Likewise, so long as we qualify as an emerging growth company, we may elect not to provide you with certain information, including certain financial information and certain information regarding compensation of our executive officers, that we would otherwise have been required to provide in filings we make with the SEC, which may make it more difficult for investors and securities analysts to evaluate our company. As a result, investor confidence in our company and the market price of our common stock may be materially and adversely affected. Â 55 Â Â Item 3. Quantitative and Qualitative Disclosures About Market Risk Â As a smaller reporting company, we are not required to provide the information required by this Item. Â Item 4. Controls and Procedures. Â Â Evaluation of Disclosure Controls and Procedures Â The Sarbanes-Oxley Act requires, among other things, that we maintain effective disclosure controls and procedures (as defined in Rules 13a-15(e) and 15d-15(e)) that are designed to ensure that information required to be disclosed by us in reports we file or submit under the Exchange Act is recorded, processed, summarized and reported within the appropriate time periods, and that such information is accumulated and communicated to the Chief Executive Officer and Chief Financial Officer, as appropriate, to allow timely discussions regarding required disclosure. Our management, with the participation of our Chief Executive Officer and Chief Financial Officer has evaluated the effectiveness of our disclosure controls and procedures. Management recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving their objectives and management necessarily applies its judgment in evaluating the cost benefit relationship of possible controls and procedures. Based on that evaluation, our Chief Executive Officer and Chief Financial Officer have concluded that the Companyâ€™s disclosure controls and procedures were not effective as of September 30, 2024, as a result of the material weaknesses described below. Â Material Weaknesses in Internal Control Over Financial Reporting Â A material weakness is a deficiency, or a combination of deficiencies, in internal control over financial reporting, such that there is a reasonable possibility that a material misstatement of our annual or interim financial statements will not be prevented or detected on a timely basis. Â During 2023, after a review completed by the Audit Committee, it was determined that our former CEO and an accounting employee charged certain personal expenses on their corporate credit cards that were not recorded as related party receivables. These unauthorized charges, in addition to personal charges that were identified as such

in previous reporting periods, may have constituted personal loans that are not permissible under Section 402 of the Sarbanes-Oxley Act of 2002. We determined that this credit card misuse arose from the following control deficiencies, which we have determined to be material weaknesses as of September 30, 2024: Â â—We did not maintain an effective control environment as there was an inadequate segregation of duties with respect to certain cash disbursements. The processing and the approval for payment of credit card transactions and certain bank wires were being handled by the CEO and an accounting employee, and the accounting employee was responsible for the reconciliation of credit card statements and bank statements. This allowed these individuals to submit unauthorized payments to unauthorized third parties. Â â—We do not have an effective risk assessment process and effective monitoring of compliance with established accounting policies and procedures, and do not demonstrate a sufficient level of precision in the application of our controls, including the maintenance of board committee minutes and unanimous written consents. Â Â Â â—Our controls over the approval and reporting of expenses paid with the Companyâ€™s credit cards and certain bank wires were not designed and maintained to achieve the Companyâ€™s objectives. Â â—We have insufficient accounting resources to maintain adequate segregation of duties, maintain adequate controls over the approval and posting of journal entries, and to provide optimal levels of oversight in order to process financial information in a timely manner,Â analyze and account for complex, non-routine transactions,Â and prepare financial statements. Â â—We do not yet have adequate internal controls in place for the timely identification, approval or reporting of related party transactions. Â â—The Company did not design, implement, and maintain effective controls to ensure information technology (â€œITâ€) policies and procedures set the tone at the top, to mitigate the risks to the achievement of IT objectives and ITGCs in the change management, logical security, and computer operations domains. Specifically, the design and implementation of user authentication, user access privileges, data backup and data recovery controls as well as the monitoring controls of excessive user access and elevated privileged access to financial applications and data were not appropriately designed and maintained. In addition, these inadequate ITGC controls combined with the use of personal devices to conduct business, can lead to an IT control environment vulnerable to breaches and social engineering persuasion. Â The above material weaknesses did not result in a material misstatement of our previously issued financial statements but could have resulted in material misstatements of our account balances or disclosures of our annual or interim financial statements that would not be prevented or detected. We have developed a remediation plan for these material weaknesses which is described below inÂ Remediation of Material Weaknesses. Â 56 Â Â Remediation of Material Weaknesses Â We are committed to maintaining a strong internal control environment and implementing measures designed to help ensure that the material weaknesses are remediated as soon as possible. We believe we have made progress towards remediation. Management has designed and begun to implement the following remediation plan: Â â—Terminated the accounting employee involved in the misuse and reassigned such employeeâ€™s roles and responsibilities regarding impacted control activities. Â â—Implemented a travel, entertainment, and gift policy, which our Board approved on August 31, 2023. Â â—Implement a formal information security policy. Â â—Review and update, as necessary, the design and operation of our process level and transaction level controls for cash disbursements, credit card transactions, and journal entries. Implement enhanced approval policies. Â We will consider the material weaknesses remediated after the applicable controls operate for a sufficient period of time, and management has concluded, through testing, that the controls are operating effectively. Â The process of designing and implementing an effective accounting and financial reporting system is a continuous effort that requires us to anticipate and react to changes in our business and the economic and regulatory environments and to expend significant resources to maintain an accounting and financial reporting system that is adequate to satisfy our reporting obligations. As we continue to evaluate and take actions to improve our internal control over financial reporting, we may determine to take additional actions to address control deficiencies or determine to modify certain of the remediation measures described above. We cannot assure you that the measures we have taken to date, or any measures we may take in the future, will be sufficient to remediate the material weakness we have identified or avoid potential future material weaknesses.Â Â Inherent Limitation on the Effectiveness of Internal Control Processes Â Our management, including our Chief Executive Officer and Chief Financial Officer, does not expect that our disclosure controls or our internal control over financial reporting will prevent all errors and all fraud. A control system, no matter how well designed and operated, can provide only reasonable, not absolute, assurance that the objectives of the control system are met. Because of the inherent limitations in all control systems, no evaluation of controls can provide absolute assurance that all control issues and instances of fraud, if any, have been detected. 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 is also 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 Changes in Internal Control over Financial Reporting Â During the fiscal quarter ended September 30, 2024, there were no changes in our internal control over financial reporting (as such term is defined in Rules 13a-15(f) and 15d-15(f) of the Exchange Act) that have materially affected, or are reasonably likely to materially affect, our internal control over financial reporting.Â Â 57 Â Â PART II â€“ OTHER INFORMATION Â Item 1. Legal Proceedings Â We are not currently subject to any material legal proceedings, nor, to our knowledge, is any material legal proceeding threatened against us or any of our officers or directors in their corporate capacity. Â Item 1A. Risk FactorsÂ Â In addition to the following risk factors, you should carefully consider the risk factors included in our Annual Report on Form 10-K, filed with the SEC on April 11, 2024, as supplemented and updated by subsequent Quarterly Reports on Form 10-Q and Current Reports on Form 8-K that we have filed or will file with the SEC. Any of these factors could result in a significant or material adverse effect on our results of operations or financial condition. Additional risk factors not presently known to us or that we currently deem immaterial may also impair our business or results of operations. Â Risks Related to our Financial Position and Need for Capital Â We have incurred significant net losses since inception, have only generated minimal revenue, and anticipate that we will continue to incur substantial net losses for the foreseeable future and may never achieve profitability. Our stock is a highly speculative investment. Â We are a commercial-stage biotechnology company that was incorporated in OctoberÂ 2018. Our net loss was $3.8 million and $29.3Â million for theÂ three and nine months ended September 30, 2024. As of September 30, 2024, we had an accumulated deficit of $86.0Â million. We also generated negative operating cash flows of $9.6Â million for the nine months ended September 30, 2024. Â We expect to continue to spend significant resources to commercialize our product. We expect to incur substantial and increasing operating losses over the next severalÂ years. As a result, our accumulated deficit will also increase significantly. Additionally, there can be no assurance that our current products or those that may be under development by us in the future will be commercially viable. If we are unable to achieve profitability or raise sufficient working capital, we may be unable to continue our operations. Â There is substantial doubt about our ability to continue as a â€œgoing concern,â€ and we will require substantial additional funding to finance our long-term operations. If we are unable to raise additional capital when needed, we could be forced to delay, reduce, or terminate some or all of our products and operations. Â The Company has incurred substantial operating losses since inception and expects to continue to incur significant operating losses for the foreseeable future. As of September 30, 2024, the Company had cash of approximately $0.3Â million, a working capital deficit of approximately $16.3Â million and an accumulated deficit of approximately $86.0 million. In addition, as of December 5, 2024, the Companyâ€™s cash balance was approximately $0.4 million, and the Company has approximately $9.8 million of debt due within the next 12 months. Â We estimate, as of the date of this Report, that our current cash balance is not sufficient to fund our operations through the end of December until it can utilize the ELOC. We believe that we will need to raise substantial additional capital to fund our continuing operations, satisfy existing and future obligations and liabilities, and otherwise support the Companyâ€™s working capital needs and business activities, including making the remaining payments to Veru and the commercialization of Proclarix. Managementâ€™s plans for funding the Companyâ€™s operations include generating product revenue from sales of Proclarix, which is still subject to further successful development and commercialization activities within certain jurisdictions. Management also intends to secure additional required funding through equity or debt financings if available, and to utilize the ELOC entered into in October 2024 (see Note 15) on an as-needed basis to assist with the paydown of the debentures and to fund current operating needs, subject to certain restrictions and beneficial ownership constraints. However, based on the terms of the ELOC and the current maximum availability, Management determined that the funds readily available under the ELOC will not be sufficient to sustain operations. In addition, there are currently no other commitments in place for further financing nor is there any assurance that such financing will be available to the Company on favorable terms, if at all. This creates significant uncertainty whether the Company will have the funds available to be able to sustain its operations and expand commercialization of Proclarix. If the Company is unable to secure additional capital, it may be required to curtail any future clinical trials, development and/or commercialization of future product candidates, and it may take additional measures to reduce expenses in order to conserve its cash in amounts sufficient to sustain operations and meet its obligations, or, if it is required to, file for bankruptcy. Â 58 Â Â These conditions raise substantial doubt about the Companyâ€™s ability to continue as a going concern for a period of time within one year from the issuance of the condensed consolidated financial statements. Our future capital requirements will depend on many factors, including: Â â—the costs of future development and commercialization activities, including product manufacturing, marketing, sales, royalties, and distribution, for Proclarix and other products for which we have received or will receive marketing approval; Â Â â—our ability to maintain existing, and establish new, strategic collaborations, licensing or other arrangements and the financial terms of any such agreements, including the timing and amount of any future milestone, royalty, or other payments due under any such agreement; Â â—any product liability or other lawsuits related to our products; Â â—the expenses needed to attract, hire, and retain skilled personnel; Â â—the revenue, if any, received from commercial sales of Proclarix or other products for which we may receive marketing approval; Â â—the costs to establish, maintain, expand, enforce, and defend the scope of our intellectual property portfolio, including the amount and timing of any payments we may be required to make, or that we may receive, in connection with licensing, preparing, filing, prosecuting, defending, and enforcing our patents or other intellectual property rights; and Â â—the costs of operating as a public company. Â Our ability to raise additional funds will depend on financial, economic, and other factors, many of which are beyond our control. We cannot be certain that additional funding will be available on acceptable terms, or at all. We have no committed source of additional capital and if we are unable to raise additional capital in sufficient amounts or on terms acceptable to us, we may be forced to delay, reduce, or terminate our business activities. Â We owe a significant amount of money to Veru, which funds we do not have. Veru may take action against us to enforce its rights to payment in the future, which could have a material adverse effect on us and our operations. Â Due to recent financial constraints, the Company may be unable to timely pay amounts due to Veru, from whom we purchased ENTADFI in April 2023. We may not have sufficient funds to pay amounts due to Veru in the near term, if at all, including but not limited to $10 million, $5 million of which was due on April 19, 2024 and is subject to certain forbearance terms, and $5 million of which was due on September 30, 2024 and is subject to certain forbearance terms. On April 24, 2024, Veru agreed to forbear its rights and remedies until March 31, 2025 with respect to, among other things, our inability to pay amounts due on April 19, 2024, and on September 19, 2024, Veru agreed to forbear its rights and remedies until June 30, 2025 with respect to, among other things, our inability to pay amounts due on September 30, 2024. However, Veru may take future action against us, including filing legal proceedings against us seeking amounts due and interest accrued or attempting to terminate its relationship with us. If Veru were to take legal action against us, we may be forced to scale back our business plan and/or seek bankruptcy protection. We may be subject to litigation and damages for our failure to pay amounts due to Veru, and may be forced to pay interest and penalties, which funds we do not currently have. We are currently considering strategic options for ENTADFI, including a potential sale or abandonment, and plan to seek funding to support our operations, and to pay amounts due to Veru, through a combination of equity offerings, debt financing or other capital sources, including potential collaborations, licenses, sales, and other similar arrangements, which may not be available on favorable terms, if at all. The sale of additional equity or debt securities, if accomplished, may result in dilution to our stockholders. Furthermore, any revenue or financing proceeds that we are required to pay to Veru will detract from our ability to use such funds to support our operations. Â 59 Â Â Our current liabilities are significant, and if those to whom we owe accounts payable, such as Veru, IQVIA or other creditors or vendors, were to demand payment, we would be unable to pay. Â As of September 30, 2024, we had total current liabilities of approximately $17.4 million, including accounts payable of approximately $4.1 million, accrued expenses of approximately $1.3 million, the related party subscription liability of $1.8 million, and approximately $9.8 million (net of discounts) related to notes payable, primarily due to Veru. As of the same date, we had cash of only $0.3 million. We are currently considering strategic options for ENTADFI, including a potential sale or abandonment, and plan to seek funding to support our operations. However, the level of our current liabilities may make it more difficult for us to obtain adequate financing on favorable terms, if at all. If those to whom these payments are due were to demand immediate payment, as they are entitled to do, and we are not able to make the required payments, we would be subject to liability if our creditors chose to enforce their rights, which could result in our bankruptcy and insolvency. Under such a scenario, our assets would be distributed to our creditors, leaving nothing to be distributed to our stockholders. Â Risks Related to the Commercialization of our Products Â Company shareholders may not realize a benefit from the ENTADFI or Proteomedix acquisitions commensurate with the ownership dilution they have experienced in connection with the transactions. Â If the Company is unable to realize the full strategic and financial benefits previously anticipated from the recent ENTADFI and Proteomedix acquisitions, our shareholders may experience a dilution of their ownership interests in our Company without receiving any commensurate benefit, or only receiving part of the commensurate benefit to the extent the Company is able to realize only part of the strategic and financial benefits previously anticipated from the transactions. We are currently considering strategic options for ENTADFI, including a potential sale. There is currently no plan to commercialize ENTADFI, and as such, if we are not able to consummate a sale or other transaction of the ENTADFI assets, we may abandon the assets and destroy our inventory of the product. Â We may fail or elect not to commercialize our products. Â We may not successfully commercialize our products. We or our collaboration partners in any potential commercial marketing efforts of our product may not be successful in achieving widespread patient or physician awareness or acceptance of this product. Also, we may be subject to pricing pressures from competitive products or from governmental or commercial payors or regulatory bodies that could make it difficult or impossible for us to commercialize our products. Any failure to commercialize our products could have a material adverse effect on our future revenue and our business. Â We are currently considering strategic options for ENTADFI, including a potential sale. There is currently no plan to commercialize ENTADFI, and as such, if we are not able to consummate a sale or other transaction of the ENTADFI assets, we may abandon the assets and destroy our inventory of the product. The Company continues to consider various measures, including strategic alternatives, to rationalize its operations and optimize its existing Proclarix diagnostic program. Â If we fail to further commercialize Proclarix, our business, financial condition, results of operations and prospects may be materially adversely affected and our reputation in the industry and in the investment community would likely be damaged. Â We are dependent on third parties, including LabCorp, to develop, market, distribute and sell our products. Â Our ability to receive revenues is dependent upon the sales and marketing efforts of co-marketing partners and third-party distributors. In particular, the development and commercialization of Proclarix in the United States is being pursued by LabCorp, pursuant to an exclusive license agreement that grants LabCorp the exclusive right to develop and commercialize Proclarix, and other products developed by LabCorp using Proteomedixâ€™s intellectual property covered by the license, in the United States for identification, screening, staging, predisposition, diagnosis, prognosis, monitoring, prevention or treatment selection with respect to prostate cancer. However, we do not have control over LabCorpâ€™s development and commercialization of Proclarix, and there can be no guarantee that LabCorp will continue to advance development and commercialization efforts, or that LabCorp will successfully commercialize Proclarix in the United States. Â LabCorp may terminate or seek to renegotiate the terms of this agreement, which could adversely affect our business operations and financial condition. If LabCorp terminates the agreement or demands terms that are less favorable to us, we may experience disruptions in our product development and commercialization efforts, potentially leading to a loss of revenue and market share. Â Additionally, if LabCorp is unable to commercialize Proclarix in the United States, and we fail to reach an agreement with any other commercialization partner, or upon reaching such an agreement that partner fails to sell a large volume of our products, it may have a negative impact on our business, financial condition, and results of operations. Â 60 Â Â Item 2. Unregistered Sales of Equity Securities and Use of Proceeds Â There are no transactions that have not been previously included in a Current Report on Form 8-K. Â Issuer Purchases of Equity Securities Â There were no share repurchases for the nine months ended September 30, 2024. Â On November 13, 2024 the Board terminated the Repurchase Program. Â Item 3. Default Upon Senior Securities Â None. Â Item 4. Mine Safety Disclosures Â Not applicable. Â Item 5. Other Information Â None. Â 61 Â Â Item 6. Exhibits Â The following documents are filed as exhibits to this Report. Â EXHIBIT INDEX Â Â Â Â Â Â Incorporated by Reference Exhibit No. Â Description Â Form Â Exhibit Â Filing Date 3.2 Â Certificate of Amendment, dated April 24, 2023 Â 8-K Â 3.1 Â April 24, 2023 3.3 Â Certificate of Amendment, dated December 21, 2023 Â 8-K Â 3.1 Â December 21, 2023

3.4 Â Certificate of Amendment, dated September 24, 2024 Â 8-K Â 3.1 Â September 24, 2024 3.5 Â Certificate of Designations authorizing the issuance of the Series C Preferred Stock Â 8-K Â 3.1 Â October 3, 2024 3.6 Â Fourth Amended and Restated Bylaws of the Company Â 8-K Â 3.2 Â December 21, 2023 4.1 Â Form of Inducement PIO Â 8-K Â 4.1 Â July 11, 2024 4.2 Â Form of Altos Warrants Â 8-K Â 4.1 Â October 9, 2024 4.3 Â Form of Warrant Â 8-K Â 4.1 Â October 3, 2024 10.1 Â Form of Inducement Letter Â 8-K Â 10.1 Â July 11, 2024 10.2 Â Form of Inducement PIO Â 8-K Â 4.1 Â July 11, 2024 10.3 Â Amended and Restated Forbearance Agreement between the Company and Veru, dated September 19, 2024 Â 8-K Â 10.1 Â September 20, 2024 31.1* Â Certification of the Principal Executive Officer pursuant to Rule 13a-14(a) and Rule 15d-14(a) under the Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. Â Â Â Â Â Â Â 31.2* Â Certification of the Principal Financial Officer pursuant to Rule 13a-14(a) and Rule 15d-14(a) under the Securities Exchange Act of 1934, as adopted pursuant to Section 302 of the Sarbanes-Oxley Act of 2002. Â Â Â Â Â Â Â 32.1** Â Certification of the Principal Executive Officer pursuant to 18 U.S.C. 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. Â Â Â Â Â Â Â 32.2** Â Certification of the Principal Financial Officer pursuant to 18 U.S.C. 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002. Â Â Â Â Â Â Â 101.INS* Â Inline XBRL Instance Document. Â Â Â Â Â Â Â 101.SCH* Â Inline XBRL Taxonomy Extension Schema Document. Â Â Â Â Â Â Â 101.CAL* Â Inline XBRL Taxonomy Extension Calculation Linkbase Document. Â Â Â Â Â Â Â 101.DEF* Â Inline XBRL Taxonomy Extension Definition Linkbase Document. Â Â Â Â Â Â Â 101.LAB* Â Inline XBRL Taxonomy Extension Label Linkbase Document. Â Â Â Â Â Â Â 101.PRE* Â Inline XBRL Taxonomy Extension Presentation Linkbase Document. Â Â Â Â Â Â Â 104* Â Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101). Â Â Â Â Â Â Â *Filed herewith. Â **Furnished herewith. Â 62 Â Â SIGNATURES Â 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 Â Onconetix, Inc. Â Â Â Date: December 9, 2024 Â /s/ Ralph Schiess Â Â Ralph Schiess Interim Chief Executive Officer Â Â (principal executive officer) Â Â Â Date: December 9, 2024 By: /s/ Karina M. Fedasz Â Â Karina M. Fedasz Â Â Interim Chief Financial Officer Â Â (principal financial and accounting officer) Â Â 63 Â P4Y false --12-31 Q3 0001782107 0001782107 2024-01-01 2024-09-30 0001782107 2024-12-05 0001782107 2024-09-30 0001782107 2023-12-31 0001782107 us-gaap:RelatedPartyMember 2024-09-30 0001782107 us-gaap:RelatedPartyMember 2023-12-31 0001782107 onco:SeriesBConvertibleRedeemablePreferredStockMember 2024-09-30 0001782107 onco:SeriesBConvertibleRedeemablePreferredStockMember 2023-12-31 0001782107 onco:SeriesAConvertiblePreferredStockMember 2024-09-30 0001782107 onco:SeriesAConvertiblePreferredStockMember 2023-12-31 0001782107 2024-07-01 2024-09-30 0001782107 2023-07-01 2023-09-30 0001782107 2023-01-01 2023-09-30 0001782107 us-gaap:SeriesBPreferredStockMember us-gaap:PreferredStockMember 2023-12-31 0001782107 us-gaap:SeriesAPreferredStockMember us-gaap:PreferredStockMember 2023-12-31 0001782107 us-gaap:CommonStockMember 2023-12-31 0001782107 us-gaap:AdditionalPaidInCapitalMember 2023-12-31 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xbrli:shares xbrli:pure iso4217:CHF EX-31.1 2 ea022397901ex31-1_onconetix.htm CERTIFICATION Exhibit 31.1 Â CERTIFICATION OF THE PRINCIPAL EXECUTIVE OFFICER PURSUANT TO RULE 13a-14(a) AND RULE 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 Â I, Ralph Schiess, certify that: Â 1. I have reviewed this Quarterly Report on Form 10-Q of Onconetix, 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; 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: December 9, 2024 By: /s/ Ralph Schiess Â Â Ralph Schiess Â Â Interim Chief Executive Officer Â Â (Principal Executive Officer) Â EX-31.2 3 ea022397901ex31-2_onconetix.htm CERTIFICATION Exhibit 31.2 Â CERTIFICATION OF THE PRINCIPAL FINANCIAL OFFICER PURSUANT TO RULE 13a-14(a) AND RULE 15d-14(a) UNDER THE SECURITIES EXCHANGE ACT OF 1934, AS ADOPTED PURSUANT TO SECTION 302 OF THE SARBANES-OXLEY ACT OF 2002 Â I, Karina M. Fedasz, certify that: Â 1. I have reviewed this Quarterly Report on Form 10-Q of Onconetix, 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; 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: December 9, 2024 By: /s/ Karina M. Fedasz Â Â Karina M. Fedasz Â Â Interim Chief Financial Officer Â Â (Principal Financial Officer) Â Â EX-32.1 4 ea022397901ex32-1_onconetix.htm CERTIFICATION Exhibit 32.1 Â CERTIFICATION OF THE PRINCIPAL EXECUTIVE OFFICER PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 Â In connection with the Quarterly Report on Form 10-Q of Onconetix, Inc. (the â€œCompanyâ€) for the quarterly period ended September 30, 2024, as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I, Ralph Schiess, Interim Chief Executive Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to my knowledge: Â 1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; 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 as of and for the period covered by the Report. Â Date: December 9, 2024 By: /s/ Ralph Schiess Â Â Ralph Schiess Â Â Interim Chief Executive Officer Â Â (Principal Executive Officer) Â Â EX-32.2 5 ea022397901ex32-2_onconetix.htm CERTIFICATION Exhibit 32.2 Â CERTIFICATION OF THE PRINCIPAL FINANCIAL OFFICER PURSUANT TO 18 U.S.C. SECTION 1350, AS ADOPTED PURSUANT TO SECTION 906 OF THE SARBANES-OXLEY ACT OF 2002 Â In connection with the Quarterly Report on Form 10-Q of Onconetix, Inc. (the â€œCompanyâ€) for the quarterly period ended September 30, 2024, as filed with the Securities and Exchange Commission on the date hereof (the â€œReportâ€), I, Karina M. Fedasz, Interim Chief Financial Officer of the Company, certify, pursuant to 18 U.S.C. Section 1350, as adopted pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, that to my knowledge: Â 1. The Report fully complies with the requirements of Section 13(a) or 15(d) of the Securities Exchange Act of 1934, as amended; 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 as of and for the period covered by the Report. Â Date: December 9, 2024 By: /s/ Karina M. Fedasz Â Â Karina M. Fedasz Â Â Interim Chief Financial Officer Â Â (Principal Financial Officer) Â EX-101.SCH 6 onco-20240930.xsd XBRL SCHEMA FILE 995301 - Statement - Condensed Consolidated Balance Sheets (Unaudited) link:presentationLink link:definitionLink link:calculationLink 995302 - Statement - Condensed Consolidated Balance Sheets (Unaudited) (Parentheticals) link:presentationLink link:definitionLink link:calculationLink 995303 - Statement - Condensed Consolidated Statements of Operations and Comprehensive Loss (Unaudited) link:presentationLink link:definitionLink link:calculationLink 995303 - Statement - Condensed Consolidated Statements of Operations and Comprehensive Loss (Unaudited) Alternate 0 link:presentationLink link:definitionLink link:calculationLink 995304 - Statement - Condensed Consolidated Statements of Convertible Redeemable Preferred Stock and Stockholdersâ€™ Equity (Deficit) (Unaudited) link:presentationLink link:definitionLink link:calculationLink 995305 - Statement - Consolidated Statements of Cash Flows (Unaudited) link:presentationLink link:definitionLink link:calculationLink 995306 - Statement - Consolidated Statements of Cash Flows (Unaudited) (Parentheticals) link:presentationLink link:definitionLink link:calculationLink

995307 - Disclosure - Organization and Basis of Presentation link:presentationLink link:definitionLink link:calculationLink 995308 - Disclosure - Going Concern and Managementâ€™s Plans link:presentationLink link:definitionLink link:calculationLink 995309 - Disclosure - Summary of Significant Accounting Policies link:presentationLink link:definitionLink link:calculationLink 995310 - Disclosure - Balance Sheet Details link:presentationLink link:definitionLink link:calculationLink 995311 - Disclosure - Acquisitions link:presentationLink link:definitionLink link:calculationLink 995312 - Disclosure - Significant Agreements link:presentationLink link:definitionLink link:calculationLink 995313 - Disclosure - Notes Payable link:presentationLink link:definitionLink link:calculationLink 995314 - Disclosure - Subscription Agreement link:presentationLink link:definitionLink link:calculationLink 995315 - Disclosure - Convertible Redeemable Preferred Stock and Stockholders' Equity link:presentationLink link:definitionLink link:calculationLink 995316 - Disclosure - Commitments and Contingencies link:presentationLink link:definitionLink link:calculationLink 995317 - Disclosure - Related Party Transactions link:presentationLink link:definitionLink link:calculationLink 995318 - Disclosure - Income Taxes link:presentationLink link:definitionLink link:calculationLink 995319 - Disclosure - Net Loss Per Share link:presentationLink link:definitionLink link:calculationLink 995320 - Disclosure - Defined Benefit Plan link:presentationLink link:definitionLink link:calculationLink 995321 - Disclosure - Subsequent Events link:presentationLink link:definitionLink link:calculationLink 996000 - Disclosure - Accounting Policies, by Policy (Policies) link:presentationLink link:definitionLink link:calculationLink 996001 - Disclosure - Summary of Significant Accounting Policies (Tables) link:presentationLink link:definitionLink link:calculationLink 996002 - Disclosure - Balance Sheet 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Loss before income taxes Net loss Net loss Total comprehensive loss Balance (in Shares) Balance (in Shares) Equity Components [Axis] Net cash used in operating activities Cash for operating activities Net cash used in investing activities Net cash provided by (used in) financing activities Net decrease in cash Cash, beginning of period Cash, end of period Cash Organization and Basis of Presentation [Abstract] Going Concern and Managementâ€™s Plans [Abstract] Summary of Significant Accounting Policies [Abstract] Total Fair Value Hierarchy and NAV [Axis] Balance at December 31, 2023 Balance at September 30, 2024 Financial Instrument [Axis] Product and Service [Axis] Geographical [Axis] Customer [Axis] Concentration Risk Benchmark [Axis] Concentration Risk Type [Axis] Balance Sheet Details [Abstract] Schedule of Inventories [Abstract] Total Inventories Schedule of Prepaid Expenses and Other Current Assets [Abstract] Total Prepaid expenses and other current assets Finite-Lived Intangible 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costs Deferred offering costs (in Dollars) Operating right of use asset LIABILITIES, REDEEMABLE CONVERTIBLE PREFERRED STOCK AND STOCKHOLDERSâ€™ EQUITY (DEFICIT) Current liabilities Accounts payable Notes payable, net of debt discounts of $10,048 and $381,627 at September 30, 2024 and December 31, 2023, respectively Notes payable, net of debt discount (in Dollars) Operating lease liability, current Subscription agreement liability â€“ related party Contingent warrant liability Note payable, net of current portion Loan payable Subscription agreement liability â€“ related party Pension benefit obligation Operating lease liability, net of current portion Deferred tax liability, net Commitments and Contingencies (see Note 10) Series B Convertible Redeemable Preferred stock, $0.00001 par value, 2,700,000 shares authorized at September 30, 2024 and December 31, 2023; 0 and 2,696,729 shares issued and outstanding at September 30, 2024 and December 31, 2023 Convertible redeemable preferred stock, par value (in Dollars per share) Convertible redeemable preferred stock, shares authorized Convertible redeemable preferred stock, shares issued Convertible redeemable preferred stock, shares outstanding Stockholdersâ€™ equity (deficit) Series A Convertible Preferred stock, $0.00001 par value, 10,000 shares authorized at September 30, 2024 and December 31, 2023; 0 and 3,000 shares issued and outstanding at September 30, 2024 and December 31, 2023; Liquidation preference of $0 and $3,000,000 at September 30, 2024 and December 31, 2023, respectively Preferred stock, par value (in Dollars per share) Par value of preferred stock (in Dollars per share) Preferred stock par value (in Dollars per share) Preferred stock, shares authorized Preferred stock, shares authorize Preferred stock designated (in Shares) Preferred stock, shares issued Issuance shares (in Shares) Preferred stock, share issued Preferred stock shares outstanding Preferred investment options outstanding Preferred stock, liquidation preference (in Dollars) Common stock, $0.00001 par value, 250,000,000 shares authorized at September 30, 2024 and December 31, 2023; 8,326,281 and 571,033 shares issued at September 30, 2024 and December 31, 2023, respectively; 8,313,347 and 558,099 shares outstanding at September 30, 2024 and December 31, 2023, respectively Common stock, par value (in Dollars per share) Par value of common stock (in Dollars per share) Common stock, shares authorized Common stock, shares issued Common stock, shares issued (in Shares) Common stock issued Common stock, shares outstanding Common stock shares outstanding Additional paid-in-capital Treasury stock, shares of common stock Accumulated deficit Accumulated other comprehensive income Non-controlling interest Revenue Cost of revenue Operating expenses Selling, general and administrative Research and development Impairment of ENTADFI assets Impairment of goodwill Impairment loss Impairment charges Impairment of deposit on asset purchase agreement Other (expense) income Loss on extinguishment of note payable Loss on extinguishment of note payable Other - net Net loss per share, basic (in Dollars per share) Net loss per share, diluted (in Dollars per share) Weighted average number of common shares outstanding, basic (in Shares) Weighted average number of common shares outstanding, diluted (in Shares) Other comprehensive income (loss) Change in pension benefit obligation Issuance of restricted stock (in Shares) Stock-based compensation Changes in pension benefit obligation Restricted stock forfeitures Restricted stock forfeitures (in Shares) Exercise of stock options Exercise of stock options (in Shares) Number of Shares, Exercised Issuance of common stock and warrants from exercise of preferred investment options, net of issuance costs Issuance of common stock and warrants from exercise of preferred investment options, net of issuance costs (in Shares) Exercise of pre-funded warrants Exercise of pre-funded warrants (in Shares) Issuance of shares and pre-funded warrants in connection with related party subscription agreement Issuance of shares and pre-funded warrants in connection with related party subscription agreement (in Shares) Conversion of Series A Preferred Stock to common stock Conversion of Series A Preferred Stock to common stock (in Shares) Conversion of Series B Preferred Stock to common stock Conversion of Series B Preferred Stock to common stock (in Shares) Change in pension benefit obligation Issuance of common stock from exercise of preferred investment options, net of issuance costs Issuance of common stock from exercise of preferred investment options, net of issuance costs (in Shares) Issuance of warrants for settlement of contingent warrants Cash flows from operating activities Adjustments to reconcile net loss to net cash used in operating activities: Impairment on other long-lived assets Impairment of ENTADFI assets Amortization of debt discounts Amortization of debt discount â€“ related party Loss on related party receivable Depreciation and amortization Change in fair value of subscription agreement liability â€“ related party Change in fair value of subscription agreement liability â€“ related party Net periodic pension benefit Stock-based compensation Interest accrued on note payable Interest accrued on note payable â€“ related party Loss on impairment of inventory of ENTADFI Deferred tax benefit Changes in operating assets and liabilities: Accounts payable Accrued expenses Cash flows from investing activities Acquisition of assets, including transaction costs Cash flows from financing activities Proceeds from issuance of note payable â€“ related party Proceeds from issuance of note payable Proceeds from exercise of preferred investment options, net Proceeds from exercise of stock options Proceeds from exercise of warrants Effect of exchange rate changes on cash Supplemental disclosure of cash flow information: Cash paid for interest Noncash investing and financing activities: Inventory and intangible assets acquired through issuance of notes payable Acquired inventory Incremental fair value of exchanged preferred investment options Fair value Deferred offering costs included in accounts payable and accrued expenses Recognition of contingent warrant liability Warrants issued for settlement of contingent warrants Warrants issued for settlement of contingent warrants (in Dollars) Deferred offering costs previously included in prepaid expenses Conversion of Series A Preferred Stock to common stock Conversion of Series B Preferred Stock to common stock Exercise of pre-funded warrants Issuance of restricted stock Restricted stock forfeitures Settlement of related party note payable and accrued interest through issuance of common stock Operating right-of-use asset obtained in exchange of lease liability Treasury stock, at cost; 12,934 shares of common stock at September 30, 2024 and December 31, 2023 Interest expense - related party Interest expense Change in fair value of contingent warrant liability Fair value of the contingent warrant liability (in Dollars) Income tax benefit Income tax benefit Foreign currency translation Foreign currency translation adjustment Purchase of treasury shares Purchase of treasury shares (in Shares) Change in fair value of contingent warrant liability Accounts receivable Inventories Prepaid expenses and other current assets Prepaid expenses, long-term Acquisition of assets, including transaction costs of $79,771 Deposit made in connection with asset purchase agreement Purchases of other long-lived assets Net advances to related parties Purchases of property and equipment Payment of financing costs Principal payments of notes payable Payment of deferred offering costs Equity issuance cost (in Dollars) Purchase of treasury shares Related Party Related Party [Member] Series B Convertible Redeemable Preferred stock Series A Convertible Preferred Stock Series A Convertible Preferred Stock [Member] Series B Series B Preferred Stock [Member] Preferred Stock Preferred Stock [Member] Series A Series A Preferred Stock [Member] Common Stock Common Stock [Member] Additional Paid-in Capital Treasury Stock Accumulated Deficit Other Comprehensive Income Total Onconetix Equity (Deficit) Non- controlling Interest Organization and Basis of Presentation Going Concern and Managementâ€™s Plans Summary of Significant Accounting Policies Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis Liabilities: Schedule of Activity for the Contingent Warrant Liability Change in fair value Fair value upon issuance Schedule of Revenue was Generated from the Following Geographic Regions Revenue, Percentage Schedule of Customer Concentrations for Revenue Concentration risk, percentage Balance Sheet Details Schedule of Inventories Raw materials Work-in-process Finished goods Schedule of Prepaid Expenses and Other Current Assets Prepaid insurance Prepaid regulatory fees Prepaid research and development Prepaid professional fees VAT taxes receivable Prepaid other Schedule of Intangible Assets Gross basis: Accumulated amortization: Amortization Foreign Currency Translation Schedule of Future Annual Amortization Expense 2024 2025 2026 2027 2028 Thereafter Schedule of Goodwill Schedule of Accrued Expenses Accrued compensation Accrued research and development Accrued professional fees Other accrued expenses Accrued implementation fees

Accrued franchise taxes Accrued interest Accrued deferred offering costs Acquisitions Schedule of Aggregate Consideration Transferred for the Assets Acquired Consideration transferred at closing Fair value of notes payable issued Transaction costs Common stock Series B Preferred Stock Total consideration transferred Consideration transferred total Schedule of Assets Acquired Inventory ENTADFI Intangible Schedule of Fair Value of the Proteomedix Stock Options Derivative liability, measurement input Assumptions Level 3 inputs Schedule of Estimated Fair Values of Assets Acquired and Liabilities Cash Accounts receivable Inventories Prepaid expenses and other current assets Right of use asset Property and equipment, net Trade name Customer relationships Product rights for developed technology Goodwill Net assets Schedule of Consolidated Statements of Operations and Comprehensive Loss Revenue Net loss Significant Agreements Notes Payable Subscription Agreement Schedule of Assumptions Used in the Monte-Carlo Model, Which Utilizes Level 3 Inputs Convertible Redeemable Preferred Stock and Stockholdersâ€™ Equity Schedule of Outstanding Warrants, Excluding Contingent Warrants Number of Shares Outstanding warrants Purchase shares of common stock (in Shares) Exercise Price Exercise price, per share (in Dollars per share) Exercise price of the warrants (in Dollars per share) Expiration Date Schedule of Stock Options Weighted Average Exercise Price, Ending Weighted average exercise price (in Dollars per share) Weighted Average Remaining Contractual Life, Ending Number of Shares, Granted Weighted Average Exercise Price, Granted Weighted Average Exercise Price, Forfeited / cancelled Weighted Average Exercise Price, Exercised Number of Shares, Options vested and exercisable Weighted Average Exercise Price, Options vested and exercisable Weighted Average Remaining Contractual Life, Options vested and exercisable Schedule of Fair Value of Options Granted Exercise price (in Dollars per share) Term (years) Expected term Expected stock price volatility Risk-free rate of interest Schedule of Restricted Stock Number of Shares, Granted Weighted Average Grant Date Fair Value, Granted Weighted Average Grant Date Fair Value, Vested Weighted Average Grant Date Fair Value, Forfeited Schedule of Stock-Based Compensation Expense Total stock-based compensation expenses Stock-based compensation expense (in Dollars) Commitments and Contingencies Related Party Transactions Income Taxes Net Loss Per Share Schedule of Computation of Diluted Shares Outstanding Options to purchase shares of common stock Warrants Unvested shares of restricted stock Defined Benefit Plan Schedule of Significant Actuarial Assumptions Net Periodic Benefit Cost Discount rate Expected long-term rate of return on plan assets Rate of compensation increase Schedule of Accompanying Condensed Consolidated Statements of Operations and Comprehensive Loss Service cost Interest cost Subsequent Events Impairment Product rights intangible asset Foreign Currency Translation Foreign currency translation Accounts payable Accrued expenses Operating lease liability Deferred tax liability Pension benefit obligation Note payable Less non-controlling interest Number of Shares, Forfeited / cancelled Number of Shares, Vested Number of Shares, Forfeited Expected return on plan assets Amortization of net (gain) Level 1 [Member] Level 2 [Member] Level 3 [Member] Level 3 Inputs [Member] Subscription Agreement Liability [Member] Contingent Warrant Liability [Member] Development Services [Member] Product Sales [Member] European Union [Member] Non-European Union [Member] United States [Member] Customer A [Member] Revenue Benchmark [Member] Customer Concentration Risk [Member] Customer B [Member] Customer C [Member] Trade Name [Member] Trade Names [Member] Product Rights for Developed Technology [Member] Product Rights Developed Technology [Member] Customer Rlationships [Member] Customer Relationships [Member] Fair Value Consideration Transferred [Member] Assets Recognized [Member] Exercise price [Member] Exercise Price [Member] Stock price [Member] Term (years) [Member] Expected stock price volatility [Member] Risk-free rate of interest [Member] Risk-free Rate of Interest [Member] Minimum [Member] Maximum [Member] Business Acquisition [Member] PMX Transaction [Member] Expected Stock Price Volatility [Member] April 2022 Offering Placement Agent Warrants [Member] August 2022 Offering Placement Agent Warrants [Member] August 2023 Offering Placement Agent Warrants [Member] July 2024 Offering Placement Warrants [Member] July 2024 Offering Placement Warrants [Member] July 2024 Offering Placement Agent Warrants [Member] Stock Options [Member] Option Plan [Member] Equity Option [Member] Selling, general and administrative [Member] Research and development [Member] Ownership [Axis] Category of Item Purchased [Axis] Other Comprehensive Income Location [Axis] Debt Instrument [Axis] Related Party Transaction [Axis] Collaborative Arrangement and Arrangement Other than Collaborative [Axis] Extinguishment of Debt [Axis] Sale of Stock [Axis] Agreement [Axis] Plan Name [Axis] Title and Position [Axis] Scenario [Axis] Subsequent Event Type [Axis] Subsidiary owned, percentage Reverse stock split ratio description Cash Working capital deficit Additional cash Operating segment Revenue Accounts receivable Impairment on inventory amount Estimated useful lives Amortization expense of intangible assets Selling, general, and administrative expenses Prepaids and other assets Weighted-average remaining amortization period Indefinite life intangible assets Impairment of goodwill Consideration amount Milestone Payments are payable Royalty sales percentage Sales payments amount Business acquisition, description Note payable Note payable originally due Non-interest bearing note payable Estimated using discount percentage Accrued interest rate Fair value adjustments Impairment charge Percentage of impairment Cash payment amount Initial payment amount Company payments Payment as deposit Cash target amount Initial payment Voting interest percentage Issuance of common stock (in Shares) Number of shares (in Shares) Royalty rate Discount rate Discount rate thereafter Related costs Sales-related services fee Maturity term Selling, general and administrative expense Accounts payable Royalty percentage Milestone payments Additional milestone payments Principal payment Maturity date Average discount rate, percentage Principal amounts Note payable originally due Cash payment to the seller Date of issuance Capital common stock (in Shares) Reserved for issuance shares Shares of common stock (in Shares) Principal due amount Percentage of cash receipts Net proceeds Percentage of net proceeds Interest rate Percentage of cash fee Percentage of monthly payments Percentage of monthly payments equal original forbearance agreement Payment of net proceeds percentage Percentage of increased original forbearance agreement Interest expense Unamortized debt Interest rate Interest payable Financing fees Accrued interest Accrued interest (in Shares) Pre-funded warrants share price (in Dollars per share) Prefunded warrants exercise price (in Dollars per share) Pre-funded warrants issued (in Shares) Note payable Monthly installment payments Proteomedix acquisition (in Francs) Sale of units (in Shares) Pre fund warrant (in Dollars per share) Price per unit (in Dollars per share) Provision for interest Interest rate percentage Transaction for sale of units (in Shares) Conversion of additional accrued interest shares (in Shares) Subscription agreement liability Change in fair value of subscription agreement liability â€“ related party Estimated probability percentage Notes payable due (in Dollars) Convertible preferred stock Preferred Stock initially convertible Purchase aggregate shares Number of shares issued Contractual term of warrant Remaining shares Remaining term of contractual Net proceeds (in Dollars) Resale registration statement number of days Management fee percentage Legal fees and expenses (in Dollars) Non-accountable expenses (in Dollars) Shares of common stock Common stock price per share (in Dollars per share) Term of common shares Aggregate exercise percentage Percentage of common stock Net proceeds (in Dollars) Equity issuance cost (in Dollars) Shares of contingent warrants Common Stock, Percentage Additional paid in capital (in Dollars) Aggregate purchase of common stock Reduced exercised price (in Dollars per share) Issued shares of common stock Shares of common stock (in Shares) Remaining unissued shares Exercise price (in Dollars per share) Exercise price (in Dollars per share) Warrants issuable Aggregate net proceeds (in Dollars) Warrants exercisable Value of the liability (in Dollars) Repurchase shares of common stock Price per share (in Dollars per share) Repurchased share Aggregate amount (in Dollars) Price per share (in Dollars per share) Shares remaining repurchased (in Dollars) Shares of common stock (in Dollars) Fixed commission rate Warrants outstanding fair value (in Dollars per share) Warrant liability (in Dollars) Settlement share Available shares Weighted average grant date fair value (in Dollars per share) Aggregate fair value of stock options (in Dollars) Restricted shares granted Restricted shares granted vest Aggregate of stock options Restricted stock (in Dollars) Stock options outstanding Expense (in Dollars) Related expenses Vested weighted average term Stock option Vesting period Additional right-of-use asset Leases office rate Lease remainder year amount Short-term lease Rent expense Variable lease expense Percentage of subscription Related expense Approximately amount paid Accrued expenses Related party receivable Receivable from related party Subscription agreement percentage Principal amount Accounts payable Income tax percentage Pension contributions Preferred Share rate Conversion Price Common stock of conversion percentage Preferred shares conversion, description Ownership percentage of outstanding common stock Preferred shares option percentage Purchase of preferred stock shares (in Shares) Number of shares issued (in Shares) Net cash proceeds (in Dollars) Purchase shares value (in Dollars) Percentage of common stock outstanding Preferred shares option percentage Funds received (in Dollars) Use of Estimates Segment Information Fair Value Measurements Revenue Recognition New Accounting Pronouncements Onconetix, Inc. [Member] Proteomedix [Member] Development Services [Member] Product Sales [Member] ENTADFI [Member] Condensed Consolidated Statements of Operations and Comprehensive Loss [Member] Asset Purchase Agreement [Member] Milestone Payments [Member] Pharmaceutical Services, LLC [Member] Veru APA [Member] Notes Payable [Member] Management Services Agreement [Member] WraSer APA [Member] Bankruptcy Court [Member] WraSer [Member] WraSer MSA [Member] Series B Convertible Preferred Stock [Member] Vendor Agreement [Member] Veru [Member] Note Payable [Member] Veru [Member] Forbearance Agreement [Member] Veru Note [Member] Related Party Debenture [Member] Insurance Financing [Member] Installment Payments [Member] Proteomedix Acquisition [Member] Long-Term Debt [Member] Warrant [Member] Series Seed Preferred Stock [Member] July 2024 Inducement [Member] Preferred Investment Options [Member] Subscription Agreement [Member] PIOs [Member] Warrant Inducement [Member] Market Offering Agreement [Member] At the Market Offering Agreement [Member] August 2022 private placement [Member] 2022 Plan [Member] Chief Executive Officer [Member] Chief Financial Officer [Member] CBOâ€™s [Member] Forecast [Member] Board of Directors [Member] Board of Directtors [Member[PMX Option Plan [Member] Zurich Switzerland [Member] Non convertible debenture [Member] Series C Convertible Preferred Stock [Member] Series C Preferred Stock [Member] Subsequent Event [Member] Series C convertible Preferred Stock [Member] Private Placement [Member] ELOC Purchase Agreement [Member] Related and Nonrelated Parties [Domain] Statement [Table] Statement [Line Items] Class of Stock [Domain] Equity Component [Domain] Fair Value Hierarchy and NAV [Domain] Summary of Significant Accounting Policies (Details) - 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Change in fair value of subscription agreement liability. Payment for Pension Benefits. Common stock of conversion percentage. Percentage of common stock. Contractual term of warrant. Conversion of additional accrued interest shares. Conversion of preferred stock to common stock. Conversion of preferred stock to common stock shares. Debt Instrument due date. Amount of deferred offering costs previously prepaid. Amount of exercise of pre-funded warrants. Represent the shares value of exercise of pre-funded warrants. Exercise of prefunded warrants. Exercise of pre funded warrants. Change in fair value of subscription agreement liability. financing fees. Percentage of fixed commission. Funds received. Amount of impairment loss of ENTADFI assets. The amount of initial payment amount. Interest accrued on note payable. Interest accrued on note payable â€“ related party. Interest rate percentage. Represent the amount of issuance of common stock and warrants from exercise of preferred investment options, net of issuance costs. Represent the shares value of issuance of common stock and warrants from exercise of preferred investment options, net of issuance shares costs. Represent the shares value of issuance of common stock from exercise of preferred investment options, net of issuance shares costs. Represent the shares value of Issuance of shares and pre-funded warrants in connection with related party subscription agreement shares. Represent the amount of issuance of shares and pre-funded warrants in connection with related party subscription agreement. Amount of gain (loss) on related party receivable. Milestone payments. Amount of notes payable, net of debt discount. Number of shares. Number of shares issued. Ownership percentage of outstanding common stock. The percentage of payable average discount rate. Payment of net proceeds percentage. The amount of payments. Payments for purchase of treasury stock. Percentage monthly payments equal. Percentage of common stock. Percentage of Common Stock Outstanding. Percentage of increased original forbearance agreement. Percentage of monthly payments equal original forbearance agreement. Percentage of net proceeds. Percentage of subscription . Pre funded warrants. Preferred shares option percentage. Prepaid professional fees. Represents the amount of VAT taxes receivable. Amount of other research and development expense. Provision for contract interest debenture. Purchase aggregate shares. Purchase of preferred stock shares. Registered shares of common stock. Remaining term of contractual. Resale registration statement number of days after the date of inducement letter. Restricted shares granted vest percentage. The amount of restricted stock forfeitures. Revenue, percentage. Royalty percentage. Percentage of royalty. percentage of royalty sales percentage. The amount of sales payments amount. Total 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. Shares of contingent warrants. The entire disclosure for significant agreements. Total number of shares issued during the period exercise of pre-funded warrants. Issuance of common stock and Series B Preferred Stock in connection with PMX Transaction. Amount of changes in pension benefit obligation. The entire disclosure for subscription agreement. Subscription agreement liability. Represents the amount of subscription agreement liability to the related party. Represents the amount of subscription agreement liability to the related party. Subscription agreement PMX investor percentage. Underlying warrants outstanding fair value. Number of new units issued during the period. Number of new warrant issued during the period. Voting interest percentage. The amount of warrants issued for settlement of contingent warrants. Weighted average

discount rate. Percentage of minimum average discount rate there after. Working capital deficit. 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Instrument, Periodic Payment, Principal Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant Lease, Cost Schedule of Accrued Liabilities [Table Text Block] August Two Zero Two Two Offering Placement Agent Warrants Member Increase (Decrease) in Operating Capital [Abstract] Number Of Shares Issued Class of Warrant or Right, Number of Securities Called by Warrants or Rights Share Repurchase Program, Remaining Authorized, Number of Shares Temporary Equity, Carrying Amount, Attributable to Parent Stock Issued During Period, Shares, Restricted Stock Award, Gross Schedule of Recognized Identified Assets Acquired and Liabilities Assumed [Table Text Block] Goodwill and Intangible Asset Impairment Bankruptcy Court Member Business Combination, Recognized Identifiable Asset Acquired and Liability Assumed, Lease Obligation Warrant Inducement Member Class of Warrant or Right, Unissued Initial Payment Amount Conversion of Stock, Amount Converted 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Warrants or Rights Exercisable Stock Issued During Period Value Of Changes In Pension Benefit Obligation Significant Agreements Text Block Veru APAMember Revenue Benchmark [Member] Accrued Interestt Aggregate Net Proceeds Wra Ser Member Business Combination, Consideration Transferred PMXOption Plan Member Pre Funded Warrants Director [Member] Equity, Including Portion Attributable to Noncontrolling Interest Amortization Share-Based Payment Arrangement, Option, Activity [Table Text Block] Sales Payments Amount Equity [Text Block] Share Repurchase Program, Period in Force Sale of Stock, Number of Shares Issued in Transaction Compensated Absences Liability Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Operating Expenses Veru Note Member Statement of Financial Position [Abstract] Accumulated Amortization Foreign Currency Translation Change In Fair Value Of Subscription Agreement Liability Issuance Of Common Stock And Warrants From Exercise Of 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Schedule Of Fair Value Of Financial Instruments Measured On ARecurring Basis Abstract Long-Term Debt [Member] Cash Payment To The Seller Liabilities Assumed Two Thousand Twenty Two Plan Member Business Combination, Recognized Identifiable Assets Acquired, Goodwill, and Liabilities Assumed, Less Noncontrolling Interest Payments For Purchase Of Treasury Shares Note Payable Net Of Debt Discount Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Property, Plant, and Equipment Accelerated Share Repurchases, Final Price Paid Per Share Asset Acquisition, Consideration Transferred, Other Assets Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Exercisable, Weighted Average Exercise Price Subsidiary, Ownership Percentage, Parent Note Payable Member Schedule Of Activity Fair Value Liabilities Abstract Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Liabilities Revenue from Contract with Customer, Excluding Assessed Tax Deferred Income Tax Liabilities, Net Operating Income (Loss) Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number Weighted Average Discount Rate Thereafter Contractual Obligation, to be Paid, Remainder of Fiscal Year Accrued Liabilities and Other Liabilities Investment Owned, Balance, Principal Amount Asset Purchase Agreement Member Revenue from Contract with Customer [Policy Text Block] Measurement Input, Price Volatility [Member] Verus APAMember Debt Instrument, Term Class of Warrant or Right, Outstanding Measurement Input, Risk Free Interest Rate [Member] Noncash Investing and Financing Items [Abstract] Adjustments to Additional Paid in Capital, Warrant Issued Series Seed Preferred Stock Member Liability, Defined Benefit Pension Plan, Noncurrent Debt Securities, Available-for-Sale, Excluding Accrued Interest Measurement Input, Option Volatility [Member] Funds Received Interest Expense, Other Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Defined Benefit Plan, Assumptions Used Calculating Net Periodic Benefit Cost, Rate of Compensation Increase Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table Text Block] Legal Fees Noncash or Part Noncash Acquisition, Inventory Acquired Impairment of Long-Lived Assets to be Disposed of Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Nonvested, Weighted Average Grant Date Fair Value Earnings Per Share [Text Block] Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period Schedule of Inventory, Current [Table Text Block] Forbearance Agreement Member Units Issued During Period Shares New Issues Stock Issued During Period, Value, Conversion of Convertible Securities Treasury Stock, Common, Shares At The Market Offering Agreement Member Stock Issued During Period Shares Issuance Of Common Stock And Series BPreferred Stock In Connection With PMXTransaction Schedule Of Stock Options Abstract Market Offering Agreement Member Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Exercises in Period, Weighted Average Exercise Price PIOs Member Warrants Issued For Settlement Of Contingent Warrants Fair Value, Measurement with Unobservable Inputs Reconciliation, Recurring Basis, Asset, Period Increase (Decrease) Finite-Lived Intangible Assets, Foreign Currency Translation Gain (Loss) Purchase Aggregate Shares Ownership Percentage Of Outstanding Common Stock Proceeds from Issuance of Private Placement Issuance Of Shares And Pre Funded Warrants In Connection With Related Party Subscription Agreement Shares Schedule Of Estimated Fair Values Of Assets Acquired And Liabilities Abstract Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block] Financial Liabilities Fair Value Disclosure Preferred Stock, Conversion Basis Schedule Of Outstanding Warrants Excluding Contingent Warrants Abstract Cash, FDIC Insured Amount Dividends, Paid-in-kind Customer BMember Purchase Of Preferred Stock Shares Debt Instrument, Face Amount Business Combination, Recognized Identifiable Assets Acquired and Liabilities Assumed, Assets Assets, Current [Abstract] Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price Liabilities, Current Increase (Decrease) in Accounts Payable Preferred Investment Options Member Condensed Income Statement [Table Text Block] Goodwill, Impairment Loss, Net of Tax Finite-Lived Intangible Asset, Expected Amortization, Year Three Commitments and Contingencies Disclosure [Text Block] Measurement Input, Expected Term [Member] Customer Concentration Risk [Member] Customer AMember Interest Expense, Debt Cost of Revenue Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures and Expirations in Period, Weighted Average Exercise Price Asset Acquisition Consideration Transferred Inventory Business Combination, Acquisition of Less than 100 Percent, Noncontrolling Interest, Fair Value Treasury Stock, Shares, Acquired Warrant, Exercise Price, Decrease Deferred Costs, Noncurrent Preferred Stock, Value, Issued Income Taxes Paid Long-Term Debt, Maturity Date Debt Instrument, Maturity Date Goodwill, Foreign Currency Translation Gain (Loss) Preferred Stock, Par or Stated Value Per Share July2024 Offering Placement Agent Warrants Member EX-101.PRE 10 onco-20240930_pre.xml XBRL PRESENTATION FILE XML 12 R1.htm IDEA: XBRL DOCUMENT v3.24.3 Cover - shares 9 Months Ended Sep. 30, 2024 Dec. 05, 2024 Document Information [Line Items] Â Â Document Type 10-Q Â Document Quarterly Report true Â Document Transition Report false Â Entity Interactive Data Current Yes Â Amendment Flag false Â Document Period End Date Sep. 30, 2024 Â Document Fiscal Year Focus 2024 Â Document Fiscal Period Focus Q3 Â Entity Information [Line Items] Â Â Entity Registrant Name Onconetix, Inc. Â Entity Central Index Key 0001782107 Â Entity File Number 001-41294 Â Entity Tax Identification Number 83-2262816 Â Entity Incorporation, State or Country Code DE Â Current Fiscal Year End Date --12-31 Â Entity Current Reporting Status Yes Â Entity Shell Company false Â Entity Filer Category Non-accelerated Filer Â Entity Small Business true Â Entity Emerging Growth Company true Â Entity Ex Transition Period false Â Entity Contact Personnel [Line Items] Â Â Entity Address, Address Line One 201 E. Fifth Street Â Entity Address, Address Line Two Suite 1900 Â Entity Address, City or Town Cincinnati Â Entity Address, State or Province OH Â Entity Address, Postal Zip Code 45202 Â Entity Phone Fax Numbers [Line Items] Â Â City Area Code (513) Â Local Phone Number 620-4101 Â Entity Listings [Line Items] Â Â Title of 12(b) Security Common stock, $0.00001 par value Â Trading Symbol ONCO Â Security Exchange Name NASDAQ Â Entity Common Stock, Shares Outstanding Â 8,294,734 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 - 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 - 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: dei_DocumentInformationLineItems Namespace Prefix: dei_ Data Type: xbrli:stringItemType 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 - DefinitionAddress Line 2 such as Street or Suite number + ReferencesNo definition available. + Details Name: dei_EntityAddressAddressLine2 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 - 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: dei_EntityContactPersonnelLineItems Namespace Prefix: dei_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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 - DefinitionIndicate if an emerging growth company has elected not to use the extended transition period for complying with any new or revised financial accounting standards. + ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Securities Act -Number 7A -Section B -Subsection 2 + Details Name: dei_EntityExTransitionPeriod 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 - 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: dei_EntityInformationLineItems Namespace Prefix: dei_ Data Type: xbrli:stringItemType 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 - 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: dei_EntityListingsLineItems Namespace Prefix: dei_ Data Type: xbrli:stringItemType 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: dei_EntityPhoneFaxNumbersLineItems Namespace Prefix: dei_ Data Type: xbrli:stringItemType 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 13 R2.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets (Unaudited) - USD ($) Sep. 30, 2024 Dec. 31, 2023 Current assets Â Â Cash $ 341,495 $ 4,554,335 Accounts receivable, net 98,030 149,731 Inventories 121,834 364,052 Prepaid expenses and other current assets 486,580 770,153 Total current assets 1,047,939 5,838,271 Prepaid expenses, long-term 17,423 Property and equipment, net 69,317 60,654 Deferred offering costs 366,113 366,113 Operating right of use asset 160,016 148,542 Intangible assets, net 21,414,795 25,410,887 Goodwill 38,861,238 55,676,142 Total assets 61,919,418 87,518,032 Current liabilities Â Â Accounts payable 4,112,392 5,295,114 Accrued expenses 1,337,663 2,199,867 Notes payable, net of debt discounts of $10,048 and $381,627 at September 30, 2024 and December 31, 2023, respectively 9,839,677 9,618,373 Operating lease liability, current 127,738 74,252 Contingent warrant liability 124,631 2,641 Total current liabilities 17,356,101 17,190,247 Note payable, net of current portion 118,450 118,857 Pension benefit obligation 522,174 556,296 Operating lease liability, net of current portion 32,279 74,290 Deferred tax liability, net 2,867,794 3,073,781 Total liabilities 20,896,798 21,877,471 Commitments and Contingencies (see Note 10) Series B Convertible Redeemable Preferred stock, $0.00001 par value, 2,700,000 shares authorized at September 30, 2024 and December 31, 2023; 0 and 2,696,729 shares issued and outstanding at September 30, 2024 and December 31, 2023 64,236,085 Stockholdersâ€™ equity (deficit) Â Â Series A Convertible Preferred stock, $0.00001 par value, 10,000 shares authorized at September 30, 2024 and December 31, 2023; 0 and 3,000 shares issued and outstanding at September 30, 2024 and December 31, 2023; Liquidation preference of $0 and $3,000,000 at September 30, 2024 and December 31, 2023, respectively Common stock, $0.00001 par value, 250,000,000 shares authorized at September 30, 2024 and December 31, 2023; 8,326,281 and 571,033 shares issued at September 30, 2024 and December 31, 2023, respectively; 8,313,347 and 558,099 shares outstanding at September 30, 2024 and December 31, 2023, respectively 83 6 Additional paid-in-capital 119,563,869 49,429,031 Treasury stock, at cost; 12,934 shares of common stock at September 30, 2024 and December 31, 2023 (625,791) (625,791) Accumulated deficit (86,038,875) (56,786,194) Accumulated other comprehensive income 1,012,557 2,380,920 Total Onconetix stockholdersâ€™ equity (deficit) 33,911,843 (5,602,028) Non-controlling interest 7,110,777 7,006,504 Total stockholdersâ€™ equity 41,022,620 1,404,476 Total liabilities, convertible redeemable preferred stock, and stockholdersâ€™ equity (deficit) 61,919,418 87,518,032 Related Party Â Â Current liabilities Â Â Subscription agreement liability â€“ related party 1,814,000 Subscription agreement liability â€“ related party $ 864,000 X - DefinitionRepresents the amount of subscription agreement liability to the related party. + ReferencesNo definition available. + Details Name: onco_SubscriptionAgreementLiabilityRelatedPartyCurrent Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionRepresents the amount of subscription agreement liability to the related party. + ReferencesNo definition available. + Details Name: onco_SubscriptionAgreementLiabilityRelatedPartyNonCurrent Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant 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 - DefinitionAmount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-2 + Details Name: us-gaap_AccountsReceivableNetCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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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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 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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:

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Excludes amount for 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_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRepresents 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. + ReferencesReference 1: 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(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-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(25)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 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)(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 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(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_CommitmentsAndContingencies Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 - DefinitionAmount of deferred cost, excluding capitalized cost related to contract with customer; classified as noncurrent. + 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(17)) -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(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_DeferredCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + 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)(15)(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap_DeferredIncomeTaxLiabilitiesNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liability, recognized in statement of financial position, for defined benefit pension plan, classified as noncurrent. Excludes other postretirement benefit plan. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480535/715-20-45-3Reference 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(24)) -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 715 -SubTopic 20 -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480535/715-20-45-2Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 715 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1 + Details Name: us-gaap_DefinedBenefitPensionPlanLiabilitiesNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled within one year or normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3 + Details Name: us-gaap_DerivativeLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + 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/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 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/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + 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/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 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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 value as of the balance sheet date of notes payable (with maturities initially due after one year or beyond the operating cycle if longer), excluding current portion. + 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-S99-1 + Details Name: us-gaap_LongTermNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of equity (deficit) attributable to noncontrolling interest. Excludes temporary 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(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: 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 3: 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 4: 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 5: 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)(24)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 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 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 8: 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 9: 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 10: 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 11: 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 12: 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 13: 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(22)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_MinorityInterest 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 long-term notes classified as other, payable within 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(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherNotesPayableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 - DefinitionSum of the carrying amounts as of the balance sheet date of amounts paid in advance for expenses which will be charged against earnings in periods after one year or beyond the 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(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_PrepaidExpenseNoncurrent 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 - DefinitionAmount of equity (deficit) attributable to parent and noncontrolling interest. Excludes temporary equity. + 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 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (d)(1) -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 (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 848 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (a)(3)(iii)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483550/848-10-65-2Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479832/842-10-65-8Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-24Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-23Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-5Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 5 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-5Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1)(iv) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (i)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-6Reference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479343/105-10-65-6Reference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (f)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-8Reference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (d)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-8Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 4 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-4Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-5Reference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-1Reference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-17Reference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-20Reference 34: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-3Reference 37: 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 38: 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 39: 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 40: 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 41: 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 42: 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 43: 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 44: 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 45: 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 46: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-15Reference 47: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-16Reference 48: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4I -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4IReference 49: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1 + Details Name: us-gaap_StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying amount, attributable to parent, of an entity's issued and outstanding stock which is not included within permanent equity. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. Includes stock with a put option held by an ESOP and stock redeemable by a holder only in the event of a change in control of the issuer. + 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)(23)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 14.E.Q2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479830/718-10-S99-1Reference 3: 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 4: 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 5: 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 6: 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 7: 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 8: 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-S99-1B + Details Name: us-gaap_TemporaryEquityCarryingAmountAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount allocated to previously issued common shares repurchased by the issuing entity and held in 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(30)) -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

505 -SubTopic 30 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481520/505-30-50-4Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockCommonValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=us-gaap_RelatedPartyMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 14 R3.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Balance Sheets (Unaudited) (Parentheticals) - USD ($) Sep. 30, 2024 Dec. 31, 2023 Notes payable, net of debt discount (in Dollars) $ 10,048 $ 381,627 Common stock, par value (in Dollars per share) $ 0.00001 $ 0.00001 Common stock, shares authorized 250,000,000 250,000,000 Common stock, shares issued 8,326,281 571,033 Common stock, shares outstanding 8,313,347 558,099 Treasury stock, shares of common stock 12,934 12,934 Series B Convertible Redeemable Preferred stock Â Â Convertible redeemable preferred stock, par value (in Dollars per share) $ 0.00001 $ 0.00001 Convertible redeemable preferred stock, shares authorized 2,700,000 2,700,000 Convertible redeemable preferred stock, shares issued 0 2,696,729 Convertible redeemable preferred stock, shares outstanding 0 2,696,729 Series A Convertible Preferred Stock Â Â Preferred stock, par value (in Dollars per share) $ 0.00001 $ 0.00001 Preferred stock, shares authorized 10,000 10,000 Preferred stock, shares issued 0 3,000 Preferred stock shares outstanding 0 3,000 Preferred stock, liquidation preference (in Dollars) $ 0 $ 3,000,000 X - DefinitionAmount of notes payable, net of debt discount. + ReferencesNo definition available. + Details Name: onco_NotePayableNetOfDebtDiscount Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 - 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 - DefinitionValue of the difference between preference in liquidation and the par or stated values of the preferred shares. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-4Reference 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 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-S99-1 + Details Name: us-gaap_PreferredStockLiquidationPreferenceValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 - 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 - 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 - DefinitionPer share amount of par value or stated value of stock classified as temporary equity. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(27)) -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 480 -SubTopic 10 -Section S99 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480244/480-10-S99-1 + Details Name: us-gaap_TemporaryEquityParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - DefinitionThe maximum number of securities classified as temporary equity that are permitted to be issued by an entity's charter and bylaws. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. If convertible, the issuer does not control the actions or events necessary to issue the maximum number of shares that could be required to be delivered under the conversion option if the holder exercises the option to convert the stock to another class of equity. If the security is a warrant or a rights issue, the warrant or rights issue is considered to be temporary equity if the issuer cannot demonstrate that it would be able to deliver upon the exercise of the option by the holder in all cases. Includes stock with put option held by ESOP and stock redeemable by holder only in the event of a change in control 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(27)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_TemporaryEquitySharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe number of securities classified as temporary equity that have been sold (or granted) to the entity's shareholders. Securities issued include securities outstanding and securities held in treasury. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. If convertible, the issuer does not control the actions or events necessary to issue the maximum number of shares that could be required to be delivered under the conversion option if the holder exercises the option to convert the stock to another class of equity. If the security is a warrant or a rights issue, the warrant or rights issue is considered to be temporary equity if the issuer cannot demonstrate that it would be able to deliver upon the exercise of the option by the holder in all cases. Includes stock with put option held by ESOP and stock redeemable by holder only in the event of a change in control 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(27)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_TemporaryEquitySharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe number of securities classified as temporary equity that have been issued and are held by the entity's shareholders. Securities outstanding equals securities issued minus securities held in treasury. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. If convertible, the issuer does not control the actions or events necessary to issue the maximum number of shares that could be required to be delivered under the conversion option if the holder exercises the option to convert the stock to another class of equity. If the security is a warrant or a rights issue, the warrant or rights issue is considered to be temporary equity if the issuer cannot demonstrate that it would be able to deliver upon the exercise of the option by the holder in all cases. Includes stock with put option held by ESOP and stock redeemable by holder only in the event of a change in control 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(27)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_TemporaryEquitySharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of previously issued common shares repurchased by the issuing entity and held in treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockCommonShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_StatementClassOfStockAxis=onco_SeriesBConvertibleRedeemablePreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=onco_SeriesAConvertiblePreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 15 R4.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Operations and Comprehensive Loss (Unaudited) - USD ($) 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 Â Revenue $ 406,859 $ 1,812,140 Cost of revenue 301,445 1,417,010 Gross profit 105,414 395,130 Operating expenses Â Â Â Â Â Selling, general and administrative 2,641,916 4,268,845 8,599,642 8,337,615 Research and development 109,365 219,238 154,649 2,148,327 Impairment of ENTADFI assets 3,530,716 Impairment of goodwill 15,453,000 Impairment of deposit on asset purchase agreement 3,500,000 Total operating expenses 2,751,281 4,488,083 27,738,007 13,985,942 Loss from operations (2,645,867) (4,488,083) (27,342,877) (13,985,942) Other (expense) income Â Â Â Â Â Interest expense - related party (153,302) (534,245) Interest expense (231,656) (269,097) (625,084) (483,093) Loss on extinguishment of note payable (490,000) (490,000) Change in fair value of subscription agreement liability â€“ related party (928,400) (950,000) Change in fair value of contingent warrant liability 30,448 (99,728) 30,448 (99,787) Other - net 44,988 41,894 Total other expense (1,237,922) (858,825) (2,036,987) (1,072,880) Loss before income taxes (3,883,789) (5,346,908) (29,379,864) (15,058,822) Income tax benefit 56,384 127,183 Net loss $ (3,827,405) $ (5,346,908) $ (29,252,681) $ (15,058,822) Net loss per share, basic (in Dollars per share) $ (2.93) $ (12.21) $ (36.26) $ (36.61) Net loss per share, diluted (in Dollars per share) $ (2.93) $ (12.21) $ (36.26) $ (36.61) Weighted average number of common shares outstanding, basic (in Shares) 1,306,146 438,039 806,743 411,303 Weighted average number of common shares outstanding, diluted (in Shares) 1,306,146 438,039 806,743 411,303 Other comprehensive income (loss) Â Â Â Â Â Net loss $ (3,827,405) $ (5,346,908) $ (29,252,681) $ (15,058,822) Foreign currency translation 3,488,514 (1,392,630) Change in pension benefit obligation (97,005) 24,267 Total comprehensive loss $ (435,896) $ (5,346,908) $ (30,621,044) $ (15,058,822) X - DefinitionPayment for Pension Benefits. + ReferencesNo definition available. + Details Name: onco_ChangeInPensionBenefitObligation Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionChange in fair value of subscription agreement liability. + ReferencesNo definition available. + Details Name: onco_FairValueOfSubscriptionAgreementLiability Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration 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 -Paragraph 1A -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1AReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 7: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-5 + Details Name: us-gaap_ComprehensiveIncomeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate cost of goods produced and sold and services rendered during the reporting period. + 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://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)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 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/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 7: 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 8: 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 9: 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 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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: 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 12: 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 13: 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 14: 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 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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B + Details Name: us-gaap_CostOfRevenue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 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 - DefinitionAmount of expense (income) related to adjustment to fair value of warrant liability. + 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://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 13 -SubTopic 10 -Topic 480 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481766/480-10-25-13 + Details Name: us-gaap_FairValueAdjustmentOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + 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://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of impairment loss from asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + 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 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-2 + Details Name: us-gaap_GoodwillImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAggregate revenue less cost of goods and services sold or operating expenses directly attributable to the revenue generation activity. + 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/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/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 4: 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 5: 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 6: 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 7: 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 8: 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)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 9: 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(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 10: 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 11: 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 12: 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 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)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 14: 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 15: 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 16: 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 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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 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)(i)) -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)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20: 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 21: 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 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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23: 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_GrossProfit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of impairment loss resulting from write-down of assets, excluding financial assets and goodwill, lacking physical substance and having a projected indefinite period of benefit to fair value. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3Reference 4: 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_ImpairmentOfIntangibleAssetsIndefinitelivedExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss) attributable to noncontrolling interest. + 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/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/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 4: 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 5: 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 6: 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 7: 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 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(11)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 9: 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/1943274/2147482810/280-10-50-31Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 235 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-05(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477314/942-235-S99-1Reference 11: 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(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 12: 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(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncomeStatementAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: 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 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: 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 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: 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 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of the cost of borrowed funds accounted for as interest expense for debt. + 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(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_InterestExpenseDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expenses related to the generation of investment income. + 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(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: 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 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(2)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1 + Details Name: us-gaap_InvestmentIncomeInvestmentExpense 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 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 - DefinitionThe aggregate amount of income or expense from ancillary business-related activities (that is to say, excluding major activities considered part of the normal operations of the business). + 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(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_NonoperatingIncomeExpense 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 charge against earnings resulting from the write down of long lived assets other than goodwill due to the difference between the carrying value and lower fair value. + 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/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-2 + Details Name: us-gaap_OtherAssetImpairmentCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of tax expense (benefit), after 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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (a) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 12 -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-12Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481956/830-20-45-5Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-21 + Details Name: us-gaap_OtherComprehensiveIncomeLossForeignCurrencyTranslationAdjustmentTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherComprehensiveIncomeLossTaxAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of revenue and income classified as other. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column E)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column E)(Footnote 4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column E)(Footnote 6)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-07(1)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_OtherIncome Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherIncomeAndExpensesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na 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 - DefinitionAmount, excluding 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_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe aggregate total costs related to selling a firm's product and services, as well as all other general and administrative expenses. Direct selling expenses (for example, credit, warranty, and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet, and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc. + 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-S99-2 + Details Name: us-gaap_SellingGeneralAndAdministrativeExpense 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 16 R5.htm IDEA: XBRL DOCUMENT v3.24.3 Condensed Consolidated Statements of Convertible Redeemable Preferred Stock and Stockholdersâ€™ Equity (Deficit) (Unaudited) - USD ($) Preferred Stock Series B Preferred Stock Series A Common Stock Additional Paid-in Capital Treasury Stock Accumulated Deficit Other Comprehensive Income Total Onconetix Equity (Deficit) Non- controlling Interest Total Balance at Dec. 31, 2022 $ 4 $ 42,331,308 $ (566,810) $ (19,376,500) $ 22,388,002 $ 22,388,002 Balance (in Shares) at Dec. 31, 2022 393,107 Â (11,493) Â Â Â Â Â Exercise of pre-funded warrants Exercise of pre-funded warrants (in Shares) Â Â 16,166 Â Â Â Â Â Â Â Stock-based compensation 185,578 185,578 185,578 Purchase of treasury shares $ (33,454) (33,454) (33,454) Purchase of treasury shares (in Shares) Â Â Â Â (815) Â Â Â Â Â Net loss (2,846,644) (2,846,644) (2,846,644) Balance at Mar. 31, 2023 $ 4 42,516,886 $ (600,264) (22,223,144) 19,693,482 19,693,482 Balance (in Shares) at Mar. 31, 2023 409,273 Â (12,308) Â Â Â Â Â Balance at Dec. 31, 2022 $ 4 42,331,308 $ (566,810) (19,376,500) 22,388,002 22,388,002 Balance (in Shares) at Dec. 31, 2022 393,107 Â (11,493) Â Â Â Â Â Net loss Â Â Â Â Â Â Â Â Â (15,058,822) Balance at Sep. 30, 2023 $ 4 45,297,550 $ (625,791) (34,435,322) 10,236,441 10,236,441 Balance (in Shares) at Sep. 30, 2023 458,398 Â (12,934) Â Â Â Â Â Balance at Mar. 31, 2023 $ 4 42,516,886 $ (600,264) (22,223,144) 19,693,482 19,693,482 Balance (in Shares) at Mar. 31, 2023 409,273 Â (12,308) Â Â Â Â Â Issuance of restricted stock (in Shares) 12,823 Â Â Â Â Â Â Â Exercise of stock options 459 459 459 Exercise of stock options (in Shares) Â Â 1,148 Â Â Â Â Â Â Â Stock-based compensation 272,781 272,781 272,781 Purchase of treasury shares $ (25,527) (25,527) (25,527) Purchase of treasury shares (in Shares) Â Â Â Â (626) Â Â Â Â Â Net loss (6,865,270) (6,865,270) (6,865,270) Balance at Jun. 30, 2023 $ 4 42,790,126 $ (625,791) (29,088,414) 13,075,925 13,075,925 Balance (in Shares) at Jun. 30, 2023 423,244 Â (12,934) Â Â Â Â Â Restricted stock forfeitures Restricted stock forfeitures (in Shares) Â Â (4,221) Â Â Â Â Â Â Â Issuance of common stock from exercise of preferred investment options, net of issuance costs 2,272,838 2,272,838 2,272,838 Issuance of common stock from exercise of preferred investment options, net of issuance costs (in Shares) Â Â 39,375 Â Â Â Â Â Â Â Issuance of warrants for settlement of contingent warrants 129,184 129,184 129,184 Stock-based compensation 105,402 105,402 105,402 Net loss (5,346,908) (5,346,908) (5,346,908) Balance at Sep. 30, 2023 $ 4 45,297,550 $ (625,791) (34,435,322) 10,236,441 10,236,441 Balance (in Shares) at Sep. 30, 2023 458,398 Â (12,934) Â Â Â Â Â Balance at Dec. 31, 2023 $ 64,236,085 $ 6 49,429,031 $ (625,791) (56,786,194) 2,380,920 (5,602,028) 7,006,504 1,404,476 Balance (in Shares) at Dec. 31, 2023 2,696,729 3,000 571,033 Â (12,934) Â Â Â Â Â Issuance of restricted stock (in Shares) 78 Â Â Â Â Â Â Â Stock-based compensation 23,865 23,865 28,785 52,650 Foreign currency translation adjustment (4,991,144) (4,991,144) (4,991,144) Changes in pension benefit obligation 154,678 154,678 154,678 Net loss (11,118,572) (11,118,572) (11,118,572) Balance at Mar. 31, 2024 $ 64,236,085 $ 6 49,452,896 $ (625,791) (67,904,766) (2,455,546) (21,533,201) 7,035,289 (14,497,912) Balance (in Shares) at Mar. 31, 2024 2,696,729 3,000 571,111 Â (12,934) Â Â Â Â Â Balance at Dec. 31, 2023 $ 64,236,085 $ 6 49,429,031 $ (625,791) (56,786,194) 2,380,920 (5,602,028) 7,006,504 1,404,476 Balance (in Shares) at Dec. 31, 2023 2,696,729 3,000 571,033 Â (12,934) Â Â Â Â Â Net loss Â Â Â Â Â Â Â Â Â (29,252,681) Balance at Sep. 30, 2024 $ 83 119,563,869 $ (625,791) (86,038,875) 1,012,557 33,911,843 7,110,777 41,022,620 Balance (in Shares) at Sep. 30, 2024 8,326,281 Â (12,934) Â Â Â Â Â Balance at Mar. 31, 2024 $ 64,236,085 $ 6 49,452,896 $ (625,791) (67,904,766) (2,455,546) (21,533,201) 7,035,289 (14,497,912) Balance (in Shares) at Mar. 31, 2024 2,696,729 3,000 571,111 Â (12,934) Â Â Â

Â Â Restricted stock forfeitures Restricted stock forfeitures (in Shares) Â Â (312) Â Â Â Â Â Â Â Â Exercise of stock options 163 163 163 Exercise of stock options (in Shares) Â Â 406 Â Â Â Â Â Â Â Â Stock-based compensation (47,478) (47,478) 46,703 (775) Foreign currency translation adjustment 110,000 110,000 110,000 Changes in pension benefit obligation (33,406) (33,406) (33,406) Net loss (14,306,704) (14,306,704) (14,306,704) Balance at Jun. 30, 2024 $ 64,236,085 $ 6 49,405,581 $ (625,791) (82,211,470) (2,378,952) (35,810,626) 7,081,992 (28,728,634) Balance (in Shares) at Jun. 30, 2024 2,696,729 3,000 571,205 Â (12,934) Â Â Â Â Â Â Issuance of restricted stock (in Shares) 16,590 Â Â Â Â Â Â Â Â Issuance of common stock and warrants from exercise of preferred investment options, net of issuance costs $ 2 765,027 765,029 765,029 Issuance of common stock and warrants from exercise of preferred investment options, net of issuance costs (in Shares) Â Â 186,466 Â Â Â Â Â Â Â Â Exercise of pre-funded warrants $ 2 6,153 6,155 6,155 Exercise of pre-funded warrants (in Shares) Â Â 154,027 Â Â Â Â Â Â Â Â Issuance of shares and pre-funded warrants in connection with related party subscription agreement $ 5 5,134,242 5,134,247 5,134,247 Issuance of shares and pre-funded warrants in connection with related party subscription agreement (in Shares) Â Â 513,424 Â Â Â Â Â Â Â Â Conversion of Series A Preferred Stock to common stock $ 1 (1) Conversion of Series A Preferred Stock to common stock (in Shares) Â (3,000) 142,749 Â Â Â Â Â Â Â Â Conversion of Series B Preferred Stock to common stock $ (64,236,085) $ 67 64,236,018 64,236,085 64,236,085 Conversion of Series B Preferred Stock to common stock (in Shares) (2,696,729) Â 6,741,820 Â Â Â Â Â Â Â Â Stock-based compensation 16,849 16,849 28,785 45,634 Foreign currency translation adjustment 3,488,514 3,488,514 3,488,514 Change in pension benefit obligation (97,005) (97,005) (97,005) Net loss (3,827,405) (3,827,405) (3,827,405) Balance at Sep. 30, 2024 $ 83 $ 119,563,869 $ (625,791) $ (86,038,875) $ 1,012,557 $ 33,911,843 $ 7,110,777 $ 41,022,620 Balance (in Shares) at Sep. 30, 2024 8,326,281 Â (12,934) Â Â Â Â Â Â X - DefinitionRepresent the amount of adjustments to additional paid in capital change in pension benefit obligation. + ReferencesNo definition available. + Details Name: onco_AdjustmentsToAdditionalPaidInCapitalChangeInPensionBenefitObligation Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionRepresent the amount of adjustments to additional paid in capital issuance of common stock from exercise of preferred investment options, net of issuance costs. + ReferencesNo definition available. + Details Name: onco_AdjustmentsToAdditionalPaidInCapitalIssuanceOfCommonStockFromExerciseOfPreferredInvestmentOptionsNetOfIssuanceCosts Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionConversion of preferred stock to common stock. + ReferencesNo definition available. + Details Name: onco_ConversionOfPreferredStockToCommonStock Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionConversion of preferred stock to common stock shares. + ReferencesNo definition available. + Details Name: onco_ConversionOfPreferredStockToCommonStockShares Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAmount of exercise of pre-funded warrants. + ReferencesNo definition available. + Details Name: onco_ExerciseOfPrefundedWarrants Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionRepresent the shares value of exercise of pre-funded warrants. + ReferencesNo definition available. + Details Name: onco_ExerciseOfPrefundedWarrantsShares Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionRepresent the amount of issuance of common stock and warrants from exercise of preferred investment options, net of issuance costs. + ReferencesNo definition available. + Details Name: onco_IssuanceOfCommonStockAndWarrantsFromExerciseOfPreferredInvestmentOptionsNetOfIssu Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionRepresent the shares value of issuance of common stock and warrants from exercise of preferred investment options, net of issuance shares costs. + ReferencesNo definition available. + Details Name: onco_IssuanceOfCommonStockAndWarrantsFromExerciseOfPreferredInvestmentOptionsNetOfIssuanceSharesCosts Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionRepresent the shares value of issuance of common stock from exercise of preferred investment options, net of issuance shares costs. + ReferencesNo definition available. + Details Name: onco_IssuanceOfCommonStockFromExerciseOfPreferredInvestmentOptionsNetOfIssuanceSharesCosts Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionRepresent the shares value of Issuance of shares and pre-funded warrants in connection with related party subscription agreement shares. + ReferencesNo definition available. + Details Name: onco_IssuanceOfSharesAndPreFundedWarrantsInConnectionWithRelatedPartySubscriptionAgreementShares Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionRepresent the amount of issuance of shares and pre-funded warrants in connection with related party subscription agreement. + ReferencesNo definition available. + Details Name: onco_IssuanceOfSharesAndPrefundedWarrantsInConnectionWithRelatedPartySubscriptionAgree Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of changes in pension benefit obligation. + ReferencesNo definition available. + Details Name: onco_StockIssuedDuringPeriodValueOfChangesInPensionBenefitObligation Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase to additional paid-in capital (APIC) for recognition of cost for option under share-based payment arrangement. + ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalShareBasedCompensationStockOptionsRequisiteServicePeriodRecognition Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase in additional paid in capital (APIC) resulting from the issuance of warrants. Includes allocation of proceeds of debt securities issued with detachable stock purchase warrants. + 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 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 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 20 -Section 25 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481284/470-20-25-2 + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalWarrantIssued Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 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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 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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. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (a) -SubTopic 10 -Topic 220 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482790/220-10-45-10AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1 + Details Name: us-gaap_OtherComprehensiveIncomeLossForeignCurrencyTransactionAndTranslationAdjustmentNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares issued which are neither cancelled nor held in the treasury. + ReferencesNo definition available. + Details Name: us-gaap_SharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued during the period as a result of the conversion of convertible securities. + 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://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 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 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 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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 - DefinitionThe gross value of stock issued during the period upon the conversion of convertible securities. + 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://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 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(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 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_StockIssuedDuringPeriodValueConversionOfConvertibleSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue of stock related to Restricted Stock Awards issued during the period, net of the stock value of such awards forfeited. + 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 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_StockIssuedDuringPeriodValueRestrictedStockAwardNetOfForfeitures Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionValue of stock issued as a result of the exercise of stock options. + 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://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 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(31)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 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_StockIssuedDuringPeriodValueStockOptionsExercised Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of equity (deficit) attributable to parent and noncontrolling interest. Excludes temporary equity. + 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 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (d)(1) -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 (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478666/740-323-65-2Reference 5: 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http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 8 -Subparagraph (c)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479832/842-10-65-8Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-24Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-23Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483421/250-10-45-5Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 5 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-5Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards Codification -Section 65 -Paragraph 6 -Subparagraph (h)(1)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480528/815-20-65-6Reference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 20 -Name Accounting Standards 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-Publisher FASB -URI https://asc.fasb.org/1943274/2147482615/740-10-65-8Reference 26: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 4 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479654/326-10-65-4Reference 27: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-1Reference 28: http://www.xbrl.org/2003/role/disclosureRef -Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (e)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480175/815-40-65-1Reference 29: http://www.xbrl.org/2003/role/disclosureRef -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-7Reference 30: http://www.xbrl.org/2003/role/disclosureRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482765/220-10-50-5Reference 31: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481674/830-30-50-1Reference 32: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-17Reference 33: http://www.xbrl.org/2003/role/disclosureRef -Topic 830 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481694/830-30-45-20Reference 34: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 35: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-3Reference 36: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-3Reference 37: 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 38: 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 39: 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 40: 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 41: 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 42: 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 43: 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 44: 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 45: 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 46: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-15Reference 47: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 45 -Paragraph 16 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-16Reference 48: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 810 -SubTopic 10 -Section 55 -Paragraph 4I -Publisher FASB -URI https://asc.fasb.org/1943274/2147481175/810-10-55-4IReference 49: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147476166/350-60-65-1 + Details Name: us-gaap_StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionNumber of shares that have been repurchased during the period and are being held in 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/1943274/2147481112/505-10-50-2Reference 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://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_TreasuryStockSharesAcquired Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the cost of common and preferred stock that were repurchased during the period. Recorded using the cost method. + 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 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 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockValueAcquiredCostMethod Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 17 R6.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated Statements of Cash Flows (Unaudited) - USD ($) 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Cash flows from operating activities Â Â Net loss $ (29,252,681) $ (15,058,822) Adjustments to reconcile net loss to net cash used in operating activities: Â Â Impairment of deposit on asset purchase agreement 3,500,000 Impairment on other long-lived assets 267,019 Impairment of goodwill 15,453,000 Impairment of ENTADFI assets 3,530,716 Amortization of debt discounts 371,578 483,093 Amortization of debt discount â€“ related party 400,000 Loss on related party receivable 265,648 Loss on extinguishment of note payable 490,000 Depreciation and amortization 612,046 4,886 Change in fair value of subscription agreement liability â€“ related party 950,000 Net periodic pension benefit 16,502 Stock-based compensation 98,228 563,761 Interest accrued on note payable 230,532 Interest

accrued on note payable â€“ related party 134,247 Loss on impairment of inventory of ENTADFI 356,637 Change in fair value of contingent warrant liability (35,730) 99,787 Deferred tax benefit (127,183) Changes in operating assets and liabilities: Â Â Accounts receivable 49,079 Inventories (113,102) (299,272) Prepaid expenses and other current assets 70,563 (9,526) Prepaid expenses, long-term (7,749) (16,882) Accounts payable (1,242,071) 1,418,048 Accrued expenses (1,072,781) (976,871) Net cash used in operating activities (9,578,169) (9,269,131) Cash flows from investing activities Â Â Acquisition of assets, including transaction costs of $79,771 (6,079,771) Deposit made in connection with asset purchase agreement (3,500,000) Purchases of other long-lived assets (51,744) Net advances to related parties (229,798) Purchases of property and equipment (24,597) (3,300) Net cash used in investing activities (24,597) (9,864,613) Cash flows from financing activities Â Â Proceeds from issuance of note payable â€“ related party 5,000,000 Proceeds from issuance of note payable 853,550 Payment of financing costs (400,000) Principal payments of notes payable (942,307) (1,000,000) Proceeds from exercise of preferred investment options, net 922,749 2,298,675 Proceeds from exercise of stock options 163 459 Proceeds from exercise of warrants 6,155 Payment of deferred offering costs (205,093) Purchase of treasury shares (58,981) Net cash provided by (used in) financing activities 5,440,310 1,035,060 Effect of exchange rate changes on cash (50,384) Net decrease in cash (4,212,840) (18,098,684) Cash, beginning of period 4,554,335 25,752,659 Cash, end of period 341,495 7,653,975 Supplemental disclosure of cash flow information: Â Â Cash paid for interest 19,658 Noncash investing and financing activities: Â Â Inventory and intangible assets acquired through issuance of notes payable 12,947,000 Incremental fair value of exchanged preferred investment options 1,874,777 2,613,011 Deferred offering costs included in accounts payable and accrued expenses 150,000 Recognition of contingent warrant liability 157,720 25,837 Warrants issued for settlement of contingent warrants 129,184 Deferred offering costs previously included in prepaid expenses (11,020) Conversion of Series A Preferred Stock to common stock 1 Conversion of Series B Preferred Stock to common stock 64,236,085 Exercise of pre-funded warrants 7 Issuance of restricted stock 5 Restricted stock forfeitures (2) Settlement of related party note payable and accrued interest through issuance of common stock 5,134,247 Operating right-of-use asset obtained in exchange of lease liability $ 87,864 X - DefinitionAmount of amortization of debt discount related party. + ReferencesNo definition available. + Details Name: onco_AmortizationOfDebtDiscountRelatedParty Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of deferred offering costs previously prepaid. + ReferencesNo definition available. + Details Name: onco_DeferredOfferingCostsPreviouslyPrepaid Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionExercise of pre funded warrants. + ReferencesNo definition available. + Details Name: onco_Exerciseofprefundedwarrants Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionChange in fair value of subscription agreement liability. + ReferencesNo definition available. + Details Name: onco_FairValueOfSubscriptionAgreementLiability Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of impairment loss of ENTADFI assets. + ReferencesNo definition available. + Details Name: onco_ImpairmentOfENTADFIAssets Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionInterest accrued on note payable. + ReferencesNo definition available. + Details Name: onco_InterestAccruedOnNotePayable Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionInterest accrued on note payable â€“ related party. + ReferencesNo definition available. + Details Name: onco_InterestAccruedOnNotePayableRelatedParty Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of gain (loss) on related party receivable. + ReferencesNo definition available. + Details Name: onco_LossOnRelatedPartyReceivable Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPayments for purchase of treasury stock. + ReferencesNo definition available. + Details Name: onco_PaymentsForPurchaseOfTreasuryShares Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of restricted stock forfeitures. + ReferencesNo definition available. + Details Name: onco_RestrictedStockForfeitures Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe amount of warrants issued for settlement of contingent warrants. + ReferencesNo definition available. + Details Name: onco_WarrantsIssuedForSettlementOfContingentWarrants Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of noncash expense included in interest expense to amortize debt discount and premium associated with the related debt instruments. Excludes amortization of financing costs. Alternate captions include noncash interest expense. + 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://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-3 + Details Name: us-gaap_AmortizationOfDebtDiscountPremium Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for 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_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents 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 - DefinitionThe value of the stock converted in a noncash (or part noncash) transaction. Noncash is defined as transactions during a period that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_ConversionOfStockAmountConverted1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe value of the financial instrument issued [noncash or part noncash] in the conversion of stock. Noncash is defined as transactions during a period that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_ConversionOfStockAmountIssued1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of deferred income tax expense (benefit) pertaining to income (loss) from continuing operations. + 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/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(1)(Note 1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (b) -SubTopic 10 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-9 + Details Name: us-gaap_DeferredIncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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. Excludes amounts for 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 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_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe fair value of assets acquired in noncash investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_FairValueOfAssetsAcquired Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + 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://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of impairment loss from asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + 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 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-2 + Details Name: us-gaap_GoodwillImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of impairment loss recognized in the period resulting from the write-down of the carrying amount of a finite-lived intangible asset to fair value. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3Reference 3: 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_ImpairmentOfIntangibleAssetsFinitelived 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 abandonment, exchange or 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 (e) -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 45 -Paragraph 15 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482130/360-10-45-15 + Details Name: us-gaap_ImpairmentOfLongLivedAssetsToBeDisposedOf Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, before refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -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/2009/role/commonPracticeRef -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/2009/role/commonPracticeRef -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 -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25Reference 5: 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_IncomeTaxesPaid Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 amount due within one year (or one business cycle) from customers for the credit sale of goods and services. + 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_IncreaseDecreaseInAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 value of all inventory held by the reporting entity, associated with underlying transactions that are classified as operating activities. + 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_IncreaseDecreaseInInventories Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 increase (decrease) of consideration paid in advance for other costs that provide economic benefits in future periods. + 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_IncreaseDecreaseInPrepaidExpensesOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe fair value of liabilities assumed in noncash investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_LiabilitiesAssumed1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of addition (reduction) to the amount at which a liability could be incurred (settled) in a current transaction between willing parties. + ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesFairValueAdjustment 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 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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 - ReferencesNo definition available. + Details Name: us-gaap_NoncashInvestingAndFinancingItemsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of inventory that an Entity acquires in a noncash (or part noncash) acquisition. Noncash is defined as information about all investing and financing activities of an enterprise during a period that affect recognized assets or liabilities but that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_NoncashOrPartNoncashAcquisitionInventoryAcquired1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe amount of payables that an Entity assumes in acquiring a business or in consideration for an asset received in a noncash (or part noncash) acquisition. Noncash is defined as transactions during a period that affect recognized assets or liabilities but that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-

gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_NoncashOrPartNoncashAcquisitionPayablesAssumed1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe fair value of notes issued in noncash investing and financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_NotesIssued1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe charge against earnings resulting from the write down of long lived assets other than goodwill due to the difference between the carrying value and lower fair value. + 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/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 360 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-2 + Details Name: us-gaap_OtherAssetImpairmentCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash outflow from advancing money to an affiliate (an entity that is related but not strictly controlled by the entity). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsForAdvanceToAffiliate Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow for loan and debt issuance costs. + 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_PaymentsOfFinancingCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 cash outflow to acquire asset without physical form usually arising from contractual or other legal rights, excluding goodwill. + 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_PaymentsToAcquireIntangibleAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for the purchase of or improvements to tangible or intangible assets, used to produce goods or deliver services, classified as other. + 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_PaymentsToAcquireOtherProductiveAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 - DefinitionThe cash outflow from temporary investment with specific maturity and interest rate that are prohibited for current use. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireRestrictedCertificatesOfDeposit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cost (reversal of cost) for pension benefits. Excludes other postretirement benefits. + 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/1943274/2147482785/280-10-55-48 + Details Name: us-gaap_PensionExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from issuance of preferred stocks identified as being convertible into another form of financial instrument, typically the entity's common stock. + 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_ProceedsFromIssuanceOfConvertiblePreferredStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from a borrowing supported by a written promise to pay an obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from a long-term borrowing made from related parties where one party can exercise control or significant influence over another party; including affiliates, owners or officers and their immediate families, pension trusts, and so forth. Alternate caption: Proceeds from Advances from Affiliates. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromRelatedPartyDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 - DefinitionThe cash inflow associated with the amount received from holders exercising their stock warrants. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromWarrantExercises Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash outflow for a borrowing supported by a written promise to pay an obligation. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_RepaymentsOfNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of increase in right-of-use asset obtained in exchange for operating 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 (g)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability 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 fair value of stock issued in noncash financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_StockIssued1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SupplementalCashFlowInformationAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 18 R7.htm IDEA: XBRL DOCUMENT v3.24.3 Consolidated Statements of Cash Flows (Unaudited) (Parentheticals) 9 Months Ended Sep. 30, 2024 USD ($) Statement of Cash Flows [Abstract] Â Acquisition of assets, including transaction costs $ 79,771 X - DefinitionThe cash inflow associated with the acquisition of business during the period (for example, cash that was held by the acquired business). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 12 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_CashAcquiredFromAcquisition Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfCashFlowsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 19 R8.htm IDEA: XBRL DOCUMENT v3.24.3 Organization and Basis of Presentation 9 Months Ended Sep. 30, 2024 Organization and Basis of Presentation [Abstract] Â Organization and Basis of Presentation NoteÂ 1 â€”Â Organization and Basis of Presentation Â Organization and Nature of Operations Â Onconetix, Inc. (formerly known as Blue Water Biotech, Inc. and Blue Water Vaccines Inc.) (the â€œCompanyâ€ or â€œOnconetixâ€) was formed on October 26, 2018, and is a commercial stage biotechnology company focused on the research, development, and commercialization of innovative solutions for menâ€™s health and oncology. Â On DecemberÂ 15, 2023, Onconetix acquired 100% of the issued and outstanding voting equity interests in Proteomedix AG, a Swiss company (â€œProteomedixâ€ or â€œPMXâ€), and its related diagnostic product Proclarix. As a result of this transaction, Proteomedix became a wholly owned subsidiary of Onconetix (see Note 5). Proteomedix is a healthcare company whose mission is to transform prostate cancer diagnosis. Proteomedix has identified novel biomarker signatures with utility in prostate cancer diagnosis, prognosis and therapy management. Â In April 2023, the Company acquired ENTADFI, a Food and Drug Administration (â€œFDAâ€)-approved, once daily pill that combines finasteride and tadalafil for the treatment of benign prostatic hyperplasia. Â Historically, the Companyâ€™s focus was on the research and development of transformational vaccines to prevent infectious diseases worldwide, until the third quarter of 2023, at which time the Company halted its efforts on vaccine development activities to focus on commercialization activities for ENTADFI and pursue other potential acquisitions. However, in light of (i) the time and resources needed to continue pursuing commercialization of ENTADFI, and (ii) the Companyâ€™s cash runway and indebtedness, the Company determined to pause its commercialization of ENTADFI during the first quarter of 2024, as it explores strategic alternatives to monetize ENTADFI, such as a potential sale of the ENTADFI assets. To that end, the Company is working with an investment advisor to assist with the potential sale or other transaction of the ENTADFI assets. There is currently no plan to resume commercialization of ENTADFI, and as such, if the Company is not able to consummate a sale or other transaction of the ENTADFI assets, it may abandon the assets and destroy its inventory of the product. Based on the circumstances surrounding ENTADFI, the ENTADFI assets were fully impaired at June 30, 2024 (see Notes 4 and 5). Â Reverse Stock Split Â On September 24, 2024, the Company effected a reverse stock split of all shares of its issued and outstanding Common Stock at a ratio of one-for-forty (1:40). The Company accounted for theÂ reverseÂ stockÂ splitÂ on aÂ retrospectiveÂ basis pursuant toÂ Accounting Standards Codification (â€œASCâ€) 260,Â Earnings Per Share. All issued and outstanding common stock, common stock warrants, and share-based awardsâ€™ exercise prices and per share data have been adjusted in these condensed consolidated financial statements, on aÂ retrospectiveÂ basis, to reflect theÂ reverseÂ stockÂ splitÂ for all periods presented. The number of authorized shares and par value of the preferred stock and common stock were not adjusted because of the reverse stock split.Â Â Basis of Presentation and Principles of Consolidation Â The Companyâ€™s condensed consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America (â€œU.S. GAAPâ€) and include the accounts of Onconetix and its 100% wholly owned subsidiary, Proteomedix, since the acquisition date of December 15, 2023. All significant intercompany balances and transactions have been eliminated in consolidation. The non-controlling interest recorded in the accompanying condensed consolidated financial statements as of December 31, 2023 relates to currently outstanding stock-based awards issued by Proteomedix, which were assumed by Onconetix in connection with the acquisition of Proteomedix (see Note 5). Â Unaudited Interim Consolidated Financial Statements Â The accompanying condensed consolidated balance sheet as of September 30, 2024, and the condensed consolidated statements of operations and comprehensive loss and the condensed consolidated statements of convertible redeemable preferred stock and stockholdersâ€™ equity (deficit) for the three and nine months ended September 30, 2024 and 2023, and the condensed consolidated statements of cash flows for the nine months ended September 30, 2024 and 2023 are unaudited. These unaudited interim consolidated financial statements have been prepared on the same basis as the audited consolidated financial statements, and in managementâ€™s opinion, include all adjustments, consisting of only normal recurring adjustments, necessary for the fair statement of the Companyâ€™s financial position as of September 30, 2024 and its results of operations and comprehensive loss for the three and nine months ended September 30, 2024 and 2023, and its cash flows for the nine months ended September 30, 2024 and 2023. The financial data and the other financial information disclosed in the notes to these condensed consolidated financial statements related to the three and nine-monthÂ periods are also unaudited. Operating results for the three and nine months ended September 30, 2024, are not necessarily indicative of the results that may be expected for the year ending DecemberÂ 31, 2024, any other interim periods, or any future year or period. The unaudited condensed consolidated financial statements included in this Report should be read in conjunction with the audited consolidated financial statements and notes thereto included in the Companyâ€™s Annual Report on Form 10-K for the year ended December 31, 2023, which includes a broader discussion of the Companyâ€™s business and the risks inherent therein. 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 the general note to the financial statements for the reporting entity which may include, descriptions of the basis of presentation, business description, significant accounting policies, consolidations, reclassifications, new pronouncements not yet adopted and changes in accounting principles. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 235 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/235/tableOfContentReference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 275 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/275/tableOfContentReference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/810/tableOfContentReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 250 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/250/tableOfContent + Details Name: us-gaap_OrganizationConsolidationBasisOfPresentationBusinessDescriptionAndAccountingPoliciesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 20 R9.htm IDEA: XBRL DOCUMENT v3.24.3 Going Concern and Managementâ€™s Plans 9 Months Ended Sep. 30, 2024 Going Concern and Managementâ€™s Plans [Abstract] Â Going Concern and Managementâ€™s Plans NoteÂ 2 â€”Â Going Concern and Managementâ€™s Plans Â The Companyâ€™s operating activities to date have been devoted to

seeking licenses, engaging in research and development activities, potential asset and business acquisitions, expenditures associated with the previously planned commercial launch of ENTADFI, and the commercialization of Proclarix. Â The Company has incurred substantial operating losses since inception and expects to continue to incur significant operating losses for the foreseeable future. As of September 30, 2024, the Company had cash of approximately $0.3 million, a working capital deficit of approximately $16.3 million and an accumulated deficit of approximately $86.0 million. During the nine months ended September 30, 2024, the Company used approximately $9.6 million in cash for operating activities. In addition, as of December 5, 2024, the Companyâ€™s cash balance was approximately $0.4 million, all of which is currently held by the Companyâ€™s foreign subsidiary. The Companyâ€™s current cash balance is not sufficient to fund its operations through the end of December 2024 Â until it can utilize the Equity Financing Line of Credit (â€œELOCâ€), which it entered into on October 2, 2024, referred herein as the ELOC Purchase Agreement, and this raisesÂ substantialÂ doubtÂ about the Companyâ€™s ability to continue as a going concern within one year from the date of the issuance of these condensed consolidated financial statements. The Companyâ€™s projections are also indicative that it will be unable to meet its contractual commitments and obligations as they come due in the ordinary course of business. The Company will require significant additional capital in the short-term to fund its continuing operations, satisfy existing and future obligations and liabilities, including the remaining payments due for the acquisition of the ENTADFI assets, and funds needed to support the Companyâ€™s working capital needs and business activities. These business activities include the commercialization of Proclarix, and the development and commercialization of the Companyâ€™s future product candidates. Â Managementâ€™s plans for funding the Companyâ€™s operations include generating product revenue from sales of Proclarix, which is still subject to further successful development and commercialization activities within certain jurisdictions. Management also intends to secure additional required funding through equity or debt financings if available, and to utilize the ELOC entered into in October 2024 (see Note 15) on an as-needed basis to assist with the paydown of notes issued to Veru and to fund current operating needs, subject to certain restrictions and beneficial ownership constraints. However, based on the terms of the ELOC and the current maximum availability, Management determined that the funds readily available under the ELOC will not be sufficient to sustain operations. In addition, there are currently no other commitments in place for further financing nor is there any assurance that such financing will be available to the Company on favorable terms, if at all. This creates significant uncertainty whether the Company will have the funds available to be able to sustain its operations and expand commercialization of Proclarix. If the Company is unable to secure additional capital, it may be required to curtail any future clinical trials, development and/or commercialization of future product candidates, and it may take additional measures to reduce expenses in order to conserve its cash in amounts sufficient to sustain operations and meet its obligations. Â Because of historical and expected operating losses and net operating cash flow deficits, there is substantial doubt about the Companyâ€™s ability to continue as a going concern for one year from the issuance of the condensed consolidated financial statements, which is not alleviated by managementâ€™s plans. The condensed consolidated financial statements have been prepared assuming the Company will continue as a going concern. These condensed consolidated financial statements do not include any adjustments that might be necessary from the outcome of this uncertainty.Â X - ReferencesNo definition available. + Details Name: onco_GoingConcernAndManagementsPlansAbstract Namespace Prefix: onco_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure when substantial doubt is raised about the ability to continue as a going concern. Includes, but is not limited to, principal conditions or events that raised substantial doubt about the ability to continue as a going concern, management's evaluation of the significance of those conditions or events in relation to the ability to meet its obligations, and management's plans that alleviated or are intended to mitigate the conditions or events that raise substantial doubt about the ability to continue as a going concern. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -SubTopic 40 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205-40/tableOfContent + Details Name: us-gaap_SubstantialDoubtAboutGoingConcernTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 21 R10.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies 9 Months Ended Sep. 30, 2024 Summary of Significant Accounting Policies [Abstract] Â Summary of Significant Accounting Policies NoteÂ 3 â€”Â Summary of Significant Accounting Policies Â During the three and nine months ended September 30, 2024, there were no changes to the Companyâ€™s significant accounting policies described in the Companyâ€™s Annual Report on Form 10-K for the year ended DecemberÂ 31, 2023. Selected significant accounting policies are discussed in further detail below: Â Use of Estimates Â The preparation of financial statements in conformity with U.S.Â 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 financial statements and the reported amounts of expenses during the reporting periods. The most significant estimates in the Companyâ€™s condensed consolidated financial statements relate to accounting for acquisitions, valuation of inventory, the useful life of the amortizable intangible assets, estimates of future cash flows used to evaluate impairment of intangible assets, assumptions related to the pension benefit obligation, assumptions related to the related party subscription agreement liability, assumption related to note payables, and accounting for income taxes. These estimates and assumptions are based on current facts, historical experience and various other factors believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities and the recording of expenses that are not readily apparent from other sources. Actual results may differ materially and adversely from these estimates. To the extent there are material differences between the estimates and actual results, the Companyâ€™s future results of operations will be affected. Â Segment InformationÂ Â Operating segments are defined as components of an enterprise about which separate discrete information is available for evaluation by the chief operating decision maker (â€œCODMâ€), or decision-making group, in deciding how to allocate resources and in assessing performance. As of September 30, 2024 and December 31, 2023, the Company was operating in one segment: commercial. Managementâ€™s determination of its operating segments is consistent with the financial information regularly reviewed by the CODM for purposes of evaluating performance, allocating resources, setting incentive compensation targets, and planning and forecasting for future periods.Â Fair Value Measurements Â Fair value is defined as the price that would be received for sale of an asset or paid for transfer of a liability, in an orderly transaction between market participants at the measurement date. U.S. GAAP establishes a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). These tiers include: Â â—Level 1, defined as observable inputs such as quoted prices (unadjusted) for identical instruments in active markets; Â â—Level 2, defined as inputs other than quoted prices in active markets that are either directly or indirectly observable such as quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in markets that are not active; and Â â—Level 3, defined as unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions, such as valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable. Â In some circumstances, the inputs used to measure fair value might be categorized within different levels of the fair value hierarchy. In those instances, the fair value measurement is categorized in its entirety in the fair value hierarchy based on the lowest level input that is significant to the fair value measurement. Financial instruments, including cash, inventory, accounts receivable, accounts payable, accrued liabilities, operating lease liabilities, and notes payable are carried at cost, which management believes approximates fair value due to the short-term nature of these instruments. Â The fair value of the contingent warrant liability and the related party subscription agreement liability are valued using significant unobservable measures and other fair value inputs and are therefore classified as Level 3 financial instruments. Â The fair value of financial instruments measured on a recurring basis is as follows as of September 30, 2024 and December 31, 2023: Â Â Â As of September 30, 2024Â DescriptionÂ TotalÂ Â Level 1Â Â Level 2Â Â Level 3Â Liabilities:Â Â Â Â Â Â Â Â Â Â Â Contingent warrant liabilityÂ $124,631Â Â Â â€”Â Â Â â€”Â Â $124,631Â Subscription agreement liability â€” related partyÂ $1,814,000Â Â Â â€”Â Â Â â€”Â Â $1,814,000Â TotalÂ $1,938,631Â Â $â€”Â Â $â€”Â Â $1,938,631Â Â Â Â Â As of December 31, 2023Â DescriptionÂ TotalÂ Â Level 1Â Â Level 2Â Â Level 3Â Liabilities:Â Â Â Â Â Â Â Â Â Â Â Contingent warrant liabilityÂ $2,641Â Â Â â€”Â Â Â â€”Â Â $2,641Â Subscription agreement liability â€” related partyÂ $864,000Â Â Â â€”Â Â Â â€”Â Â $864,000Â TotalÂ $866,641Â Â $â€”Â Â $â€”Â Â $866,641Â Â During the year ended December 31, 2023, in connection with the acquisition of Proteomedix, the Company recorded intangible assets, which were recognized at fair value (see Note 5). Additionally, as a result of the impairment losses recorded on the Companyâ€™s ENTADFI asset group during the nine months ended September 30, 2024, the related assets were recorded at fair value as of September 30, 2024. These non-financial assets were valued using significant unobservable measures and other fair value inputs and are therefore classified as Level 3 measurements. See Note 4. Â None of the Companyâ€™sÂ other non-financial assets or liabilities are recorded at fair value on aÂ non-recurringÂ basis as of September 30, 2024 and December 31, 2023.Â There were no transfers between levels during the periods presented.Â The following table summarizes the activity for the related party subscription agreement liability, using unobservable Level 3 inputs, for the nine months ended September 30, 2024: Â Â Â Subscription Agreement LiabilityÂ Balance at December 31, 2023Â $864,000Â Change in fair valueÂ Â 950,000Â Balance at September 30, 2024Â $1,814,000Â Â The following table summarizes the activity for the contingent warrant liability, using unobservable Level 3 inputs, for the nine months ended September 30, 2024: Â Â Â Contingent Warrant LiabilityÂ Balance at December 31, 2023Â $2,641Â Fair value upon issuanceÂ Â 157,720Â Change in fair valueÂ Â (35,730) Balance at September 30, 2024Â $124,631Â Â Revenue Recognition Â The following is a description of principal activities from which the Company generates its revenue: Â Development Services Â Proteomedix provides a range of services to life sciences customers referred to as â€œDevelopment Servicesâ€ including testing for biomarker discovery, assay design and development. These Development Services are performed under individual statement of work (â€œSOWâ€) arrangements with specific deliverables defined by the customer. Development Services are generally performed on a time and materials basis. During the performance and through completion of the service to the customer in accordance with the SOW, the Company has the right to bill the customer for the agreed upon price and recognizes the Development Services revenue over the period estimated to complete the SOW. The Company generally identifies each SOW as a single performance obligation. Â Completion of the service and satisfaction of the performance obligation under a SOW is typically evidenced by access to the data or test made available to the customer or any other form or applicable manner of delivery defined in the SOW. However, for certain SOWs under which work is performed pursuant to the customerâ€™s highly customized specifications, the Company has the enforceable right to bill the customer for work completed, rather than upon completion of the SOW. For those SOWs, the Company recognizes revenue over a period of time during which the work is performed based on the expended efforts (inputs). As the performance obligation under the SOW is satisfied, any amounts earned as revenue and billed to the customer are included in accounts receivable. Â Product Sales Â The Company derives revenue through sales of its products, which includes Proclarix, its diagnostic product, directly to end users, including laboratories, hospitals, and medical centers, and to distributors. During the nine months ended September 30, 2024, the majority of the Companyâ€™s product revenue was generated from sales of Proclarix assays to LabCorp for review and testing in connection with the Companyâ€™s license agreement with LabCorp (see Note 6). The Company considers customer purchase orders, which in some cases are governed by master sales agreements or standard terms and conditions, to be the contracts with a customer. For each contract, the Company considers the promise to transfer products, each of which is distinct, to be the identified performance obligations. In determining the transaction price, the Company evaluates whether the price is subject to refund or adjustment to determine the net consideration to which it expects to be entitled. The Company fulfills its performance obligation applicable to product sales once the product is transferred to the customer.Â During the three and nine months ended September 30, 2024, the Company recorded approximately $0.4 million and $1.8 million of revenue, respectively, generated by Proteomedix. Approximately $0.4 million and $1.7 million of revenue was generated from development services during the three and nine months ended September 30, 2024, respectively, and approximately $0.1 million of revenue was generated from Proclarix product sales during the nine months ended September 30, 2024. There was minimal revenue generated from Proclarix product sales during the three months ended September 30, 2024. Â Â The Companyâ€™s revenue was generated from the following geographic regions during the three months ended September 30, 2024:Â Â Â Â European UnionÂ Â Non-European UnionÂ Â United StatesÂ Development servicesÂ Â 100%Â Â -%Â Â -% Product salesÂ Â -%Â Â 100%Â Â -% Â The Companyâ€™s revenue was generated from the following geographic regions during the nine months ended September 30, 2024: Â Â Â Â European UnionÂ Â Non-European UnionÂ Â United StatesÂ Development servicesÂ Â 100%Â Â -%Â Â -% Product salesÂ Â -%Â Â 16%Â Â 84% Â The Company had the following customer concentrations for its revenue during the three and nine months ended September 30, 2024: Â Â Â For the Three Months Ended September 30, 2024Â Â For the Nine Months Ended September 30, 2024Â Â Â Development ServicesÂ Â Product SalesÂ Â Development ServicesÂ Â Product SalesÂ Customer AÂ Â 100%Â Â -%Â Â Â 100%Â Â -%Â Customer BÂ Â -%Â Â Â -%Â Â Â -%Â Â Â 84% Customer CÂ Â -%Â Â Â 100%Â Â -%Â Â Â 11% Â Any revenues earned but not yet billed to the customer as of the date of the condensed consolidated financial statements are recorded as contract assets and are included in prepaid expenses and other current assets in the accompanying condensed consolidated financial statements. The Company had no unbilled accounts receivable as of September 30, 2024 and an insignificant balance as of December 31, 2023. Amounts recorded in contract assets are reclassified to accounts receivable in our condensed consolidated financial statements when the customer is invoiced according to the billing schedule in the contract. Accounts receivable was approximately $98,000 and $150,000 as of September 30, 2024 and December 31, 2023, respectively. Â In relation to customer contracts, the Company incurs costs to fulfill a contract but does not incur costs to obtain a contract. These costs to fulfill a contract do not meet the criteria for capitalization and are expensed as incurred. Â New Accounting Pronouncements Â There was no new accounting pronouncements issued since the Companyâ€™s filing of the Annual Report on Form 10-K for the year ended December 31, 2023, which could have a significant effect on the accompanying condensed consolidated financial statements, except for the following: Â In November 2024, the FASB issuedÂ Accounting Standards Update No.Â 2024-03,Â Disaggregation of Income Statement Expenses. This guidance will require additional disclosures and disaggregation of certain costs and expenses presented on the face of the income statement. The amendments are effective for annual reporting periods beginning after December 15, 2026 and interim reporting period beginning after December 15, 2027 with early adoption permitted. The Company is currently evaluating the impact of this new guidance to our condensed consolidated financial statements. 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 all significant accounting policies of the reporting entity. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-1Reference 2: 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_SignificantAccountingPoliciesTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 22 R11.htm IDEA: XBRL DOCUMENT v3.24.3 Balance Sheet Details 9 Months Ended Sep. 30, 2024 Balance Sheet Details [Abstract] Â Balance Sheet Details NoteÂ 4 â€”Â Balance Sheet Details Â Inventories Â Inventories, which primarily relate to Proclarix product as of September 30, 2024 and ENTADFI product as of DecemberÂ 31, 2023, consisted of the following: Â Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Raw materialsÂ $97,915Â Â $139,208Â Work-in-processÂ Â â€”Â Â Â 194,805Â Finished goodsÂ Â 23,919Â Â Â 30,039Â TotalÂ $121,834Â Â $364,052Â Â The Company recorded an impairment on the ENTADFI inventory in the amount of approximately $0.4Â million during the quarter ended June 30, 2024 (see Note 5). Â Prepaid Expenses and Other Current Assets Â Prepaid expenses and other current assets consisted of the following as of September 30, 2024, and DecemberÂ 31, 2023: Â Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Prepaid insuranceÂ $312,461Â Â $122,004Â Prepaid regulatory feesÂ Â 71,763Â Â Â Â 312,551Â Prepaid research and developmentÂ Â â€”Â Â Â 89,195Â Prepaid professional feesÂ Â 38,208Â Â Â 70,708Â VAT taxes receivableÂ Â 53,458Â Â Â Â â€”Â Prepaid otherÂ Â 10,690Â Â Â 175,695Â TotalÂ $486,580Â Â $770,153Â Â Intangible Assets Â Intangible assets, which were recorded during the year ended December 31, 2023 in connection with the ENTADFI and Proteomedix acquisitions (see Note 5), is comprised of customer relationships, product rights for developed technology, and a trade name, and consisted of the following as of September 30, 2024, and December 31, 2023: Â Â Â Balance at DecemberÂ 31, 2023Â Â ImpairmentÂ Â Foreign Currency TranslationÂ Â Balance at SeptemberÂ 30, 2024Â Gross basis:Â Â Â Â Â Â Â Â Â Â Â Trade nameÂ $9,312,739Â Â $â€”Â Â $(31,913)Â $9,280,826Â Product rights for developed technologyÂ Â 14,182,157Â Â Â (3,296,644)Â Â (37,302)Â Â 10,848,211Â Customer relationshipsÂ Â 1,952,803Â Â Â â€”Â Â Â (6,692)Â Â 1,946,111Â Total intangible assets, grossÂ $25,447,699Â Â $(3,296,644)Â $(75,907)Â $22,075,148Â Â Â Â Balance at DecemberÂ 31, 2023Â Â AmortizationÂ Â Foreign Currency TranslationÂ Â Balance at SeptemberÂ 30, 2024Â Accumulated amortization:Â Â Â Â Â Â Â Â Â Â Â Product rights for developed technologyÂ $(31,213)Â $(505,140)Â $(23,555)Â $(559,908) Customer relationshipsÂ Â (5,599)Â Â (90,619)Â Â (4,227)Â Â (100,445) Total intangible assets, accumulated amortizationÂ $(36,812)Â $(595,759)Â $(27,782)Â $(660,353) Intangible assets, netÂ $25,410,887Â Â Â Â Â Â Â Â Â Â $21,414,795Â Â The finite lived intangible assets held by the

Company, which includes customer relationships and product rights for developed technology, are being amortized over their estimated useful lives of 15 years. Amortization expense related to intangible assets was approximately $198,000 and $596,000 for the three and nine months ended September 30, 2024, respectively. Of the total amortization expense, approximately $30,000 and $91,000 was recorded as selling, general, and administrative expenses for the three and nine months ended September 30, 2024, respectively, and approximately $168,000 and $505,000 was recorded as cost of revenue, for the three and nine months ended September 30, 2024, respectively, in the accompanying condensed consolidated statements of operations and comprehensive loss. Â During the three months ended March 31, 2024, the Company became aware of a new competitor that received approval by the FDA for a combined finasteride-tadalafil capsule, which is a direct competitor product to ENTADFI. This was determined to be a triggering event that could result in a decrease in future expected cash flows, and thus indicated the carrying amount of the ENTADFI asset group may not be fully recoverable. The Company performed an undiscounted cash flow analysis over the ENTADFI asset group and determined that the carrying value of the asset group is not recoverable. The Company then estimated the fair value of the asset group to measure the impairment loss for the period. Significant assumptions used to determine this non-recurring fair value measurement included projected sales driven by market share and product sales price estimates, associated expenses, growth rates, the discount rate used to measure the fair value of the net cash flows associated with this asset group, as well as Managementâ€™s estimates of an expected sales price for the asset group, and the probability of each potential strategic alternative taking place. Â During the three months ended June 30, 2024, the Company reevaluated the probability of each potential strategic alternative occurring and determined that the change in probabilities is a triggering event that could result in a decrease in future expected cash flows, and thus indicated the carrying amount of the ENTADFI asset group may not be fully recoverable. The Company further determined that the asset group was fully impaired at June 30, 2024, and recorded a corresponding impairment charge during the three months ended June 30, 2024, thus resulting in no remaining carrying value for the assets in the ENTADFI asset group. Â The Company recorded no impairment charges on its intangible assets during the three months ended September 30, 2024. For the nine months ended September 30, 2024, approximately $3.3 million and approximately $0.2 million were allocated to the product rights intangible asset and prepaids and other assets, respectively.Â Future annual amortization expense related to the Companyâ€™s finite lived intangible assets is as follows as of September 30, 2024: Â Years ending December 31,Â Â Â Â 2024Â $213,239Â 2025Â Â 852,955Â 2026Â Â 852,955Â 2027Â Â 852,955Â 2028Â Â 852,955Â ThereafterÂ Â 8,508,911Â TotalÂ $12,133,970Â Â As of September 30, 2024, the weighted-average remaining amortization period for intangible assets was approximately 14.22 years. Â Trade names, which do not have legal, regulatory, contractual, competitive, economic, or other factors that limit the useful lives are considered indefinite lived assets and are not amortized but are tested for impairment on an annual basis or whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable. The Company tested its trade name for impairment during the three months ended September 30, 2024, as a result of certain triggering events discussed below. The Company determined that there was no impairment of its trade name as of September 30, 2024. As of September 30, 2024 and December 31, 2023, $9.3 million of intangible assets relate to a trade name that has been identified as having an indefinite life. Â Â Goodwill Â Goodwill was recorded during the year ended December 31, 2023, in connection with the Proteomedix acquisition (see Note 5).Â During the three months ended March 31, 2024, the Companyâ€™s stock price and market capitalization declined, and the Company determined that this was an indicator of a potential impairment of its goodwill, and accordingly, as of March 31, 2024, the Company performed a quantitative analysisÂ to identify and measure the amount ofÂ impairment loss to be recognized, if any. To perform its quantitative test, the Company compared the fair value of the Proteomedix reporting unit to its carrying value and determined that the fair value of the reporting unit was less than its carrying value. The Company determined the amount of impairment charges to its goodwill for the three months ended March 31, 2024 to be approximately $5.2 million. Â Historically, the Company was organized in two reporting units, Proteomedix and ENTADFI. The goodwill arising from the Proteomedix acquisition was assigned solely to the Proteomedix reporting unit. The Company reevaluated its reporting units during the three months ended June 30, 2024, and determined that as of April 30, 2024, ENTADFI no longer qualified as a separate reporting unit. As a result, since that date, the Companyâ€™s goodwill is assigned to a single reporting unit. Accordingly, the Company performed a quantitative analysis immediately prior to the change in reporting units, and immediately after the change in reporting units, to identify and measure the amount ofÂ impairment loss to be recognized, if any. To perform its quantitative tests, the Company compared the fair value of the reporting unit to its carrying value and determined that the fair value of the reporting unit was less than its carrying value. The Company determined the amount of impairment charges to its goodwill for the three months ended June 30, 2024 to be approximately $10.3 million. Â During the three months ended September 30, 2024, the Companyâ€™s re-evaluation of market conditions and anticipated timing of projected sales prompted the Company to determine that there was an indicator of a potential impairment of its related intangible assets and goodwill, and accordingly, as of September 30, 2024, the Company performed a quantitative analysis to identify and measure the amount of impairment loss to be recognized, if any. It was determined no further impairment on goodwill was required for the three months ended September 30, 2024. Â The Company has recorded a cumulative $15.5 million in impairment charges related to its goodwill for the nine months ended September 30, 2024. Â The fair value estimate of the reporting units for the quarter ended March 31, 2024 and June 30, 2024 was derived from a combination of an income approach and a market approach, and a reconciliation to the Companyâ€™s market capitalization. The fair value estimate of the reporting units for the quarter ended September 30, 2024 was derived solely from the income approach. The method was changed for the quarter ended September 30, 2024 to reflect the disparity between the Company and the guideline transactions that were previously selected in prior quarters. Under the income approach, the Company estimated the fair value of the reporting unit based on the present value of estimated future cash flows, which the Company considers to be a Level 3 unobservable input in the fair value hierarchy. The Company prepared cash flow projections based on managementâ€™s estimates of future revenue and operating costs, taking into consideration the historical performance and the current macroeconomic, industry, and market conditions. The Company based the discount rate on the weighted-average cost of capital considering Company-specific characteristics and changes in the reporting unitâ€™s projected cash flows. Under the market approach, the Company estimated the fair value of the reporting unit based on revenue market multiples derived from comparable companies with similar characteristics as the reporting unit, as well as an estimated control premium. Â Goodwill consisted of the following as of September 30, 2024 and December 31, 2023:Â Â Balance as of December 31, 2023Â $55,676,142Â Impairment lossÂ Â (15,453,000) Foreign currency translationÂ Â (1,361,904) Balance as of September 30, 2024Â $38,861,238Â Â Accrued Expenses Â Accrued expenses consisted of the following as of September 30, 2024 and DecemberÂ 31, 2023: Â Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Accrued compensationÂ $255,679Â Â $487,579Â Accrued research and developmentÂ Â 362,839Â Â Â 616,707Â Accrued professional feesÂ Â 228,282Â Â Â 550,415Â Other accrued expensesÂ Â 220,331Â Â Â 265,849Â Accrued implementation feesÂ Â â€”Â Â Â 93,787Â Accrued franchise taxesÂ Â 40,000Â Â Â 60,530Â Accrued interestÂ Â 230,532Â Â Â â€”Â Accrued deferred offering costsÂ Â â€”Â Â Â 125,000Â TotalÂ $1,337,663Â Â $2,199,867Â X - ReferencesNo definition available. + Details Name: us-gaap_BalanceSheetRelatedDisclosuresAbstract 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 23 R12.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions 9 Months Ended Sep. 30, 2024 Acquisitions [Abstract] Â Acquisitions NoteÂ 5 â€”Â Acquisitions Â ENTADFI Â On AprilÂ 19, 2023, the Company and Veru, Inc. (â€œVeruâ€) entered into an Asset Purchase Agreement (the â€œVeru APAâ€). Pursuant to, and subject to the terms and conditions of, the Veru APA, the Company purchased substantially all of the assets related to Veruâ€™s ENTADFIÂ product (â€œENTADFIâ€) (the â€œTransactionâ€) for a total possible consideration of $100 million. Â In accordance with the Veru APA, the Company agreed to provide Veru with initial consideration totaling $20.0 million, consisting of (i) $6.0 million paid upon the closing of the Transaction on April 19, 2023, (ii) an additional $4.0 million in the form of a non-interest bearing note payable due on September 30, 2023, and (iii) an additional $10.0 million in the form of two $5.0 million non-interest bearing notes payable, each due on April 19, 2024 and September 30, 2024. Â Additionally, the terms of the Veru APA require the Company to pay Veru up to an additional $80.0 million based on the Companyâ€™s net sales of ENTADFIÂ after closing (the â€œMilestone Paymentsâ€). The Milestone Payments are payable as follows: (i)Â $10.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $100.0 million during a calendar year, (ii)Â $20.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $200.0 million during a calendar year, and (3) $50.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $500.0 million during a calendar year. Â In connection with the Transaction, the Company also assumedÂ royalty and milestone obligations under an asset purchase agreement for tadalafil-finasteride combination entered into by Veru and Camargo Pharmaceutical Services, LLC on December 11, 2017 (the â€œCamargo Obligationsâ€). The Camargo Obligations assumed by the Company include a 6% royalty on all sales of tadalafil-finasteride and sales milestone payments of up to $22.5 million, payable to Camargo as follows: (i)Â $5.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $100.0 million during a calendar year, (ii)Â $7.5 million is payable upon the first time the Company achieves net sales from ENTADFI of $200.0 million during a calendar year, and (3) $10.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $300.0 million during a calendar year. Â On September 29, 2023, the Company entered into an amendment to the Veru APA (the â€œVeru APA Amendmentâ€), which provides that the $4.0 million note payable originally due on September 30, 2023 was deemed paid and fully satisfied upon (1) the payment to the Seller of $1.0 million in cash on September 29, 2023, and (2) the issuance to the Seller by October 3, 2023, of 3,000 shares of Series A Convertible Preferred Stock (the â€œSeries A Preferred Stockâ€) of the Company (see Note 7). Â On April 24, 2024, the Company entered into a Forbearance Agreement with Veru in connection with the Companyâ€™s default on the $5.0 million non-interest-bearing note payable that was due on April 19, 2024 (see Note 7). Â On September 19, 2024, the Company entered into an Amended and Restated Forbearance Agreement with Veru, which further modified the terms of both the April and September Veru notes outstanding (see Note 7). Â Also, in connection with, and at the time of the Transaction, and pursuant to the Veru APA, the Company entered into non-competition and non-solicitation agreements (the â€œNon-Competition Agreementsâ€) with two of Veruâ€™s key stockholders and employees (the â€œRestricted Partiesâ€). The Non-Competition Agreements generally prohibit the Restricted Parties from either directly or indirectly engaging in the Restricted Business (as such term is defined in the Veru APA) for a period of five years from the closing of the Transaction. Â The acquisition of ENTADFIÂ was accounted for as an asset acquisition in accordance with ASCÂ 805-50 because substantially all of the fair value of the assets acquired is concentrated in a single asset, the ENTADFI product rights. The ENTADFI products rights consist of trademarks, regulatory approvals, and other records, and are considered a single asset as they are inextricably linked.Â Â The following table summarizes the aggregate consideration transferred for the assets acquired by the Company in connection with the Veru APA: Â Â Â Consideration TransferredÂ Consideration transferred at closingÂ $6,000,000Â Fair value of notes payable issuedÂ Â 12,947,000Â Transaction costsÂ Â 79,771Â Total consideration transferredÂ $19,026,771Â Â The fair value of the non-interest-bearing notes payable was estimated using a net present value model using discount rates averaging 8.2%. The resulting fair value is being accreted to the face value of the notes, through the respective maturity dates. Management evaluated the Milestone Payments and determined that at the close of the Transaction, they are not considered probable, and as such, the Company did not recognize any amount related to the Milestone Payments in the consideration transferred. Â Management evaluated the Camargo Obligations and determined that at the close of the Transaction, the related sales milestone payments are not considered probable, and as such, the Company did not recognize any related liability at the date of the Transaction. In addition, royalties under the Camargo Obligations will be recorded as cost of sales, as the related sales are generated and recognized. Â The following table summarizes the assets acquired with the Veru APA: Â Â Â Assets RecognizedÂ InventoryÂ $1,120,000Â ENTADFI IntangibleÂ Â 17,906,771Â Total fair value of identifiable assets acquiredÂ $19,026,771Â Â In accordance with ASC 805-50, the acquired inventory was recorded at fair value. The remaining consideration transferred was allocated to the ENTADFI intangible asset, which was to be amortized over its estimated useful life, which was expected to begin upon launch of ENTADFI. AcquiredÂ inventoryÂ is comprised of work-in-process and raw materials. The fair value of work-in-process inventory was determined based on an estimated sales price of the finished goods, adjusted for costs to complete the manufacturing process, costs of theÂ sellingÂ effort, a reasonable profit allowance for the remaining manufacturing andÂ sellingÂ effort, and an estimate of holding costs, and resulted in a fair value adjustment of approximately $0.3 million. The fair value of raw materials was determined to approximate replacement cost. Â The Company recorded an impairment charge on the ENTADFI asset group of approximately $3.5 million during the nine months ended September 30, 2024 (see Note 4), and an impairment charge on the ENTADFI inventory of approximately $0.4 million during the nine months ended September 30, 2024. In addition, during the fourth quarter of 2023, the Company recorded an impairment charge of approximately $14.7 million on the ENTADFI asset group, as well as an impairment charge on the ENTADFI acquired inventory of approximately $1.2 million, which included impairment of 100% of the acquired work-in-process inventory.Â WraSer: Â On June 13, 2023 (the â€œExecution Dateâ€), the Company entered into an asset purchase agreement with WraSer, LLC,Â and affiliates (the â€œWraSer Sellerâ€) (the â€œWraSer APAâ€). Pursuant to, and subject to the terms and conditions of, the WraSer APA, on the WraSer Closing Date (as defined below) the Company was to purchase six FDA-approved pharmaceutical assets across several indications, including cardiology, otic infections, and pain management (the â€œWraSer Assetsâ€). Â Under the terms of the WraSer APA, the Company was to purchase the WraSer Assets for (i) $3.5 million in cash at signing of the WraSer APA; (ii) $4.5 million in cash on the later of (x) 90 days after the signing of the WraSer APA or (y) the date that all closing conditions under the WraSer APA are met or otherwise waived (the â€œWraSer Closing Dateâ€); (iii) 25,000 shares of the Companyâ€™s common stock (the â€œClosing Sharesâ€) issuable on the WraSer Closing Date, and (iv) $500,000 in cash one year from the WraSer Closing Date. Â In conjunction with the WraSer APA, the Company and the WraSer Seller entered into a Management Services Agreement (the â€œMSAâ€) on the Execution Date. Pursuant to the terms of the MSA, the Company would act as the manager of the WraSer Sellerâ€™s business during the period between the Execution Date and the WraSer Closing Date. During this period, the Company would make advances to WraSer, if needed. If, on the WraSer Closing Date, the WraSer Sellerâ€™s cash balance is in excess of the target amount (â€œCash Targetâ€) specified in the MSA, the Company would apply that excess to the $4.5 million cash payment due upon closing. Conversely, if there is a shortfall, the Company would be required to remit the difference to the WraSer Seller over time. Â The WraSer APA could be terminated prior to the closing upon agreement with all parties or upon breach of contract of either party, uncured within 20 days of notice. If the WraSer APA was terminated upon agreement with all parties or upon uncured breach of contract by the Company, the initial $3.5 million payment would be retained by the WraSer Seller. If it were determined that there is an uncured breach of contract by the WraSer Seller, and the WraSer APA was terminated, the Company would have an unsecured claim against WraSer for the $3.5 million payment made by the Company upon execution of the WraSer APA. The closing of the transaction was subject to certain customary closing conditions, including submission of the FDA transfer documentation to transfer ownership of the acquired product regulatory approvals to the Company. Â Â Management evaluated the terms of the WraSer APA and the WraSer MSA, and determined that, at the Execution Date, control under the provisions of ASC 805, Business Combinations (â€œASC 805â€), did not transfer to the Company; if the transaction closes, control will transfer then, and the acquisition date will be the closing date. Management further evaluated the requirements pursuant to ASC 810, Consolidations, and determined based on the terms of the MSA, and the Companyâ€™s involvement in the WraSer Sellerâ€™s business, that the WraSer Seller is a variable interest entity (â€œVIEâ€) to the Company. Management determined that the Company is not the primary beneficiary of the VIE as the WraSer APA and MSA do not provide the Company with the power to direct the activities of the VIE that most significantly impact the VIEâ€™s economic performance. While the Company was involved in the day-to-day business activities of the VIE until WraSer filed for relief under Chapter 11 of the U.S. Bankruptcy Court (see below), the WraSer Seller had to approve substantially all business activities and transactions that significantly impact the economic performance of WraSer during the term of the MSA. Additionally, the Company is not required to absorb the losses of WraSer if the WraSer APA does not close. As such, the Company was not required to consolidate WraSer in the Companyâ€™s financial statements as of September 30, 2024 and December 31, 2023. Â The Company recorded the initial $3.5 million payment as a deposit. The Company does not have any liabilities recorded as of September 30, 2024 and December 31, 2023 associated with its variable interest in the WraSer Seller, and its exposure to the WraSer Sellerâ€™s losses is limited to no more than the shortfall, if any, of the Cash Target amount of approximately $1.1 million compared to the WraSer Sellerâ€™s cash balance on the WraSer Closing Date.Â On September 26, 2023, WraSer and its affiliates filed for relief under chapter 11 of the U.S. Bankruptcy Code in the Bankruptcy Court. On October 4, 2023, the parties agreed to amend the WraSer APA, which was subject to court approval. Shortly after its bankruptcy filing, WraSer filed a motion seeking approval of the WraSer APA as amended. The amendment, among other things, eliminates the $500,000 post-closingÂ payment due JuneÂ 13, 2024 and staggers the $4.5Â million cash payment that the Company would otherwise have to

pay at closing to: (i)Â $2.2Â million to be paid at closing, (ii)Â $2.3Â million, to be paid in monthly installments of $150,000 commencing JanuaryÂ 2024 and (iii)Â 789Â shares of SeriesÂ A Preferred Stock to be paid at closing. The amendment also reduced the number of products the Company was acquiring by excluding pain medications and including only (i)Â Ciprofloxacin 0.3% and Fluocinolone 0.025% Otic Solution, under the trademark OTOVEL and its Authorized Generic Version approved under US FDA NDA No. 208251, (ii)Â Ciprofloxacin 0.2% Otic solution, under the trademark CETRAXAL, and (iii)Â Vorapaxar Sulfate tablets under the trademark Zontivity approved under US FDA NDA N204886. Â In OctoberÂ 2023, WraSer alerted the Company that its sole manufacturer for the active pharmaceutical ingredient (â€œAPIâ€) for Zontivity, the key driver for the WraSer acquisition, would no longer manufacture the API for Zontivity. The Company believes that this development constituted a Material Adverse Effect under the WraSer APA and the WraSer MSA, enabling the Company to terminate the WraSer APA and the WraSer MSA. On October 20, 2023, the Company filed a motion for relief from the automatic stay in the Bankruptcy Court so that the Company can exercise the termination rights under the WraSer APA, as amended. On DecemberÂ 18, 2023, the Bankruptcy Court entered into an Agreed Order lifting the automatic stay to enable the Company to exercise its rights to terminate the WraSer APA and the WraSer MSA.Â On DecemberÂ 21, 2023, the Company filed a Notice with the Bankruptcy Court terminating the WraSer APA and the WraSer MSA. WraSer has advised the Company that it does not believe that a Material Adverse Effect occurred. In addition, WraSer recently filed a plan of reorganization that indicates it may seek damages from the Company due to the termination of the APA and MSA. Due to the WraSer bankruptcy filing and the Companyâ€™s status as an unsecured creditor of WraSer, it is unlikely that the Company will recover the $3.5 million initial payment made, or any costs and resources in connection with services provided by the Company under the WraSer MSA, and therefore the Company recorded a loss on impairment for the $3.5 million deposit during the year ended December 31, 2023. Â ProteomedixÂ Â On December 15, 2023 (the â€œAcquisition Dateâ€), Onconetix entered into a Share Exchange Agreement (the â€œShare Exchange Agreementâ€) with Proteomedix and each of the holders of outstanding capital stock or Proteomedix convertible securities (other than Proteomedix stock options) (collectively the â€œSellersâ€), pursuant to which the Company acquired 100% of the outstanding common shares and voting interest of Proteomedix, through the issuance of 91,874 shares of common stock and 2,696,729 shares of Series B Convertible Preferred Stock (the â€œPMX Transactionâ€). Â UponÂ approval by the requisite vote of stockholders of Onconetix at the Special Meeting of the Stockholders (â€œStockholder Approvalâ€), each share of Series B Convertible Redeemable Preferred Stock (â€œSeries B Preferred Stockâ€) was automatically convertible into 100 shares of common stock in accordance with the terms of the Series B Certificate of Designation (the â€œConversionâ€). If Stockholder Approval was not obtained by January 1, 2025, Onconetix was, at the option of the holders, obligated to cash settle the Series B Preferred Stock at the option of the holders. The Series B Preferred Stock outstanding as a result of the PMX Transaction was convertible into 6,741,820 shares of common stock. Stockholder Approval was obtained on September 5, 2024 and the Conversion occurred subsequently on September 24, 2024 (see Note 9).Â The consummation (the â€œClosingâ€) of the PMX Transaction was subject to customary closing conditions and the agreement to enter into a subscription agreement (see Note 8) withÂ Altos Ventures, a shareholder of Proteomedix, prior to the closing of the PMX TransactionÂ (the â€œPMX Investorâ€).Â Â In addition, each option to purchase shares of Proteomedix (each, a â€œProteomedix Stock Optionâ€) outstanding immediately before the Closing, whether vested or unvested, remains outstanding until the Conversion unless otherwise terminated in accordance with its terms. At the Conversion, each outstanding Proteomedix Stock Option, whether vested or unvested, shall be assumed by Onconetix and converted into the right to receive (a) an option to acquire shares of common stock (each, an â€œAssumed Optionâ€) or (b) such other derivative security as Onconetix and Proteomedix may agree, subject in either case to substantially the same terms and conditions as were applicable to such Proteomedix Stock Option immediately before the Closing. Each Assumed Option shall: (i) represent the right to acquire a number of shares of common stock equal to the product of (A) the number of Proteomedix common shares that were subject to the corresponding Proteomedix Option immediately prior to the Closing, multiplied by (B) the Exchange Ratio (as defined in the Share Exchange Agreementâ€); and (ii) have an exercise price (as rounded down to the nearest whole cent) equal to the quotient of (A) the exercise price of the corresponding Proteomedix Option, divided by (B) the Exchange Ratio.Â The Company completed the Conversion on September 24, 2024, and the Company is in process of exchanging the Proteomedix Stock Options into Onconetix restricted stock units as of the date of this filing. As of September 30, 2024, the PMX option holders continue to own Proteomedix Stock Options. Â Management determined that the PMX Transaction was a business combination as defined within ASC 805, and that Onconetix was the accounting acquirer. The Company determined that Onconetix was the accounting acquirer based on the guidance contained within ASC 805-10. The significant factors that led to the Companyâ€™s conclusion were (i) the Company obtained 100% of the outstanding common stock and voting interest of PMX, (ii) at closing of the PMX Transaction, the PMX shareholders were issued approximately 17% of Onconetixâ€™s outstanding common stock and none of the former PMX shareholders held more than 5% of Onconetixâ€™s common stock individually, (iii) the composition of executive management and the governing body did not change sufficiently to give PMX or its former shareholders control over these functions within Onconetix, and (iv) Onconetix was significantly larger when considering both total assets and operations. As a result, the Company has applied purchase accounting as of the Closing of the PMX Transaction. The assets, liabilities, and non-controlling interest of Proteomedix were recognized at fair value as of the Closing and the results of its operations have been included within Onconetixâ€™s condensed consolidated statements of operations and comprehensive loss from that date forward. Â The assets acquired and liabilities assumed are recognized provisionally in the accompanying condensed consolidated balance sheets at their estimated fair values as of the acquisition date. The initial accounting for the business combination is not complete as the Company is in the process of obtaining additional information for the valuation of acquired intangible assets and deferred tax liabilities. The provisional amounts are subject to change to the extent that additional information is obtained about the facts and circumstances that existed as of the acquisition date. Under U.S. GAAP, the measurement period shall not exceed one year from the acquisition date and the Company will finalize these amounts no later than December 15, 2024. The estimated fair values as of the acquisition date are based on information that existed as of the acquisition date. During the measurement period the Company may adjust provisional amounts recorded for assets acquired and liabilities assumed to reflect new information that the Company has subsequently obtained regarding facts and circumstances that existed as of the acquisition date.Â The acquisition-date fair value of the consideration transferred totaled approximately $65.1 million, which consisted of the following: Â Â Â Consideration TransferredÂ Common stockÂ $875,484Â Series B Preferred StockÂ Â 64,236,085Â Total consideration transferredÂ $65,111,569Â Â The fair value of the Companyâ€™s common shares issued as consideration was based on the closing price of the Companyâ€™s common stock as of the Acquisition Date. The fair value of the Series B Preferred Stock issued as consideration was based on the underlying fair value of the number of common shares that the Series B Preferred Stock converts into, also based on the closing price of the Companyâ€™s common stock as of the Acquisition Date. Â Â The fair value of the Proteomedix stock options assumed as part of the PMX Transaction was determined using a Black-Scholes option pricing model with the following significant assumptions: Â Exercise priceÂ $1.15 â€“ 28.83Â Stock priceÂ $128.11Â Term (years)Â Â 0.17 â€“ 3.59Â Expected stock price volatilityÂ Â 90% Risk-free rate of interestÂ Â 4.07% â€“ 5.47%Â Â The following table summarizes the preliminary estimated fair values of the assets acquired and liabilities assumed at the acquisition date: Â Â Â Net Assets RecognizedÂ CashÂ $1,056,578Â Accounts receivableÂ Â 87,445Â InventoriesÂ Â 80,593Â Prepaid expenses and other current assetsÂ Â 114,615Â Right of use assetÂ Â 149,831Â Property and equipment, netÂ Â 39,779Â Trade nameÂ Â 9,018,000Â Customer relationshipsÂ Â 1,891,000Â Product rights for developed technologyÂ Â 10,541,000Â GoodwillÂ Â 53,914,055Â Total assets acquiredÂ Â 76,892,896Â Accounts payableÂ Â (234,029) Accrued expensesÂ Â (732,814) Operating lease liabilityÂ Â (149,831) Deferred tax liabilityÂ Â (2,994,669) Pension benefit obligationÂ Â (548,384) Note payableÂ Â (115,096) Total liabilities assumedÂ Â (4,774,823) Net assetsÂ Â 72,118,073Â Less non-controlling interestÂ Â (7,006,504) Net assets acquiredÂ $65,111,569Â Â The goodwill recognized as a result of the PMX Transaction is attributable primarily to expected synergies and the assembled workforce of Proteomedix. None of the goodwill is expected to be deductible for income tax purposes. Â The fair values of the acquired tangible and intangible assets were determined using variations of the cost, income approach using the excess earnings, lost profits, and relief from royalty methods. The income approach valuation methodology used for the intangible assets acquired in the PMX Transaction makes use of Level 3 inputs. Â The trade name intangible asset represents the value of the Proclarixâ„¢ brand name and was valued using a relief from royalty method under an income approach. A royalty rate of 6% was utilized in determining the fair value of this intangible asset. The fair value of this asset was determined based on a cash flow model using forecasted revenues and expenses specifically tied to Proclarixâ„¢. Those cash flows were then discounted at 10% determined by the use of a weighted average return on assets analysis. The life of this intangible asset was determined to be indefinite as the branded name will persist beyond the life of the product rights and customer relationships. Â The customer relationship intangible assets represent the value of the existing customer contract with LabCorp (see Note 6) and was valued using the lost profits method under the income approach. The fair value of this asset was determined based on a cash flow model using forecasted revenues specifically tied to Proteomedixâ€™s LabCorp contract. Those cash flows were then discounted at 10% determined by the use of a weighted average return on assets analysis. The estimated useful life of this asset was determined by reference to the estimated life of the product rights associated with the LabCorp contract. Â The product rights for developed technology acquired in the PMX Transaction represents know-how and patented intellectual property held by PMX pertaining to its commercial-ready prostate cancer diagnostic system, Proclarixâ„¢. The fair value of this asset was determined based on a cash flow model based on forecasted revenues and expenses specifically tied to Proclarixâ„¢. Those cash flows were then discounted at 8% for the period prior to patent expiration and 16% for the period thereafter. The discount rates were determined by the use of a weighted average return on assets analysis. The estimated useful life of the product rights was determined based on the underlying patentâ€™s remaining life. Â The fair value of the non-controlling interest in Proteomedix is estimated to be $7.0 million and represents the fair value of the vested Proteomedix stock options outstanding as of the Acquisition Date. The fair value of the non-controlling interest was valued using the methodology applicable to the Proteomedix stock options disclosed above. As Proteomedix was a private company as of the Acquisition Date, the fair value measurement is based on significant inputs that are not observable in the market and thus represents a Level 3 measurement as defined in ASC 820, Fair Value Measurement. Â The Company recognized approximately $1.5 million of acquisition related costs that were expensed during 2023, including the fair value of the related party subscription agreement liability, which was a closing condition for the PMX Transaction (see Note 8). Â The following summary, prepared on a pro forma basis, presents the Companyâ€™s unaudited consolidated results of operations for the three and nine months ended September 30, 2023, as if the PMX Transaction had been completed as of January 1, 2023. The pro forma results below include the impact of amortization of intangible assets. This pro forma information is presented for illustrative purposes only, is not necessarily indicative of future results of operations and does not include any impact of transaction synergies. In addition, the pro forma results are not necessarily indicative of the results of operations that actually would have been achieved had the PMX Transaction been consummated as of that date: Â Â Â Unaudited For The Three Months Ended SeptemberÂ 30, 2023Â Â Unaudited For The NineÂ Months Ended SeptemberÂ 30, 2023Â RevenueÂ $548,731Â Â $2,092,761Â Net lossÂ Â 5,494,678Â Â Â 15,387,517Â X - ReferencesNo definition available. + Details Name: us-gaap_AssetAcquisitionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for asset acquisition. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 24 R13.htm IDEA: XBRL DOCUMENT v3.24.3 Significant Agreements 9 Months Ended Sep. 30, 2024 Significant Agreements [Abstract] Â Significant Agreements NoteÂ 6 â€”Â Significant Agreements Â Services Agreement Â On July 21, 2023, the Company, entered into a Licensing and Services Master Agreement (â€œMaster Services Agreementâ€) and a related statement of work with a vendor, pursuant to which the vendor was to provide to the Company commercialization services for the Companyâ€™s products, including recruiting, managing, supervising and evaluating sales personnel and providing sales-related services for such products, for fees totaling up to $29.1 million over the term of the statement of work. The statement of work had a term through September 6, 2026, unless earlier terminated in accordance with the Master Services Agreement and the statement of work. On July 29, 2023, a second statement of work was entered into with the same vendor for certain subscription services providing prescription market data access to the Company. The fees under the second statement of work totaled approximately $800,000, and the term was through July 14, 2025. On October 12, 2023, the Company terminated the Master Services Agreement and the statements of work. The Company recorded net credits of $0.4 million related to this contract during the nine months ended September 30, 2024, which is included in selling, general and administrative expense in the accompanying consolidated statements of operations and comprehensive loss. The Company had approximately $1.1 million and $1.8 million recorded in related accounts payable as of September 30, 2024 and December 31, 2023, respectively, which includes amounts due for early termination of the contract. Â Laboratory Corporation of America Â On March 23, 2023, Proteomedix entered into a license agreement with LabCorp, pursuant to which LabCorp has the exclusive right to develop and commercialize Proclarix, and other products developed by LabCorp using Proteomedixâ€™s intellectual property covered by the license, in the United States (â€œLicensed Productsâ€). In consideration for granting LabCorp an exclusive license, Proteomedix received an initial license fee in the mid-six figures upon signing of the contract. Additionally, Proteomedix is entitled to royalty payments of between 5% and 10% on the net sales recognized by LabCorp of any Licensed Products plus milestone payments as follows: Â Â â—After the first sale of Proclarix as a laboratory developed test, LabCorp will pay an amount in the mid-six figures, Â â—after LabCorp achieves a certain amount in the low seven figures in net sales of Licensed Products, LabCorp will pay Proteomedix an amount in the low seven figures, Â â—after a certain amount in the mid-seven figures in net sales of Licensed Products, LabCorp will pay Proteomedix an amount in the low seven figures. Â The total available milestone payments available under the terms of this contract is $2.5 million. An additional $0.5 million was paid to Proteomedix as an initial license fee in 2023. Â LabCorp is wholly responsible for the cost, if any, of research, development and commercialization of Licensed Products in the United States but has the right to offset a portion of those costs against future royalty and milestone payments. Additionally, LabCorp may deduct royalties or other payments made to third parties related to the manufacture or sale of Licensed Products up to a maximum amount of any royalty payments due to Proteomedix. Â The license agreement and related royalty payment provisions expire during 2038, which approximates the expiration of the last patent covered by the license agreement. LabCorp has the right to terminate the license agreement for any reason by providing 90 days written notice to Proteomedix. Either party may terminate the license agreement due to a material breach of the terms of the license agreement with 30 daysâ€™ notice, provided such breach is not cured within the foregoing 30-day period. Finally, Proteomedix may terminate the license agreement with 60 daysâ€™ notice in the event LabCorp fails to make any undisputed payment due, provided that LabCorp does not remit the payment within the foregoing 60-day period. Â As of September 30, 2024, the sale of Licensed Products by LabCorp under the license agreement has not commenced. The Company has sold product to LabCorp for their use in internal trials of the test. X - DefinitionThe entire disclosure for significant agreements. + ReferencesNo definition available. + Details Name: onco_SignificantAgreementsTextBlock Namespace Prefix: onco_ Data Type: dtr:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherAssetsSignificantAdditionsOrDeletionsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 25 R14.htm IDEA: XBRL DOCUMENT v3.24.3 Notes Payable 9 Months Ended Sep. 30, 2024 Notes Payable [Abstract] Â Notes Payable Notes 7 â€” Notes PayableÂ Â Veru Notes Payable Â In connection with the Veru APA (see Note 5), the Company executed three non-interest-bearing notes payable (the â€œNotesâ€) in the principal amounts of $4.0 million, $5.0 million, and $5.0 million with initial maturity dates of September 30, 2023, April 19, 2024, and September 30, 2024, respectively. In accordance with the Notes, no principal payments are due until maturity; however, the Company may voluntarily prepay the Notes with no penalty. Additionally, in an Event of Default, as defined in the Notes, the unpaid principal amount of the Notes will accrue interest at a rate of 10.0% per annum. Â The Company imputed interest on the Notes using an average discount rate of 8.2% and recorded a debt discount of approximately $1.1 million at the issuance date. The debt discount is reflected as a reduction in the carrying amount of the Notes and amortized to interest expense through the respective maturity dates, using the effective interest method. Â On September 29, 2023, the Company and the note holder entered into an amendment to the Veru APA, which provided that the $4.0 million note payable originally due on September 30, 2023 was deemed paid and fully satisfied upon (1) the payment to the Seller of $1.0 million in cash on September 29, 2023, and (2) the issuance to the Seller by October 3, 2023 of 3,000 shares of Series A Preferred Stock of the Company. In connection with the Veru APA Amendment, the Company recorded an extinguishment loss on the note payable of approximately $490,000 during the year ended December 31, 2023, which represented the difference between the fair value of the Series A Preferred Stock that was issued to settle the debt and the carrying value of the note payable as of September 29, 2023. Pursuant to the Veru APA Amendment, the Series A Preferred Stock would convert to common stock of the Company one year from the date of issuance if the required stockholder approval was obtained. The Series A Preferred Stock, which was issued to the Seller on October 3, 2023 was initially convertible, in the aggregate, into 142,749 shares of

the Companyâ€™s common stock, subject to adjustment and certain stockholder approval limitations specified in the Certificate of Designations. Stockholder approval was obtained during September 2024 and therefore subsequent conversion of the Series A Preferred Stock to common stock was consummated by the Company during the quarter ended September 30, 2024 (see Note 9). The Company also agreed to include the shares of common stock issuable upon conversion of the Series A Preferred Stock in the next resale registration statement filed with the SEC. To that end, the Company registered 130,321 shares of common stock, out of the 142,749 shares issued to Veru, in a registration statement filed with the SEC on November 1, 2024. Â Â On AprilÂ 24, 2024, the Company entered into a forbearance agreement with Veru (the â€œOriginal Forbearance Agreementâ€) due to the Companyâ€™s failure to repay the principal balance on the $5.0 million note payable that had a maturity date of April 19, 2024 (the â€œApril Veru Noteâ€). Pursuant to the Original Forbearance Agreement, Veru will forbear from exercising its rights and remedies under the April Veru Note as a result of this default, until March 31, 2025 (the â€œApril 2024 Forbearance Periodâ€). Â Interest will accrue on any unpaid principal balance of the April Veru Note at a rate of 10% per annum, commencing on AprilÂ 20, 2024 through the date that the outstanding principal balance under the April Veru Note is paid in full. Any such accrued interest will become immediately due and payable upon the earlier of (i) certain events of default under the April Veru Note or the $5.0 million note payable that matures on September 30, 2024 (the â€œSeptember Veru Noteâ€), (ii) a payment default under the September Veru Note and (iii) the final payment of any principal amount payable under the September Veru Note. No interest was to accrue under the September Veru Note during the April 2024 Forbearance Period unless an Event of Default (as defined in the Original Forbearance Agreement) occurs, in which case interest will accrue from and after the date on which such default occurs. Â In consideration for Veruâ€™s entrance into the Original Forbearance Agreement, the Company agreed to pay Veru: Â â—$50,000 of the principal due under the April Veru Note, which was paid on April 25, 2024, and up to $10,000 of out-of-pocketÂ expenses incurred by Veru in connection with the Original Forbearance Agreement; Â â—15% of (i) the monthly cash receipts of Proteomedix for the licensing or sale of any products or services, (ii) monthly cash receipts of the Company or any of its subsidiaries for the sales of Proclarix anywhere in the world, and (iii) monthly cash receipts of the Company or any of its subsidiaries for milestone payments or royalties from LabCorp; and Â â—10% of the net proceeds from any financing or certain asset sale, transfer or licensing transactions that are consummated prior to MarchÂ 31, 2025. Â The Company also agreed to a general release of claims against Veru and its representatives arising out of or relating to any act or omission thereof prior to AprilÂ 24, 2024. Â The Company determined that the Original Forbearance Agreement should be accounted for as aÂ modification of the April Veru Note and the September Veru NoteÂ in accordance with ASC 470-50, Debt - Modifications and Extinguishments (â€œASC 470â€), as the change in cash flows expected under the April Veru Note and the September Veru Note was not substantial. A new effective interest rate was established based on the carrying value of the original Notes and the revised cash flows and no gain or loss was recorded.Â On September 19, 2024, the Company entered into an Amended and Restated Forbearance Agreement with Veru (the â€œAmended and Restated Forbearance Agreementâ€ or â€œA&R Forbearance Agreementâ€), which amends and restates the Original Forbearance Agreement in its entirety. Pursuant to the A&R Forbearance Agreement, Veru will forbear from exercising its rights under both the April Veru Note and the September Veru Note, subject to the terms and conditions set forth below. Â Pursuant to the A&R Forbearance Agreement, the April 2024 Forbearance Period continues to end on the earlier of (a) March 31, 2025 and (b) the occurrence of an Event of Default (as defined in the Amended and Restated Forbearance Agreement). The A&R Forbearance Agreement also extends the due date for the September Veru Note until the earlier to occur of (i) June 30, 2025 or (ii) the occurrence of any Event of Default. The Amended and Restated Forbearance Agreement also effected certain modifications to the payment terms in the Original Forbearance Agreement and amended certain terms of the September Veru Note as summarized below. Â Pursuant to the A&R Forbearance Agreement, the Company agreed to make the following required payments (the â€œRequired Paymentsâ€) during the April 2024 Forbearance Period, first to accrued and unpaid interest under the April Veru Note and then any remainder to the outstanding principal amount of the April Veru Note: Â â—Interest at the rate of 10% per annum shall accrue on any unpaid principal balance of the April Veru Note commencing on April 20, 2024 through the date that the outstanding principal balance under the April Veru Note is paid in full; Â â—Monthly payments equal to 25% (increased from 15% in the Original Forbearance Agreement) of (i) the monthly cash receipts of Proteomedix for the licensing or sale of any products or services, (ii) monthly cash receipts of the Company or any of its subsidiaries for the sales of Proclarix anywhere in the world, and (iii) monthly cash receipts of the Company or any of its subsidiaries for milestone payments or royalties from LabCorp cash receipts of the Company of its subsidiaries from certain sale or licensing revenues or payments (the â€œOrdinary Cash Revenueâ€), which increased amount began October 20, 2024 for cash receipts in September 2024; Â â—Payment of 20% (increased from 10% in the Original Forbearance Agreement) of the net proceeds from certain financing or other transactions outside the ordinary course of business completed by the Company or any of its subsidiaries during the April 2024 Forbearance Period, which increased amount will begin for any net proceeds received after September 19, 2024; and Â â—The remaining balance of the April Veru Note will be due at the end of the April 2024 Forbearance Period. Â The Company and Veru also agreed to the following amendments to the September Veru Note in the A&R Forbearance Agreement: Â Â â—As noted above, an extension of the maturity date to June 30, 2025; Â â—The accrual of interest at the rate of 10% per annum on any unpaid principal balance of the September Veru Note commencing on October 1, 2024 through the date that the outstanding principal balance under the September Veru Note is paid in full; Â â—Any amounts owed on the September Veru Note, including but not limited to unpaid principal and accrued interest, will be paid in cash or, upon the mutual written consent of Veru and the Company, in shares of the Companyâ€™s Common Stock or a combination of cash and the Companyâ€™s Common Stock; Â â—Following full repayment of all principal and interest under the April Veru Note, the Company will make the Required Payments first towards accrued and unpaid interest under the September Veru Note and then towards the remaining principal balance payable under the September Veru Note; Â â—If the aggregate unpaid principal outstanding under the April Veru Note and the September Veru Note and all accrued and unpaid interest thereon is repaid in cash on or before December 31, 2024, then the total principal balance under the September Veru Note that will be payable by the Company in satisfaction of its obligations under the September Veru Note will be reduced from $5.0 million to $3.5 million. Â The Company determined the A&R Forbearance Agreement should be accounted for as a modification of both the April and September Veru Notes in accordance with ASC 470-50, Debt - Modifications and Extinguishments (â€œASC 470â€), as the change in cash flows expected under the April Veru Note and the September Veru Note was not substantial. A new effective interest rate was established based on the carrying value of the original Notes and the revised cash flows and no gain or loss was recorded.Â During the three and nine months ended September 30, 2024, the Company recorded approximately $0.2 million and $0.6 million of associated interest expense, respectively, which includes accrued interest and amortization of the debt discount. The unamortized debt discount as of September 30, 2024 was approximately $10,000. As of September 30, 2024, the Company has recorded accrued interest of approximately $0.2 million on the Notes, which is included in accrued expenses in the accompanying condensed consolidated balance sheets. Â Future minimum principal payments on the Notes as of September 30, 2024 includes $4.7 million in principal payments that are due in March 2025 and $5.0 million principal payments that are due in June 2025. Â Related Party Debenture Â On January 23, 2024, the Company issued a non-convertible debenture (the â€œDebentureâ€) to the PMX Investor, a related party, in the principal sum of $5.0 million, in connection with the Subscription Agreement discussed in Note 8. The Debenture has an interest rate of 4.0% per annum, and the principal and accrued interest was originally payable in full upon the earlier of (i) the closing under the Subscription Agreement and (ii) June 30, 2024. Additionally, the $5.0 million subscription amount under the Subscription Agreement shall be increased by the amount of interest payable under the Debenture. Â On April 24, 2024, the maturity date of the related party debenture was extended to October 31, 2024, through the execution of an extension agreement (the â€œExtension Agreementâ€) between the Company and the PMX investor. No other terms of the Debenture were modified in connection with the Extension Agreement. Â The Company considered the guidance of ASC 470-60, Troubled Debt Restructuring by Debtors, and concluded that the Extension Agreement should be accounted for as a troubled debt restructuring as the Company is experiencing financial difficulty and since the effective borrowing rate under the Extension Agreement is less than the effective borrowing rate under the original agreement, which indicates that a concession is deemed to have been granted. This did not result in a gain on restructuring as the future undiscounted cash outflows required under the Extension Agreement exceed the carrying value of the Debenture immediately prior to the extension. A new effective rate was established based on the carrying value of the original Debenture and the revised cash flows. Â In connection with the issuance of the Debenture, the Company incurred approximately $0.4 million in financing fees, which was recorded as a debt discount, and reflected as a reduction in the carrying amount of the Debenture. The debt discount is being amortized to interest expense through the maturity date. The Company did not incur any financing fees in connection with the Extension Agreement. Â On September 24, 2024, the Company converted all unpaid principal and accrued interest due under the Debenture into 500,000 units, attributable to principal, and 13,424 units, attributable to accrued interest, upon the closing of the Subscription Agreement. Each unit consisted of 1 share of common stock and 0.30 pre-funded warrants at an exercise price of $0.04 per share. As a result of the transaction, 513,424 shares of common stock were issued, and 3,851 pre-funded warrants were issued. As of September 30, 2024, there is no outstanding balance or accrued interest remaining on the Debenture. The remaining unamortized debt discount was immediately expensed upon settlement. Â The Company recorded approximately $0.2 million and $0.5 million of interest expense on the Debenture during the three and nine months ended September 30, 2024, respectively, which includes accrued interest and amortization of the debt discount.Insurance Financing Â During the nine months ended September 30, 2024, the Company obtained financing for certain Director & Officer liability insurance policy premiums. The agreement assigns the lender aÂ firstÂ priority lien on and security interest in the financed policies and any additional premium required in the financed policies. Â The total premiums, taxes and fees financed are approximately $0.7 million,Â with an annual interest rate ofÂ 7.79%. In consideration of the premium payment by the lender to the insurance companies or the agent or broker, the Company unconditionally promised to pay the lender the amount financed plus interest and other charges permitted under the agreement. At September 30, 2024, the Company recognized approximately $0.2 millionÂ as an insurance financing noteÂ payable, which is included in the current portion of notes payable in the accompanying condensed consolidated balance sheets. The Company will pay the insurance financing through monthly installment payments of approximately $78,000, with the last payment for the note due on November 17, 2024. Â PMX Note Payable Â The Company also assumed an obligation in the amount of 100,000 CHF, in connection with the Proteomedix acquisition. This obligation relates to a loan from an investor that was advanced to Proteomedix in March 2010. This loan bears no interest, is unsecured and may be cancelled by the Company at its discretion, however it is the intent of the Company to repay this loan in the future. The loan payable, in the amount of approximately $118,000, is included in the long term note payable in the accompanying condensed consolidated balance sheets as of September 30, 2024.Â X - DefinitionThe entire disclosure for information about short-term and long-term debt arrangements, which includes amounts of borrowings under each line of credit, note payable, commercial paper issue, bonds indenture, debenture issue, own-share lending arrangements and any other contractual agreement to repay funds, and about the underlying arrangements, rationale for a classification as long-term, including repayment terms, interest rates, collateral provided, restrictions on use of assets and activities, whether or not in compliance with debt covenants, and other matters important to users of the financial statements, such as the effects of refinancing and noncompliance with debt covenants. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481544/470-10-50-6Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 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(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 10: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 470 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/470/tableOfContentReference 11: 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/1943274/2147482925/835-30-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 15: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 16: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 17: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1C -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1CReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1I + Details Name: us-gaap_DebtDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NotesPayableAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 26 R15.htm IDEA: XBRL DOCUMENT v3.24.3 Subscription Agreement 9 Months Ended Sep. 30, 2024 Subscription Agreement [Abstract] Â Subscription Agreement Note 8 â€” Subscription Agreement Â On December 18, 2023, the Company entered into a subscription agreement (the â€œSubscription Agreementâ€) with the PMX Investor, who became a stockholder of Onconetix at the closing of the PMX Transaction (see Notes 5 and 11), for the sale of 500,000 units, each comprised of 1 share of common stock and 0.30 pre-funded warrants (the â€œUnitsâ€) at $10 per Unit. The Subscription Agreement includes a make-whole provision which requires the issuance of additional shares of common stock in the event that the 270-day volume weighted average price after the closing of the Subscription Agreement, is below $10, and the PMX Investor still holds the common shares acquired upon closing of the Subscription Agreement 270 days after such closing. The Subscription Agreement would only close upon obtaining Stockholder Approval for certain transactions involving the Companyâ€™s Series B Preferred Stock, as further described in Note 5. The Subscription Agreement was amended on January 23, 2024 to include a provision for interest on the $5 million debenture, accruing at a rate of 4%, to be included in the calculation of the units to be issued upon the Conversion. Stockholder approval was obtained on September 5, 2024, and as a result, the Conversion and the issuance of 500,000 units, attributable to the Subscription Agreement, and 13,424 units, attributable to additional accrued interest under the debenture to the PMX Investor took place on September 24, 2024. Due to the issuance, the make-whole took effect and remains in place until June 24, 2025. Â The Subscription Agreement is accounted for as a liability in accordance with ASC 480, Distinguishing Liabilities from Equity, (â€œASC 480â€), as the make-whole provision could result in a variable number of shares being issued upon settlement. The related party subscription agreement liability is measured at fair value at the commitment date and at each subsequent reporting

period, with changes in fair value recorded as a component of other income (expense), net in the condensed consolidated statements of operations and comprehensive loss. As of September 30, 2024 and December 31, 2023, the fair value of the related party subscription agreement liability is estimated to be approximately $1,814,000 and $864,000, respectively, and the change in fair value of the related party subscription agreement liability for the three and nine months ended September 30, 2024 was an increase of approximately $928,000 and $950,000, respectively. The fair value was determined using a Monte-Carlo option pricing model, and as of September 30, 2024 and December 31, 2023, the Company utilized 100% and 55% probability, respectively, that the Subscription Agreement will close. The significant assumptions used in the Monte-Carlo model, which utilizes Level 3 inputs (see Note 3), are as follows as of September 30, 2024 and December 31, 2023: Â Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Exercise priceÂ $10Â Â $10Â Term (years)Â Â 0.73Â Â Â 1.2Â Expected stock price volatilityÂ Â 100%Â Â 95% Risk-free rate of interestÂ Â 4.15%Â Â 4.64% X - DefinitionThe entire disclosure for subscription agreement. + ReferencesNo definition available. + Details Name: onco_SubscriptionAgreementDisclosureTextBlock Namespace Prefix: onco_ Data Type: dtr:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfRepurchaseAgreementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 27 R16.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Redeemable Preferred Stock and Stockholders' Equity 9 Months Ended Sep. 30, 2024 Convertible Redeemable Preferred Stock and Stockholders Equity [Abstract] Â Convertible Redeemable Preferred Stock and Stockholdersâ€™ Equity NoteÂ 9 â€”Â Convertible Redeemable Preferred Stock and Stockholdersâ€™ Equity Â Authorized Capital Â As of September 30, 2024 and December 31, 2023, the Company is authorized to issue 250,000,000 shares and 10,000,000 shares of common stock and preferred stock, respectively, with a par value of $0.00001 for both common stock and preferred stock. As of September 30, 2024 and December 31, 2023, the Company had designated and authorized the issuance of up to 1,150,000 shares, 10,000 shares, and 2,700,000 shares of Series Seed Preferred Stock, Series A Preferred Stock, and Series B Preferred Stock, respectively (see Note 15). Â Preferred Stock Â Series Seed Convertible Preferred Stock Â The Company has 1,150,000 shares of preferred stock designated as Series Seed Preferred Stock (â€œSeries Seedâ€) and there are no shares of Series Seed outstanding as of September 30, 2024 and December 31, 2023. Â Series A Convertible Preferred Stock Â On September 29, 2023, the Company filed a Certificate of Designations of Rights and Preferences of Series A Preferred Stock of the Company (the â€œSeries A Certificate of Designationsâ€) with the State of Delaware to designate and authorize the issuance of up to 10,000 shares of Series A Preferred Stock. Â On October 3, 2023, the Company issued 3,000 shares of Series A Convertible Preferred Stock in exchange for the settlement of $3.0 million in notes payable due to Veru, Inc. (see Notes 5 and 7). Â On September 24, 2024, Veru converted all 3,000 shares of Series A Convertible Preferred Stock into 142,749 shares of the Companyâ€™s common stock per the stated conversion ratio. There were 0 and 3,000 shares of Series A Convertible Stock outstanding as of September 30, 2024 and December 31, 2023, respectively. Â Series B Convertible Preferred Stock Â On December 15, 2023, the Company filed a Certificate of Designations of Rights and Preferences of Series B Convertible Preferred Stock of the Company (the â€œSeries B Certificate of Designationsâ€) with the State of Delaware to designate and authorize the issuance of up toÂ 2,700,000Â shares of Series B Preferred Stock. Â On December 15, 2023, in connection with the PMX Transaction, as part of the purchase consideration, the Company issued 2,696,729 shares of Series B Convertible Preferred Stock (see Note 5). The SeriesÂ B Preferred Stock was initially convertible into approximately 6,741,820 shares of the Companyâ€™s common stock, upon Stockholder Approval as defined in the Series B Certificate of Designation. Â The Company evaluated the terms of the Series B Preferred Stock, and in accordance with the guidance of ASC 480, the Series B Preferred Stock was classified as temporary equity in the accompanying consolidated balance sheets, as the shares may be redeemable by the holders for cash, upon certain conditions that are not within the control of the Company. Additionally, the Company does not control the actions or events necessary to deliver the number of required shares upon exercise by the holders of the conversion feature. The Series B Preferred Stock was recorded at its fair value as of the issuance date (see Note 5). The Series B Preferred Stock was not previously redeemable or probable of becoming redeemable because it was subject to, among other things, Stockholder Approval as described above, and therefore the carrying amount was not accreted to its redemption value in prior periods. Â On September 5, 2024, Stockholder Approval was obtained, and on September 24, 2024, the Company effected the conversion of all 2,696,729 shares of Series B Preferred Stock into 6,741,820 shares of the Companyâ€™s common stock.Â Common Stock Â Â As of September 30, 2024 and December 31, 2023 there were 8,326,281 and 571,033 shares of common stock issued, respectively, and 8,313,347 and 558,099 shares of common stock outstanding, respectively. Â Warrant Inducements: Â July 2024 Inducement Â On July 11, 2024, the Company entered into common stock preferred investment options exercise inducement offer letters (the â€œInducement Lettersâ€) with certain holders of existing preferred investment options to purchase shares of the Companyâ€™s common stock at the original exercise prices of $101.84 and $43.60 per share, issued on August 11, 2022 and August 2, 2023, respectively (collectively, the â€œExisting PIOsâ€), pursuant to which the holders agreed to exercise for cash their Existing PIOs to purchase an aggregate of 186,466 shares of the Companyâ€™s common stock, at a reduced exercise price of $6.00 per share, in consideration for the Companyâ€™s agreement to issue new preferred investment options (the â€œInducement PIOsâ€) to purchase up to an aggregate of 559,397 shares of the Companyâ€™s common stock. Of the 559,397 PIOs issued, 186,465 have a contractual term of 5 years, while the remaining 372,932 have a contractual term of 2 years. Aside from the contractual terms, the Inducement PIOs have substantially the same terms as the Existing PIOs. Â On July 11, 2024, the Company consummated the transaction contemplated by the Inducement Letters upon unanimous written consent of the Board of Directors (the â€œWarrant Inducementâ€). The Company received aggregate net proceeds of approximately $0.9 million from the Warrant Inducement, after deducting placement agent fees and other offering expenses payable by the Company. Â The Company agreed to file a registration statement covering the resale of the Inducement PIO Shares issued or issuable upon the exercise of the Inducement PIOs (the â€œResale Registration Statementâ€) within 30 days after the date of the Inducement Letter and to use commercially reasonable efforts to cause such Resale Registration Statement to be declared effective by the SEC within 60 days following the date of the Inducement Letter (or within 90 days following the date of the Inducement Letter in the case of full review of the Resale Registration Statement by the SEC). Â The Company engaged H.C. Wainwright & Co., LLC (â€œWainwrightâ€) to act as its exclusive placement agent in connection with the transactions summarized herein and paid Wainwright a cash fee equal to 7.5% of the gross proceeds received form the exercise of the Existing PIOs as well as a management fee equal to 1.0% of the gross proceeds from the exercise of the Existing PIOs. The Company also agreed to reimburse Wainwright for its expenses in connection with the exercise of the Existing PIOs and the issuance of the Inducement PIOS, up to $50,000 for fees and expenses of legal counsel and other out-of-pocket expenses and paid Wainwright for non-accountable expenses in the amount of $35,000. The Company also issued to Wainwright or its designees warrants (the â€œPlacement Agent Warrantsâ€), and as such shares of common stock issuable thereunder, (the â€œPlacement Agent Warrant Sharesâ€) to purchase (i) 13,054 shares of common stock which have the same terms as the Inducement PIOs except for an exercise price equal to $7.50 per share and a term of five (5) years following the date of stockholder approval and (ii) upon any exercise for cash of the Inducement PIOs, 7.5% of the aggregate exercise price and that number of shares of common stock equal to 7.0% of the aggregate number of such shares of common stock underlying the Inducement PIOs that have not been exercised, which will have substantially the same terms as the Placement Agent Warrants. Â The Company evaluated the terms of the Inducement PIOs and the Wainwright Inducement Warrants (collectively, the â€œAugust 2023 Inducement Warrantsâ€), and determined that they should be classified as equity instruments based upon accounting guidance provided in ASC 480 and ASC 815-40. Â The Warrant Inducement, which resulted in the lowering of the exercise price of the Existing PIOs and the issuance of the Inducement PIOs, is considered a modification of the Existing PIOs under the guidance of Accounting Standards Update (â€œASUâ€) No. 2021-04, Issuerâ€™s Accounting for Certain Modifications or Exchanges of Equity Classified Written Call Options. The modification is consistent with the â€œEquity Issuanceâ€ classification under that guidance as the reason for the modification was to induce the holders of the Existing PIOs to cash exercise their warrants, resulting in the imminent exercise of the Existing PIOs, which raised equity capital and generated net proceeds for the Company of approximately $0.9 million. As the Existing PIOs and the Inducement PIOs were classified as equity instruments before and after the exchange, and as the exchange is directly attributable to an equity offering, the Company recognized the effect of the modification of approximately $1.9 million as an equity issuance cost.Â In addition, the change in fair value of the contingent warrant liability associated with 3,729 of the August 2022 Contingent Warrants and 7,459 of the August 2023 Contingent Warrants was decreased to $0 upon the agreement with Wainwright that all prior contingent warrants were no longer issuable or due upon the Warrant Inducement Transaction. The fair value of the contingent warrant liability of approximately $2,700 was derecognized as of the settlement date, with the corresponding amount, representing the fair value of the Wainwright Inducement Warrants, was recognized as additional paid-in capital. Â The Company evaluated the terms of the 39,158 Inducement Contingent Warrants (equivalent to 7.0% of the aggregate number of such shares of common stock underlying the Inducement PIOs that have not been exercised), which are issuable upon a future inducement, and determined that they should be classified as a liability based upon accounting guidance provided in ASC 815-40. Since the Inducement Contingent Warrants are a form of compensation to Wainwright, the Company recorded the value of the liability of approximately $158,000 as a reduction of additional paid in capital, with subsequent changes in the value of the liability recorded in other income (expense) in the accompanying condensed statements of operations. Â August 2023 Inducement Â On July 31, 2023, the Company entered into a common stock preferred investment option exercise inducement letter (the â€œInducement Letterâ€) with a certain holder of existing preferred investment options to purchase shares of the Companyâ€™s common stock at the original exercise price of $101.84 per share, issued on August 11, 2022 (the â€œExisting PIOsâ€). Pursuant to the Inducement Letter, the Holder agreed to exercise for cash its Existing PIOs to purchase an aggregate of 62,155 shares of the Companyâ€™s common stock (the â€œInducement PIO Sharesâ€), at a reduced exercise price of $43.6 per share, in exchange for the Companyâ€™s agreement to issue new PIOs (the â€œInducement PIOsâ€) to purchase up to 124,311 shares of the Companyâ€™s common stock. The Inducement PIOs have substantially the same terms as the Existing PIOs. Â On August 2, 2023, the Company consummated the transactions contemplated by the Inducement Letter (the â€œWarrant Inducementâ€). The Company received aggregate net proceeds of approximately $2.3 million from the Warrant Inducement, after deducing placement agent fees and other offering expenses payable by the Company. Â Upon close of the transaction, the Company issued the Holder 39,375 of the 62,155 shares of common stock that were issuable upon exercise of the Existing PIOs. Due to the beneficial ownership limitation provisions in the Inducement Letter, the remaining 22,780 shares were initially unissued, and held in abeyance for the benefit of the Holder until notice from the Holder that the shares may be issued in compliance with such limitation is received. These shares were issued to the Holder in October 2023. Â The Company agreed to file a registration statement covering the resale of the Inducement PIO Shares issued or issuable upon the exercise of the Inducement PIOs, as soon as practicable, and to use commercially reasonable efforts to have such Resale Registration Statement declared effective by the SEC within 90 days following the date of the Inducement Letter, and to keep the Resale Registration Statement effective at all times until there are no Inducement PIO Shares. The provision to register the underlying shares in the Warrant Inducement does not require payment related to the registration rights provided. As such, while the shares were not registered within 90 days of the date of the Inducement Letter, there is no accounting impact for this provision. Â The Company engaged Wainwright to act as its placement agent in connection with the Warrant Inducement and paid Wainwright a cash fee equal to 7.5% of the gross proceeds received from the exercise of the Existing PIOs as well as a management fee equal to 1.0% of the gross proceeds from the exercise of the Existing PIOs. The Company also agreed to reimburse Wainwright for its expenses in connection with the exercise of the Existing PIOs and the issuance of the Inducement PIOs, up to $50,000 for fees and expenses of legal counsel and other out-of-pocket expenses and agreed to pay Wainwright for non-accountable expenses in the amount of $35,000. In addition, the exercise for cash of the Existing PIOs triggered the issuance to Wainwright or its designees, warrants to purchase 3,729 shares of common stock (â€œWainwright Inducement Warrantsâ€), which were issuable in accordance with the terms of the August Contingent Warrants, and have the same terms as the Inducement PIOs except for an exercise price equal to $54.50 per share. The Company also agreed to issue warrants to Wainwright upon any exercise for cash of the Inducement PIOs, that number of shares of common stock equal to 6.0% of the aggregate number of such shares of common stock underlying the Inducement PIOs that have been exercised, also with an exercise price of $1.3625 (the â€œInducement Contingent Warrantsâ€). The maximum number of Inducement Contingent Warrants issuable under this provision is 7,459. Â The Company evaluated the terms of the Inducement PIOs and the Wainwright Inducement Warrants (collectively, the â€œAugust 2023 Inducement Warrantsâ€), and determined that they should be classified as equity instruments based upon accounting guidance provided in ASC 480 and ASC 815-40. The Company also evaluated the unissued shares held in abeyance, which represent a prepaid forward contract, and determined that it is an equity instrument based on the guidance provided in ASC 480 and ASC 815-40.Â The Warrant Inducement, which resulted in the lowering of the exercise price of the Existing PIOs and the issuance of the Inducement PIOs, is considered a modification of the Existing PIOs under the guidance of Accounting Standards Update (â€œASUâ€) No. 2021-04, Issuerâ€™s Accounting for Certain Modifications or Exchanges of Equity Classified Written Call Options. The modification is consistent with the â€œEquity Issuanceâ€ classification under that guidance as the reason for the modification was to induce the holders of the Existing PIOs to cash exercise their warrants, resulting in the imminent exercise of the Existing PIOs, which raised equity capital and generated net proceeds for the Company of approximately $2.3 million. As the Existing PIOs and the Inducement PIOs were classified as equity instruments before and after the exchange, and as the exchange is directly attributable to an equity offering, the Company recognized the effect of the modification of approximately $2.6 million as an equity issuance cost. Â In addition, the change in fair value of the contingent warrant liability associated with 3,729 of the August Contingent Warrants that were settled through issuance of the Wainwright Inducement Warrants, of approximately $122,000, was recognized in other income(expense) in the accompanying condensed statements of operations, and the fair value of the contingent warrant liability of approximately $129,000 was derecognized as of the settlement date. The corresponding amount, representing the fair value of the Wainwright Inducement Warrants, was recognized as additional paid in capital. Â The Company evaluated the terms of the Inducement Contingent Warrants and determined that they should be classified as a liability based upon accounting guidance provided in ASC 815-40. Since the Inducement Contingent Warrants are a form of compensation to Wainwright, the Company recorded the value of the liability of approximately $26,000 as a reduction of additional paid in capital, with subsequent changes in the value of the liability recorded in other income (expense) in the accompanying condensed statements of operations. Â Treasury Stock Â On November 10, 2022, the Board approved a stock repurchase program (the â€œRepurchase Programâ€) to allow the Company to repurchase up to 125,000 shares of common stock with a maximum price of $1.00 per share, with discretion to management to make purchases subject to market conditions. On November 18, 2022, the Board approved an increase to the maximum price to $2.00 per share. There was no expiration date for this program and prices are not adjusted for the reverse stock split to comply with the program. Â There were no repurchases of common stock during the three and nine months ended September 30, 2024. During the three and nine months ended September 30, 2023, the Company repurchased 0 and 1,441 shares of common stock, respectively, for an aggregate of approximately $0 and $59,000, respectively, at an average price of $40.80 (adjusted on a post-reverse stock split basis). Shares that are repurchased are classified as treasury stock pending future use and reduce the number of shares outstanding used in calculating earnings per share. As of September 30, 2024, there were approximately 112,000 shares remaining for repurchase under the Repurchase Program. Â On November 13, 2024, the Board terminated the Repurchase Program. Â At the Market Offering Agreement Â On March 29, 2023, the Company entered into an At The Market Offering Agreement (the â€œATM Agreementâ€) with H.C. Wainwright & Co., LLC, as sales agent (the â€œAgentâ€), to create an at-the-market equity program under which it may sell up to $3,900,000 of shares of the Companyâ€™s common stock (the â€œSharesâ€) from time to time through the Agent (the â€œATM Offeringâ€). Under the ATM Agreement, the Agent will be entitled to a commission at a fixed rate of 3.0% of the gross proceeds from each sale of Shares under the ATM Agreement. The Company has no obligation to sell, and the Agent is not obligated to buy or sell, any of the Shares under the Agreement and may at any time suspend offers under the Agreement or terminate the Agreement. The ATM Offering will terminate upon theÂ termination of the ATM Agreement as permitted therein.Â Â Deferred offering costs associated with the ATM Agreement are reclassified to additional paid in capital on a pro-rata basis when the Company completes offerings under the ATM Agreement. Any remaining deferred costs will be expensed to the statements of operations should the planned offering be abandoned. Â As of September 30, 2024, no shares have been sold under the ATM Offering, and the Company has recorded approximately $0.3 million of deferred offering costs in its condensed consolidated balance sheets at both September 30, 2024 and December 31, 2023. Â Warrants Â The following summarizes the Companyâ€™s outstanding warrants, excluding contingent warrants issuable upon exercise of the outstanding warrants issued in the August 2022 and August 2023 offerings, as of September 30, 2024: Â Â Â Number ofÂ Â ExerciseÂ Â Expiration DescriptionÂ SharesÂ Â PriceÂ Â Date April 2022 Offering Placement Agent WarrantsÂ Â 1,771Â Â $338.75Â Â 4/19/2026 August 2022 Offering Placement Agent WarrantsÂ Â 5,524Â Â Â 135.75Â Â 8/11/2027 August 2023 Offering Placement Agent WarrantsÂ Â 3,729Â Â Â 54.50Â Â 8/2/2027 July 2024 Offering Placement WarrantsÂ Â 186,465Â Â Â 6.00Â Â 7/12/2029 July 2024 Offering Placement WarrantsÂ Â 372,932Â Â Â 6.00Â Â 7/12/2026 July 2024 Offering Placement Agent WarrantsÂ Â 13,054Â Â Â 7.50Â Â 7/12/2029 Total warrants outstandingÂ Â 583,475Â Â Â 9.10Â Â Â Â As of

September 30, 2024, the Company had outstanding warrants, which are exercisable into 583,475 shares of common stock. The shares of common stock underlying the warrants outstanding had a fair value of $5.20 per share, based on the closing trading price on September 30, 2024. Â Additionally, as of September 30, 2024, the fair value of contingent warrants issuable upon exercise of the July 2024 Inducement PIOs was approximately $125,000, which is included in contingent warrant liability in the accompanying condensed consolidated balance sheets. As of December 31, 2023, the fair value of contingent warrants issuable upon exercise of the August 2022 private placement and August 2023 inducement warrants was approximately $3,000, which is included in the contingent warrant liability in the accompanying condensed consolidated balance sheets. Upon the PIO inducement in July 2024, the August 2022 and August 2023 contingent warrants were settled and replaced for no consideration. The maximum number of warrants issuable upon settlement of the contingent warrants was 39,158 and 11,188 as of September, 2024 and December 31, 2023, respectively. Â Â Onconetix Equity Incentive Plans Â The Companyâ€™s 2019 Equity Incentive Plan (the â€œ2019 Planâ€) was adopted by its board of directors and by its stockholders on July 1, 2019. On February 23, 2022 the Companyâ€™s board of directors adopted the Companyâ€™s 2022 Equity Incentive Plan (the â€œ2022 Planâ€), which is the successor and continuation of the Companyâ€™s 2019 Plan. Under the 2022 Plan, the Company may grant stock options, restricted stock, restricted stock units, stock appreciation rights, and other forms of awards to employees, directors, and consultants of the Company. In May 2023, the number of shares of common stock reserved for issuance under the 2022 Plan was increased to 78,750, and in September 2024, the number of shares of common stock reserved for issuance under the 2022 Plan was increased to 1,450,000. Stock-based awards granted during the nine months ended September 30, 2024 and 2023 were all granted under the 2022 Plan. As of September 30, 2024, there are 1,403,116 shares available for issuance under the 2022 Plan.Â Stock Options Â The following summarizes activity related to the Companyâ€™s stock options under the 2019 Plan and the 2022 Plan for the nine months ended September 30, 2024: Â Â Â Â Â Â Â Â Â WeightedÂ Â Â Â Â Â Â Â Â AverageÂ Â Â Â Â Â WeightedÂ Â RemainingÂ Â Â Â Â Â AverageÂ Â ContractualÂ Â Â NumberÂ ofÂ Â ExerciseÂ Â LifeÂ Â Â SharesÂ Â PriceÂ Â (in years)Â Outstanding as of December 31, 2023Â Â 47,619Â Â $65.20Â Â Â 8.4Â GrantedÂ Â â€”Â Â Â â€”Â Â Â â€”Â Forfeited / cancelledÂ Â (33,539)Â Â $ 28.35Â Â Â â€”Â ExercisedÂ Â (406)Â Â 0.50Â Â Â â€”Â Outstanding as of September 30, 2024Â Â 13,674Â Â Â 156.96Â Â Â 8.1Â Options vested and exercisable as of September 30, 2024Â Â 8,633Â Â $194.63Â Â Â 7.9Â Â There were no stock options granted during the nine months ended September 30, 2024. The fair value of options granted during the nine months ended September 30, 2023 was estimated using the following assumptions: Â Â Â For the Nine Months Ended September 30, Â Â 2023 Exercise priceÂ $42.00Â â€”Â 51.60 Term (years)Â 5.00Â â€”Â 10.00 Expected stock price volatilityÂ 113.1%Â â€”Â 119.5% Risk-free rate of interestÂ 3.5%Â â€”Â 3.6% Â The weighted average grant date fair value of stock options granted during the nine months ended September 30, 2023 was $43.20. The aggregate fair value of stock options that vested during the three and nine months ended September 30, 2024 was approximately $53,000 and $220,000, respectively. The aggregate fair value of stock options that vested during the three and nine months ended September 30, 2023 was approximately $137,000Â and $616,000, respectively.Â Restricted Stock Â On May 9, 2023, the Boardâ€™s Compensation Committee approved the issuance of restricted stock, granted under the Companyâ€™s 2022 Plan, to the Companyâ€™s executive officers, employees, and certain of the Companyâ€™s consultants. The restricted shares granted totaled 12,188, of which 3,750, 1,875, and 3,750 were granted to the Companyâ€™s former CEO, former CFO, and former CBO, respectively. All of the restricted shares granted vest as follows: 50% in January 2024, 25% in August 2024, and 25% in August 2025. In addition, on May 31, 2023, the Boardâ€™s Compensation Committee approved the issuance of 636 shares of restricted stock, granted to the Companyâ€™s non-executive Board members, with full vesting on May 31, 2024. On February 14, 2024, in connection with the appointment of a non-executive Board member, the Company issued 78 shares of restricted stock, which vested in full on June 14, 2024.Â Furthermore, on September 26, 2024, the Company issued its Board members a total of 16,590 restricted stock, with full vesting August 31, 2025. Â The following summarizes activity related to the Companyâ€™s restricted stock awards granted under the 2022 Plan for the nine months ended September 30, 2024: Â Â Â Â Â Â Â WeightedÂ Â Â Â Â Â AverageÂ Â Â Number ofÂ Â Grant DateÂ Â Â SharesÂ Â Fair ValueÂ Nonvested as of December 31, 2023Â Â 6,414Â Â $41.20Â GrantedÂ Â 16,668Â Â Â 3.38Â VestedÂ Â (4,852)Â Â $ 39.59Â ForfeitedÂ Â (313)Â Â 41.00Â Nonvested as of September 30, 2024Â Â 17,917Â Â $6.15Â Â Â Proteomedix Stock Option Plan Â Proteomedix sponsors a stock option plan (the â€œPMX Option Planâ€) which provides common stock option grants to be granted to certain employees and consultants, as was determined by the board of directors of Proteomedix. In connection with the PMX Transaction, the Company assumed the PMX Option Plan (see Note 5). Â Generally, options issued under the PMX Option Plan have a term of not more than 11 years and provide for a four-year vesting period. Stock options issued under the PMX Option Plan are measured at fair value using the Black-Scholes option pricing model. Â On April 16, 2024, the board of directors of Proteomedix approved a two-year extension of 12,257 vested stock options that were set to expire in April 2024. The extended expiration date for these options is April 18, 2026. The Company recorded approximately $18,000 of expense associated with this modification during the nine months ended September 30, 2024. Â There was no other activity under the PMX Option Plan for the three and nine months ended September 30, 2024. As of September 30, 2024, there were 58,172 stock options outstanding, with a weighted average exercise price of $3.46, and a weighted average remaining contractual life of 5.04 years. As of September 30, 2024, there were 57,997 stock options vested and exercisable at a weighted average exercise price of $3.14 and a weighted average remaining contractual life of 4.97 years.Â Stock-Based Compensation Â Stock-based compensation expense related to stock options and restricted stock, for the three and nine months ended September 30, 2024 and 2023 was as follows: Â Â Â For the Three Months Ended September 30,Â Â For the Nine Months Ended September 30,Â Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Selling, general and administrativeÂ $45,634Â Â $89,832Â Â $142,082Â Â $362,191Â Research and developmentÂ Â â€”Â Â Â 15,570Â Â Â (44,573)Â Â $ 201,570Â TotalÂ $45,634Â Â $105,402Â Â $97,509Â Â $563,761Â Â During the nine months ended September 30, 2024, in connection with the termination of three Company employees, outstanding stock options and restricted stock awards to these individuals were modified to allow continued vesting during the term of their respective new consulting agreements. The Company recognized a net credit of approximately $58,000 to stock-based compensation expense as a result of these modifications, primarily due to the decrease in the Companyâ€™s stock price. 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 28 R17.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and Contingencies 9 Months Ended Sep. 30, 2024 Commitments and Contingencies [Abstract] Â Commitments and Contingencies NoteÂ 10 â€”Â Commitments and Contingencies Â Office Leases Â Proteomedix leases office and lab space in Zurich Switzerland. On April 1, 2024, the original lease was amended to add additional office and laboratory space. The lease amendment was accounted for as a separate lease, resulting in an additional right-of-use asset and lease liability of approximately $88,000. The lease, as amended, requires payments of approximately $32,000 for the remainder of 2024,Â and $129,000 for the year ended December 31, 2025. Â The Company entered into a short-term lease in Palm Beach, Florida with an unrelated party, with a commencement date of May 1, 2022, for approximately $14,000 per month. The lease, which was personally guaranteed by the Companyâ€™s former CEO, ended on April 30, 2023. During the nine months ended September 30, 2023, the Company incurred rent expense on this lease of approximately $51,000, and variable lease expense of approximately $4,000. Â Litigation Â From time to time, the Company may be subject to various legal proceedings and claims that arise in the ordinary course of its business activities. As of September 30, 2024, the Company is not a party to any material legal proceedings and is not aware of any pending or threatened claims. However, as discussed in Note 5, on DecemberÂ 21, 2023, the Company filed a notice with the Bankruptcy Court terminating the WraSer APA and the WraSer MSA, after having determined that a Material Adverse Effect had occurred. WraSer has advised the Company that it does not believe that a Material Adverse Effect occurred, and they recently filed a plan of reorganization that indicates it may seek damages from the Company due to the termination of the WraSer APA and WraSer MSA. Â Registration Rights Agreements Â In connection with private placements consummated in April 2022 and August 2022, the Company entered into Registration Rights Agreements with the purchasers. Upon the occurrence of any Event (as defined in each Registration Rights Agreement), which, among others, prohibits the purchasers from reselling the securities for more than ten consecutive calendar days or more than an aggregate of fifteen calendar days during any 12-month period, and should the registration statement cease to remain continuously effective, the Company would be obligated to pay to each purchaser, on each monthly anniversary of each such Event, an amount in cash, as partial liquidated damages and not as a penalty, equal to the product of 2.0% multiplied by the aggregate subscription amount paid by such purchaser in the private placements. As of September 30, 2024, and as a result of the consummation of the remaining warrants associated with the April 2022 and August 2022 private placements, the Company has no further obligations pertaining to the Registration Rights Agreements.Â Indemnification Â In the normal course of business, the Company enters into contracts and agreements that contain a variety of representations and warranties and provide for general indemnifications. The Companyâ€™s exposure under these agreements is unknown because it involves claims that may be made against the Company in the future but have not yet been made. To date, the Company has not been required to defend any action related to its indemnification obligations. However, during the third quarter of 2023, the Company received a claim from its former CEO and a former accounting employee requesting advancement of certain expenses. The Company recorded approximately $209,000 in related expenses during the year ended December 31, 2023, of which approximately $159,000 was paid through reduction of the outstanding related party receivable due from the former CEO (see Note 11). The Company recorded a related accrual of approximately $50,000, which was included in accrued expenses at December 31, 2023, and which was paid during 2024, and accordingly there is no related accrual as of September 30, 2024. The maximum potential amount of future payments the Company could be required to make under these indemnification agreements isÂ notÂ estimableÂ at this time. 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 29 R18.htm IDEA: XBRL DOCUMENT v3.24.3 Related Party Transactions 9 Months Ended Sep. 30, 2024 Related Party Transactions [Abstract] Â Related Party Transactions NoteÂ 11 â€”Â Related Party Transactions Â Â During 2022 the Company entered into a lease agreement that was personally guaranteed by the Companyâ€™s former CEO. The lease expired on April 30, 2023 (see Note 9). Â Â During the year ended December 31, 2023, the Companyâ€™s Audit Committee completed a review of the Companyâ€™s expenses due to certain irregularities identified with regards to the related party balance. Based on the results of the review, it was determined that the Company paid and recorded within selling, general and administrative expenses, personal expenditures of the Companyâ€™s former CEO and an accounting employee who was also the former CEOâ€™s assistant, during 2022 and during the first three quarters of 2023. The Company evaluated the receivable, which was approximately $363,000, after recording a recovery of approximately $159,000, and which represented the total of the items identified as personal in nature for which the Company did not anticipate recovery from the related party. During 2023, the Company recorded a corresponding reserve for the full amount, resulting in a net related party receivable balance of $0 as of September 30, 2024 and December 31, 2023. Â On December 18, 2023, the Company entered into the Subscription Agreement with the PMX Investor, a 5% stockholder of the Company as of September 30, 2024 (see Note 8). During the nine months ended September 30, 2024, the Company issued a non-convertible debenture in the principal amount of $5.0 million to the PMX Investor, in connection with the Subscription Agreement and has settled the principal and accrued interest through the issuance of shares (see Notes 7 and 8). Â On February 6, 2024, the Company appointed Thomas Meier, PhD, as a member of the Companyâ€™s board of directors. Dr. Meier provides consulting services to Proteomedix, through a consulting agreement that was effective January 4, 2024. The Company recorded approximately $19,000 and $54,000 in related expenses during the three and nine months ended September 30, 2024, of which approximately $19,000 is included in accounts payable in the accompanying condensed consolidated balance sheets as of September 30, 2024. X - ReferencesNo definition available. + Details Name: us-gaap_RelatedPartyTransactionsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for related party transactions. Examples of related party transactions include transactions between (a) a parent company and its subsidiary; (b) subsidiaries of a common parent; (c) and entity and its principal owners; and (d) affiliates. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI

https://asc.fasb.org/1943274/2147480990/946-20-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-5Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-6Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 235 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -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 (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477968/946-235-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1Reference 7: 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)(g)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 8: 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)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 9: 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)(e)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/850/tableOfContentReference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-6Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 850 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483326/850-10-50-1 + Details Name: us-gaap_RelatedPartyTransactionsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 30 R19.htm IDEA: XBRL DOCUMENT v3.24.3 Income Taxes 9 Months Ended Sep. 30, 2024 Income Taxes [Abstract] Â Income Taxes NoteÂ 12 â€”Â Income Taxes Â The Companyâ€™s tax provision for interim periods is determined using an estimate of the annual effective tax rate, adjusted for discrete items arising in that quarter. In each quarter, management updates the estimate of the annual effective tax rate, and any changes are recorded in a cumulative adjustment in that quarter. The quarterly tax provision and quarterly estimate of the annual effective tax rate are subject to significant volatility due to several factors, including managementâ€™s ability to accurately predict the portion of income (loss) before income taxes in multiple jurisdictions, and the effects of acquisitions and the integration of those acquisitions.Â Â For the three and nine months ended September 30, 2024, the Company recorded an income tax benefit of approximately $56,000 and $127,000, respectively. This tax benefit was related to the Companyâ€™s deferred foreign taxes resulting from the Proteomedix acquisition and yielded an effective tax rate of 13.0% for Proteomedix for the nine months ended September 30, 2024. There was no income tax provision or benefit recorded for the three and nine months ended September 30, 2023. Â The Company has incurred net operating losses for all of the periods presented and has not reflected any benefit in the accompanying condensed consolidated financial statements for its U.S. net operating loss carryforwards and only a partial benefit for its Swiss net operating loss carryforwards due to uncertainty around utilizing these tax attributes within their respective carryforward periods. The Company has recorded a full valuation allowance against its U.S. deferred tax assets as it is not more likely than not that such assets will be realized in the near future. During 2023, the Company recognized a foreign deferred tax liability related to the acquisition of Proteomedix (see Note 5). A partial valuation allowance has been recognized against the Companyâ€™s Swiss deferred tax assets that are not more likely than not expected to be realizable. Â The Companyâ€™s policy is to recognize interest expense and penalties related to income tax as income tax expense. For the three and nine months ended September 30, 2024 and 2023, the Company has not recognized any interest or penalties related to income taxes. X - DefinitionThe entire disclosure for income tax. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12C -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12CReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12BReference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 270 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477891/740-270-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.5.Q1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480990/946-20-50-13Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/740/tableOfContentReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 14 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-14Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-21Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-17Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 11.C) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482603/740-30-50-2 + Details Name: us-gaap_IncomeTaxDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na 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 XML 31 R20.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share 9 Months Ended Sep. 30, 2024 Net Loss Per Share [Abstract] Â Net Loss Per Share NoteÂ 13 â€”Â Net Loss Per Share Â Basic net loss per share is computed by dividing the net income or loss applicable to common shares by the weighted average number of common shares outstanding during the period. The weighted average number of shares of common stock outstanding includes pre-funded warrants because their exercise requires only nominal consideration for delivery of shares; it does not include any potentially dilutive securities or any unvested restricted shares of common stock. Certain restricted shares, although classified as issued and outstanding at September 30, 2024, are considered contingently returnable until the restrictions lapse and will not be included in the basic net loss per share calculation until the shares are vested. Unvested shares of the Companyâ€™s restricted stock do not contain non-forfeitable rights to dividends and dividend equivalents. Diluted earnings per share is computed using the weighted average number of common shares and, if dilutive, potential common shares outstanding during the period. Potential common shares consist of the Companyâ€™s warrants, options, and restricted shares. Diluted net loss per share is computed by giving effect to all potential shares of common stock, including warrants, stock options, and unvested restricted shares, to the extent they are dilutive. Â The two-class method is used to determine earnings per share based on participation rights of participating securities in any undistributed earnings. Each share of preferred stock that includes rights to participate in distributed earnings is considered a participating security and the Company uses the two-class method to calculate net income available to the Companyâ€™s common stockholders per common shareÂ â€”Â basic and diluted. Â The following securities were excluded from the computation of diluted shares outstanding due to the losses incurred in the periods presented, as they would have had an anti-dilutive impact on the Companyâ€™s net loss: Â Â Â Three and Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Options to purchase shares of common stockÂ Â 13,674Â Â Â 34,471Â WarrantsÂ Â 583,475Â Â Â 197,491Â Unvested shares of restricted stockÂ Â 17,917Â Â Â 8,602Â TotalÂ Â 615,066Â Â Â 240,564Â 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 32 R21.htm IDEA: XBRL DOCUMENT v3.24.3 Defined Benefit Plan 9 Months Ended Sep. 30, 2024 Defined Benefit Plan [Abstract] Â Defined Benefit Plan Note 14 â€” Defined Benefit Plan Â Proteomedix sponsors a defined benefit pension plan (the â€œSwiss Planâ€) covering certain eligible employees. The Swiss Plan provides retirement benefits based on years of service and compensation levels. Â The following significant actuarial assumptions were used in calculating the benefit obligation and the net periodic benefit cost as of September 30, 2024 and December 31, 2023: Â Â Â September 30, 2024Â Â DecemberÂ 31, 2023Â Discount rateÂ Â 1.00%Â Â 1.45% Expected long-term rate of return on plan assetsÂ Â 1.00%Â Â 1.45% Rate of compensation increaseÂ Â 3.30%Â Â 3.00% Â Changes in these assumptions may have a material impact on the planâ€™s obligations and costs. Â The components of net periodic benefit cost for the three and nine months ended September 30, 2024, which is included within selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss, are as follows: Â Â Â For The Three Months Ended September 30, 2024Â Â For the Nine Months Ended September 30, 2024Â Service costÂ $24,912Â Â $73,356Â Interest costÂ Â 7,638Â Â Â 22,489Â Expected return on plan assetsÂ Â 5,606Â Â Â (17,480) Amortization of net (gain)Â Â 3,686Â Â Â (11,491) TotalÂ $41,842Â Â $66,874Â During the three and nine months ended September 30, 2024, the Company made pension contributions of approximately $23,000 and $66,000, respectively. X - ReferencesNo definition available. + Details Name: us-gaap_DefinedBenefitPlanAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for defined benefit plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 912 -SubTopic 715 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477317/912-715-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/715-20/tableOfContent + Details Name: us-gaap_DefinedBenefitPlanTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 33 R22.htm IDEA: XBRL DOCUMENT v3.24.3 Subsequent Events 9 Months Ended Sep. 30, 2024 Subsequent Events [Abstract] Â Subsequent Events NoteÂ 15 â€”Â Subsequent EventsÂ Â Series C Convertible Preferred Sock Â On October 1, 2024, the Board of Directors authorized the Company to create a series of 10,000 shares of preferred stock designated as â€œSeries C Convertible Preferred Stockâ€, with a par value of $0.00001, pursuant to the certificate of designations. At any time after the initial issuance date of Series C convertible Preferred Stock, each Preferred Share shall be convertible into validly issued, fully paid and non-assessable shares of Common Stock. The holders of Series C Preferred Stock are entitled to dividends, on an as-if converted basis, equal to and in the same form as dividends actually paid on shares of Common Stock, when and if actually paid. In addition, from and after the occurrence and during the continuance of any Triggering Event, dividends (â€œDefault Dividendsâ€) will accrue on the Stated Value of each Preferred Share at a rate of fifteen percent (15.0%) (the â€œDefault Rateâ€) per annum. Each holder is entitled to convert any portion of the outstanding Preferred Shares held by such holder into validly issued, fully paid and non-assessable Conversion shares at the Conversion Rate, which can be determined by dividing (x) the Conversion Amount of such Preferred Share by (y) the Conversion Price, $4.5056, subject to adjustment as provided in the Certificate of Designations.Â After the Stockholder Approval Date, if a Triggering Event occurs and is continuing at any time after the earlier of the holdersâ€™ receipt of a Triggering Event Notice and such holder becoming aware of such Triggering Event (such earlier date, the â€œAlternate Conversion Right Commencement Dateâ€) and ending on the twentieth (20th) Trading Day after the later of (x) the date of such Triggering Event is cured and (y) such holderâ€™s receipt of a Triggering Event Notice (such ending date, the â€œAlternate Conversion Right Expiration Dateâ€), and each such period, an â€œAlternate Conversion Right Periodâ€), such holder may, at such holderâ€™s option, by delivery of a Conversion Notice to the Company (the date of any such Conversion Notice, each an â€œAlternate Conversion Dateâ€), convert all, or any number of Preferred Shares held by such holder into shares of Common Stock at the Alternate Conversion Price (each, an â€œAlternate Conversionâ€). Alternate Conversion Price means, with respect to any Alternate Conversion that price will be the lowest of (i) the applicable Conversion Price as in effect on the applicable Conversion Date of the applicable Alternate Conversion, and (ii) the greater of (x) the Floor Price and (y) 80% of the lowest VWAP of the Common Stock during the five (5) consecutive Trading Day period ending and including the Trading Day immediately preceding the delivery or deemed delivery of the applicable Conversion Notice (such period, the â€œAlternate Conversion Measuring Periodâ€). Â At any time, the Company has the right to redeem in cash all, but not less than all, of the Preferred Shares then outstanding at a price (the â€œCompany Optional Redemption Priceâ€) equal to 125% of the greater of (i) the Conversion Amount being redeemed and (ii) the product of (1) the Conversion Rate with respect to the Conversion Amount being redeemed multiplied by (2) the greatest closing sale price of the Companyâ€™s Common Stock on any Trading Day during the period commencing on the date immediately preceding the date the Company notifies the holders of its elections to redeem and the date the Company makes the entire payment required. Upon the occurrence of a Bankruptcy Triggering Event, the Company will immediately redeem, in cash, each of the Preferred Shares then outstanding at a redemption price equal to the greater of (i) the product of (A) the Conversion Amount to be redeemed multiplied by (B) 125% and (ii) the product of (X) the Conversion Rate with respect to the Conversion Amount in effect immediately following the date of initial public announcement of such Bankruptcy Triggering Event multiplied by (y) the product of (1) 125% multiplied by (2) the greatest closing sale price of the Common Stock on any Trading Day during the period commencing on the date immediately preceding such Bankruptcy Triggering Event and ending on the date the Company pays the entire payment required. Â In no event may any Preferred Shares be converted (or Warrants be exercised) and shares of Common Stock be issued to any holder if after giving effect to the issuance of shares of Common Stock upon such conversion of the Preferred Shares (or exercise of the Warrants), the holder (together with its affiliates, if any) would beneficially own more than 4.99% of the outstanding shares of Common Stock, which we refer to herein as the â€œPIPE Blockerâ€. The PIPE Blocker may be raised or lowered to any percentage not in excess of 9.99% at the option of the applicable holder of the Preferred Shares (or Warrants), except that any raise will only be effective upon 61-daysâ€™ prior notice to the Company. Â Private Placement Â On October 2, 2024, the Company entered into, and sold, to six institutional investors (collectively, the â€œPIPE Investorsâ€), pursuant to the securities purchase agreement an aggregate of 3,499 shares of Series C convertible preferred stock, par value $0.00001 per share, which includes an issuance of 840 shares of Series C Preferred Stock to the lead investor in consideration for the PIPE Investorsâ€™ irrevocable commitment to purchase shares of the Series C Preferred Stock, and warrants to purchase 591,856 shares of Common Stock, (together, the â€œPIPE Securitiesâ€) for aggregate net cash proceeds to the Company of $1.9 million. The exercise price of the warrants is $4.38, and the warrants are exercisable six months after the issuance date and expire on the third anniversary of the initial exercisability date.Â ELOC Â On October 2, 2024, the Company entered into a Common Stock ELOC Purchase Agreement relating to a Committed Equity Facility with an institutional investor (the â€œELOC Purchaserâ€), whereby the Company may offer and sell, from time to time at its sole discretion, and whereby the ELOC Purchaser has committed to purchase, up to $25.0 million of the Companyâ€™s newly issued Common Stock, subject to certain limitations. Concurrently with entering into the ELOC Purchase Agreement, the Company also entered into a

registration rights agreement with the ELOC Purchaser, pursuant to which it agreed to provide the ELOC Purchaser with certain registration rights related to the shares issued under the ELOC Purchase Agreement (the â€œELOC Registration Rights Agreementâ€). In no event will the Company issue to the Purchaser under the ELOC Purchase Agreement more than 1,658,525 shares of Common Stock, representing 19.99% of the total number of shares of Common Stock outstanding immediately prior to the execution of the Common Stock Purchase Agreement (the â€œExchange Capâ€), unless (i) the Company obtains the approval of the issuance of such shares by its stockholders in accordance with the applicable stock exchange rules or (ii) sales of Common Stock are made at a price qual to or in excess of the lower of (A) the closing price immediately preceding the delivery of the applicable notice to the Purchaser and (B) the average of the closing prices of the Common Stock for the five business days immediately preceding the delivery of such notice, such that the sales of such Common Stock to the Purchaser would not count toward the Exchange Cap because they are â€œat marketâ€ under applicable stock exchange rules. Â The Company may not issue or sell any shares of Common Stock to the ELOC Purchaser under the Common Stock Purchase Agreement, if it would result in the ELOC Purchaser beneficially owning more than 4.99% of the outstanding shares of Common Stock (the â€œELOC Blockerâ€). The ELOC Blocker may be raised or lowered to any other percentage not in excess of 9.99% at the option of the ELOC Purchaser, except that any raise will only be effective upon 61 daysâ€™ prior notice to the Company. Â November Amended and Restated Forbearance Agreement with Veru Â On November 26, 2024, the Company entered into another Amended and Restated Forbearance Agreement with Veru (the â€œNovember Amended and Restated Forbearance Agreementâ€ or â€œNovember A&R Forbearance Agreementâ€), which amends and restates certain terms of the Amended and Restated Forbearance Agreement. Pursuant to the November A&R Forbearance Agreement, Veru agreed to waive the due date for payment of applicable Cash Receipt Payments (as such term is defined in the A&R Forbearance Agreement) generated in October 2024 until the Company receives funds of at least $97,000 pursuant to its equity line of credit facility with Keystone Capital Partners LLC. In exchange, the Company agreed to increase its payments to be made to Veru out of future financing and strategic transactions through June 30, 2025, from 20% to 25% of net proceeds generated from such transactions. All other terms of the A&R Forbearance Agreement with Veru remain the same. X - ReferencesNo definition available. + Details Name: us-gaap_SubsequentEventsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for significant events or transactions that occurred after the balance sheet date through the date the financial statements were issued or the date the financial statements were available to be issued. Examples include: the sale of a capital stock issue, purchase of a business, settlement of litigation, catastrophic loss, significant foreign exchange rate changes, loans to insiders or affiliates, and transactions not in the ordinary course of business. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/855/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 855 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483399/855-10-50-2 + Details Name: us-gaap_SubsequentEventsTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 34 R23.htm IDEA: XBRL DOCUMENT v3.24.3 Pay vs Performance Disclosure - USD ($) 3 Months Ended 9 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 Pay vs Performance Disclosure Â Â Â Â Â Â Â Â Â Net Income (Loss) $ (3,827,405) $ (14,306,704) $ (11,118,572) $ (5,346,908) $ (6,865,270) $ (2,846,644) $ (29,252,681) $ (15,058,822) X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 402 -Subsection v -Paragraph 1 + Details Name: ecd_PvpTable Namespace Prefix: ecd_ 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)) 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-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 XML 35 R24.htm IDEA: XBRL DOCUMENT v3.24.3 Insider Trading Arrangements 3 Months Ended Sep. 30, 2024 Trading Arrangements, by Individual Â Rule 10b5-1 Arrangement Adopted false Non-Rule 10b5-1 Arrangement Adopted false Rule 10b5-1 Arrangement Terminated false Non-Rule 10b5-1 Arrangement Terminated false 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 XML 36 R25.htm IDEA: XBRL DOCUMENT v3.24.3 Accounting Policies, by Policy (Policies) 9 Months Ended Sep. 30, 2024 Summary of Significant Accounting Policies [Abstract] Â Use of Estimates Use of EstimatesThe preparation of financial statements in conformity with U.S.Â 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 financial statements and the reported amounts of expenses during the reporting periods. The most significant estimates in the Companyâ€™s condensed consolidated financial statements relate to accounting for acquisitions, valuation of inventory, the useful life of the amortizable intangible assets, estimates of future cash flows used to evaluate impairment of intangible assets, assumptions related to the pension benefit obligation, assumptions related to the related party subscription agreement liability, assumption related to note payables, and accounting for income taxes. These estimates and assumptions are based on current facts, historical experience and various other factors believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities and the recording of expenses that are not readily apparent from other sources. Actual results may differ materially and adversely from these estimates. To the extent there are material differences between the estimates and actual results, the Companyâ€™s future results of operations will be affected. Segment Information Segment InformationÂ Operating segments are defined as components of an enterprise about which separate discrete information is available for evaluation by the chief operating decision maker (â€œCODMâ€), or decision-making group, in deciding how to allocate resources and in assessing performance. As of September 30, 2024 and December 31, 2023, the Company was operating in one segment: commercial. Managementâ€™s determination of its operating segments is consistent with the financial information regularly reviewed by the CODM for purposes of evaluating performance, allocating resources, setting incentive compensation targets, and planning and forecasting for future periods.Â Fair Value Measurements Fair Value MeasurementsFair value is defined as the price that would be received for sale of an asset or paid for transfer of a liability, in an orderly transaction between market participants at the measurement date. U.S. GAAP establishes a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). These tiers include: â—Level 1, defined as observable inputs such as quoted prices (unadjusted) for identical instruments in active markets; â—Level 2, defined as inputs other than quoted prices in active markets that are either directly or indirectly observable such as quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in markets that are not active; and â—Level 3, defined as unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions, such as valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable. In some circumstances, the inputs used to measure fair value might be categorized within different levels of the fair value hierarchy. In those instances, the fair value measurement is categorized in its entirety in the fair value hierarchy based on the lowest level input that is significant to the fair value measurement. Financial instruments, including cash, inventory, accounts receivable, accounts payable, accrued liabilities, operating lease liabilities, and notes payable are carried at cost, which management believes approximates fair value due to the short-term nature of these instruments.The fair value of the contingent warrant liability and the related party subscription agreement liability are valued using significant unobservable measures and other fair value inputs and are therefore classified as Level 3 financial instruments.The fair value of financial instruments measured on a recurring basis is as follows as of September 30, 2024 and December 31, 2023: Â Â As of September 30, 2024Â DescriptionÂ TotalÂ Â Level 1Â Â Level 2Â Â Level 3Â Liabilities:Â Â Â Â Â Â Â Â Â

recurringÂ basis as of September 30, 2024 and December 31, 2023.Â There were no transfers between levels during the periods presented.Â The following table summarizes the activity for the related party subscription agreement liability, using unobservable Level 3 inputs, for the nine months ended September 30, 2024: Â Â Subscription Agreement LiabilityÂ Balance at December 31, 2023Â $864,000Â Change in fair valueÂ Â 950,000Â Balance at September 30, 2024Â $1,814,000Â The following table summarizes the activity for the contingent warrant liability, using unobservable Level 3 inputs, for the nine months ended September 30, 2024: Â Â Contingent Warrant LiabilityÂ Balance at December 31, 2023Â $2,641Â Fair value upon issuanceÂ Â 157,720Â Change in fair valueÂ Â (35,730) Balance at September 30, 2024Â $124,631Â Revenue Recognition Revenue RecognitionThe following is a description of principal activities from which the Company generates its revenue:Development ServicesProteomedix provides a range of services to life sciences customers referred to as â€œDevelopment Servicesâ€ including testing for biomarker discovery, assay design and development. These Development Services are performed under individual statement of work (â€œSOWâ€) arrangements with specific deliverables defined by the customer. Development Services are generally performed on a time and materials basis. During the performance and through completion of the service to the customer in accordance with the SOW, the Company has the right to bill the customer for the agreed upon price and recognizes the Development Services revenue over the period estimated to complete the SOW. The Company generally identifies each SOW as a single performance obligation.Completion of the service and satisfaction of the performance obligation under a SOW is typically evidenced by access to the data or test made available to the customer or any other form or applicable manner of delivery defined in the SOW. However, for certain SOWs under which work is performed pursuant to the customerâ€™s highly customized specifications, the Company has the enforceable right to bill the customer for work completed, rather than upon completion of the SOW. For those SOWs, the Company recognizes revenue over a period of time during which the work is performed based on the expended efforts (inputs). As the performance obligation under the SOW is satisfied, any amounts earned as revenue and billed to the customer are included in accounts receivable.Product SalesThe Company derives revenue through sales of its products, which includes Proclarix, its diagnostic product, directly to end users, including laboratories, hospitals, and medical centers, and to distributors. During the nine months ended September 30, 2024, the majority of the Companyâ€™s product revenue was generated from sales of Proclarix assays to LabCorp for review and testing in connection with the Companyâ€™s license agreement with LabCorp (see Note 6). The Company considers customer purchase orders, which in some cases are governed by master sales agreements or standard terms and conditions, to be the contracts with a customer. For each contract, the Company considers the promise to transfer products, each of which is distinct, to be the identified performance obligations. In determining the transaction price, the Company evaluates whether the price is subject to refund or adjustment to determine the net consideration to which it expects to be entitled. The Company fulfills its performance obligation applicable to product sales once the product is transferred to the customer.Â During the three and nine months ended September 30, 2024, the Company recorded approximately $0.4 million and $1.8 million of revenue, respectively, generated by Proteomedix. Approximately $0.4 million and $1.7 million of revenue was generated from development services during the three and nine months ended September 30, 2024, respectively, and approximately $0.1 million of revenue was generated from Proclarix product sales during the nine months ended September 30, 2024. There was minimal revenue generated from Proclarix product sales during the three months ended September 30, 2024.The Companyâ€™s revenue was generated from the following geographic regions during the three months ended September 30, 2024:Â Â Â European UnionÂ Â Non-European UnionÂ Â United StatesÂ Development servicesÂ Â 100%Â Â -%Â Â -% Product salesÂ Â -%Â Â 100%Â Â -% The Companyâ€™s revenue was generated from the following geographic regions during the nine months ended September 30, 2024: Â Â European UnionÂ Â Non-European UnionÂ Â United StatesÂ Development servicesÂ Â 100%Â Â -%Â Â -% Product salesÂ Â -%Â Â 16%Â Â 84% The Company had the following customer concentrations for its revenue during the three and nine months ended September 30, 2024: Â Â For the Three Months Ended September 30, 2024Â Â For the Nine Months Ended September 30, 2024Â Â Â Development ServicesÂ Â Product SalesÂ Â Development ServicesÂ Â Product SalesÂ Customer AÂ Â 100%Â Â -%Â Â Â 100%Â Â -%Â Customer BÂ Â -%Â Â Â -%Â Â Â -%Â Â Â 84% Customer CÂ Â -%Â Â Â 100%Â Â -%Â Â Â 11% Any revenues earned but not yet billed to the customer as of the date of the condensed consolidated financial statements are recorded as contract assets and are included in prepaid expenses and other current assets in the accompanying condensed consolidated financial statements. The Company had no unbilled accounts receivable as of September 30, 2024 and an insignificant balance as of December 31, 2023. Amounts recorded in contract assets are reclassified to accounts receivable in our condensed consolidated financial statements when the customer is invoiced according to the billing schedule in the contract. Accounts receivable was approximately $98,000 and $150,000 as of September 30, 2024 and December 31, 2023, respectively.In relation to customer contracts, the Company incurs costs to fulfill a contract but does not incur costs to obtain a contract. These costs to fulfill a contract do not meet the criteria for capitalization and are expensed as incurred. New Accounting Pronouncements New Accounting PronouncementsThere was no new accounting pronouncements issued since the Companyâ€™s filing of the Annual Report on Form 10-K for the year ended December 31, 2023, which could have a significant effect on the accompanying condensed consolidated financial statements, except for the following:In November 2024, the FASB issuedÂ Accounting Standards Update No.Â 2024-03,Â Disaggregation of Income Statement Expenses. This guidance will require additional disclosures and disaggregation of certain costs and expenses presented on the face of the income statement. The amendments are effective for annual reporting periods beginning after December 15, 2026 and interim reporting period beginning after December 15, 2027 with early adoption permitted. The Company is currently evaluating the impact of this new guidance to our condensed consolidated financial statements. 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 fair value measurements of financial and non-financial assets, liabilities and instruments classified in shareholders' equity. Disclosures include, but are not limited to, how an entity that manages a group of financial assets and liabilities on the basis of its net exposure measures the fair value of those assets and liabilities. + ReferencesNo definition available. + Details Name: us-gaap_FairValueMeasurementPolicyPolicyTextBlock 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 revenue from contract with customer. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-19Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-18Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-18Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20Reference 9: http://www.xbrl.org/2003/role/exampleRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (e) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Topic 606 -Publisher FASB -URI https://asc.fasb.org/606/tableOfContent + Details Name: us-gaap_RevenueFromContractWithCustomerPolicyTextBlock 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 XML 37 R26.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies (Tables) 9 Months Ended Sep. 30, 2024 Summary of Significant Accounting Policies [Abstract] Â Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis The fair value of financial instruments measured on a recurring basis is as follows as of September 30, 2024 and December 31, 2023: Â Â As of September 30, 2024Â DescriptionÂ TotalÂ Â Level 1Â Â Level 2Â Â Level 3Â Liabilities:Â Â Â Â Â Â Â Â Â Â Â Â Contingent warrant liabilityÂ $124,631Â Â Â â€”Â Â Â â€”Â Â $124,631Â Subscription agreement liability â€“ related partyÂ $1,814,000Â Â Â â€”Â Â Â â€”Â Â $1,814,000Â TotalÂ $1,938,631Â Â $â€”Â Â $â€”Â Â $1,938,631Â Â Â As of December 31, 2023Â DescriptionÂ TotalÂ Â Level 1Â Â Level 2Â Â Level 3Â Liabilities:Â Â Â Â Â Â Â Â Â Â Â Â Contingent warrant liabilityÂ $2,641Â Â Â â€”Â Â Â â€”Â Â $2,641Â Subscription agreement liability â€“ related partyÂ $864,000Â Â Â â€”Â Â Â â€”Â Â $864,000Â TotalÂ $866,641Â Â $â€”Â Â $â€”Â Â $866,641Â Schedule of Activity for the Contingent Warrant Liability The following table summarizes the activity for the related party subscription agreement liability, using unobservable Level 3 inputs, for the nine months ended September 30, 2024: Â Â Subscription Agreement LiabilityÂ Balance at December 31, 2023Â $864,000Â Change in fair valueÂ Â 950,000Â Balance at September 30, 2024Â $1,814,000Â The following table summarizes the activity for the contingent warrant liability, using unobservable Level 3 inputs, for the nine months ended September 30, 2024: Â Â Contingent Warrant LiabilityÂ Balance at December 31, 2023Â $2,641Â Fair value upon issuanceÂ Â 157,720Â Change in fair valueÂ Â (35,730) Balance at September 30, 2024Â $124,631Â Schedule of Revenue was Generated from the Following Geographic Regions The Companyâ€™s revenue was generated from the following geographic regions during the three months ended September 30, 2024: Â Â European UnionÂ Â Non-European UnionÂ Â United StatesÂ Development servicesÂ Â 100%Â Â -%Â Â -% Product salesÂ Â -%Â Â 100%Â Â -% Â Â European UnionÂ Â Non-European UnionÂ Â United StatesÂ Development servicesÂ Â 100%Â Â -%Â Â -% Product salesÂ Â -%Â Â 16%Â Â 84% Schedule of Customer Concentrations for Revenue The Company had the following customer concentrations for its revenue during the three and nine months ended September 30, 2024: Â Â For the Three Months Ended September 30, 2024Â Â Â For the Nine Months Ended September 30, 2024Â Â Â Â Development ServicesÂ Â Product SalesÂ Â Development ServicesÂ Â Product SalesÂ Customer AÂ Â 100%Â Â -%Â Â Â 100%Â Â -%Â Customer BÂ Â -%Â Â Â -%Â Â Â -%Â Â Â 84% Customer CÂ Â -%Â Â Â 100%Â Â -%Â Â Â 11% X - ReferencesNo definition available. + Details Name: us-gaap_AccountingPoliciesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the fair value measurement of liabilities using significant unobservable inputs (Level 3), a reconciliation of the beginning and ending balances, separately presenting changes attributable to the following: (1) total gains or losses for the period (realized and unrealized), segregating those gains or losses included in earnings (or changes in net assets), and gains or losses recognized in other comprehensive income (loss) and a description of where those gains or losses included in earnings (or changes in net assets) are reported in the statement of income (or activities); (2) purchases, sales, issues, and settlements (each type disclosed separately); and (3) transfers in and transfers out of Level 3 (for example, transfers due to changes in the observability of significant inputs) by class of liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -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 (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of revenue from external customers by geographic areas attributed to the entity's country of domicile and to foreign countries from which the entity derives revenue. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-41 + Details Name: us-gaap_RevenueFromExternalCustomersByGeographicAreasTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of assets and liabilities, including [financial] instruments measured at fair value that are classified in stockholders' equity, if any, that are measured at fair value on a recurring basis. The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using

quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3). + 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_ScheduleOfFairValueAssetsAndLiabilitiesMeasuredOnRecurringBasisTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the extent of the entity's reliance on its major customers, if revenues from transactions with a single external customer amount to 10 percent or more of entity revenues, including the disclosure of that fact, the total amount of revenues from each such customer, and the identity of the reportable segment or segments reporting the revenues. The entity need not disclose the identity of a major customer or the amount of revenues that each segment reports from that customer. For these purposes, a group of companies known to the entity to be under common control is considered a single customer, and the federal government, a state government, a local government such as a county or municipality, or a foreign government is each considered a single customer. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfRevenueByMajorCustomersByReportingSegmentsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 38 R27.htm IDEA: XBRL DOCUMENT v3.24.3 Balance Sheet Details (Tables) 9 Months Ended Sep. 30, 2024 Balance Sheet Details [Abstract] Â Schedule of Inventories Inventories, which primarily relate to Proclarix product as of September 30, 2024 and ENTADFI product as of DecemberÂ 31, 2023, consisted of the following: Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Raw materialsÂ $97,915Â Â $139,208Â Work-in-processÂ Â â€”Â Â Â 194,805Â Finished goodsÂ Â 23,919Â Â Â 30,039Â TotalÂ $121,834Â Â $364,052Â Schedule of Prepaid Expenses and Other Current Assets Prepaid expenses and other current assets consisted of the following as of September 30, 2024, and DecemberÂ 31, 2023: Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Prepaid insuranceÂ $312,461Â Â $122,004Â Prepaid regulatory feesÂ Â 71,763Â Â Â 312,551Â Prepaid research and developmentÂ Â â€”Â Â Â 89,195Â Prepaid professional feesÂ Â 38,208Â Â Â 70,708Â VAT taxes receivableÂ Â 53,458Â Â Â â€”Â Prepaid otherÂ Â 10,690Â Â Â 175,695Â TotalÂ $486,580Â Â $770,153Â Schedule of Intangible Assets Intangible assets, which were recorded during the year ended December 31, 2023 in connection with the ENTADFI and Proteomedix acquisitions (see Note 5), is comprised of customer relationships, product rights for developed technology, and a trade name, and consisted of the following as of September 30, 2024, and December 31, 2023: Â Â Balance at DecemberÂ 31, 2023Â Â ImpairmentÂ Â Foreign Currency TranslationÂ Â Balance at SeptemberÂ 30, 2024Â Gross basis:Â Â Â Â Â Â Â Â Â Â Â Â Trade nameÂ $9,312,739Â Â $â€”Â Â $(31,913)Â $9,280,826Â Product rights for developed technologyÂ Â 14,182,157Â Â Â (3,296,644)Â Â (37,302)Â Â 10,848,211Â Customer relationshipsÂ Â 1,952,803Â Â Â Â â€”Â Â Â (6,692)Â Â 1,946,111Â Total intangible assets, grossÂ $25,447,699Â Â $(3,296,644)Â $(75,907)Â $22,075,148Â Â Â Â Balance at DecemberÂ 31, 2023Â Â AmortizationÂ Â Foreign Currency TranslationÂ Â Balance at SeptemberÂ 30, 2024Â Accumulated amortization:Â Â Â Â Â Â Â Â Â Â Â Â Product rights for developed technologyÂ $(31,213)Â $(505,140)Â $(23,555)Â $(559,908) Customer relationshipsÂ Â (5,599)Â Â (90,619)Â Â (4,227)Â Â (100,445) Total intangible assets, accumulated amortizationÂ $(36,812)Â $(595,759)Â $(27,782)Â $(660,353) Intangible assets, netÂ $25,410,887Â Â Â Â Â Â Â Â Â Â Â Â $21,414,795Â Schedule of Future Annual Amortization Expense Future annual amortization expense related to the Companyâ€™s finite lived intangible assets is as follows as of September 30, 2024: Years ending December 31,Â Â Â 2024Â $213,239Â 2025Â Â 852,955Â 2026Â Â 852,955Â 2027Â Â 852,955Â 2028Â Â 852,955Â ThereafterÂ Â 8,508,911Â TotalÂ $12,133,970Â Schedule of Goodwill Goodwill consisted of the following as of September 30, 2024 and December 31, 2023: Balance as of December 31, 2023Â $55,676,142Â Impairment lossÂ Â (15,453,000) Foreign currency translationÂ Â (1,361,904) Balance as of September 30, 2024Â $38,861,238Â Schedule of Accrued Expenses Accrued expenses consisted of the following as of September 30, 2024 and DecemberÂ 31, 2023: Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Accrued compensationÂ $255,679Â Â $487,579Â Accrued research and developmentÂ Â 362,839Â Â Â 616,707Â Accrued professional feesÂ Â 228,282Â Â Â 550,415Â Other accrued expensesÂ Â 220,331Â Â Â 265,849Â Accrued implementation feesÂ Â â€”Â Â Â 93,787Â Accrued franchise taxesÂ Â 40,000Â Â Â 60,530Â Accrued interestÂ Â 230,532Â Â Â â€”Â Accrued deferred offering costsÂ Â â€”Â Â Â 125,000Â TotalÂ $1,337,663Â Â $2,199,867Â X - ReferencesNo definition available. + Details Name: us-gaap_BalanceSheetRelatedDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the amounts paid in advance for capitalized costs that will be expensed with the passage of time or the occurrence of a triggering event, and will be charged against earnings within one year or the normal operating cycle, if longer; the aggregate carrying amount of current assets, not separately presented elsewhere in the balance sheet; and other deferred costs. + ReferencesNo definition available. + Details Name: us-gaap_DeferredCostsCapitalizedPrepaidAndOtherAssetsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the components of accrued liabilities. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfAccruedLiabilitiesTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of assets, excluding financial assets and goodwill, lacking physical substance with a finite life, by either major class or business segment. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2 + Details Name: us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of goodwill by reportable segment and in total which includes a rollforward schedule. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 10: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 11: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1AReference 12: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2 + Details Name: us-gaap_ScheduleOfGoodwillTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the carrying amount as of the balance sheet date of merchandise, goods, commodities, or supplies held for future sale or to be used in manufacturing, servicing or production process. + 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(6)(a)) -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(6)(b)) -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(6)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 210 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483489/210-10-50-1 + Details Name: us-gaap_ScheduleOfInventoryCurrentTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived intangible assets. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2 + Details Name: us-gaap_ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 39 R28.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions (Tables) 9 Months Ended Sep. 30, 2024 Acquisitions [Abstract] Â Schedule of Aggregate Consideration Transferred for the Assets Acquired The following table summarizes the aggregate consideration transferred for the assets acquired by the Company in connection with the Veru APA: Â Â Consideration TransferredÂ Consideration transferred at closingÂ $6,000,000Â Fair value of notes payable issuedÂ Â 12,947,000Â Transaction costsÂ Â 79,771Â Total consideration transferredÂ $19,026,771Â The acquisition-date fair value of the consideration transferred totaled approximately $65.1 million, which consisted of the following: Â Â Consideration TransferredÂ Common stockÂ $875,484Â Series B Preferred StockÂ Â 64,236,085Â Total consideration transferredÂ $65,111,569Â Schedule of Assets Acquired The following table summarizes the assets acquired with the Veru APA: Â Â Assets RecognizedÂ InventoryÂ $1,120,000Â ENTADFI IntangibleÂ Â 17,906,771Â Total fair value of identifiable assets acquiredÂ $19,026,771Â Schedule of Fair Value of the Proteomedix Stock Options The fair value of the Proteomedix stock options assumed as part of the PMX Transaction was determined using a Black-Scholes option pricing model with the following significant assumptions: Exercise priceÂ $1.15 â€“ 28.83Â Stock priceÂ $128.11Â Term (years)Â Â 0.17 â€“ 3.59Â Expected stock price volatilityÂ Â 90% Risk-free rate of interestÂ Â 4.07% â€“ 5.47%Â Schedule of Estimated Fair Values of Assets Acquired and Liabilities The following table summarizes the preliminary estimated fair values of the assets acquired and liabilities assumed at the acquisition date: Â Â Net Assets RecognizedÂ CashÂ $1,056,578Â Accounts receivableÂ Â 87,445Â InventoriesÂ Â 80,593Â Prepaid expenses and other current assetsÂ Â 114,615Â Right of use assetÂ Â 149,831Â Property and equipment, netÂ Â 39,779Â Trade nameÂ Â 9,018,000Â Customer relationshipsÂ Â 1,891,000Â Product rights for developed technologyÂ Â 10,541,000Â GoodwillÂ Â 53,914,055Â Total assets acquiredÂ Â 76,892,896Â Accounts payableÂ Â (234,029) Accrued expensesÂ Â (732,814) Operating lease liabilityÂ Â (149,831) Deferred tax liabilityÂ Â (2,994,669) Pension benefit obligationÂ Â (548,384) Note payableÂ Â (115,096) Total liabilities assumedÂ Â (4,774,823) Net assetsÂ Â 72,118,073Â Less non-controlling interestÂ Â (7,006,504) Net assets acquiredÂ $65,111,569Â Â Schedule of Consolidated Statements of Operations and Comprehensive Loss In addition, the pro forma results are not necessarily indicative of the results of operations that actually would have been achieved had the PMX Transaction been consummated as of that date: Â Â Unaudited For The Three Months Ended SeptemberÂ 30, 2023Â Â Unaudited For The NineÂ Months Ended SeptemberÂ 30, 2023Â RevenueÂ $548,731Â Â $2,092,761Â Net lossÂ Â 5,494,678Â Â Â 15,387,517Â X - ReferencesNo definition available. + Details Name: onco_FairValueOfTheProteomedixStockOptionsTableTextBlock Namespace Prefix: onco_ Data Type: dtr:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of condensed income statement, including, but not limited to, income statements of consolidated entities and consolidation eliminations. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Name Regulation S-X (SX) -Number 210 -Section 12 -Subsection 04 -Paragraph a -Publisher SECReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3 + Details Name: srt_ScheduleOfCondensedIncomeStatementTableTextBlock Namespace Prefix: srt_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AssetAcquisitionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of contingent consideration in asset acquisition. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionContingentConsiderationTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of asset acquisition. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the amounts recognized as of the acquisition date for each major class of assets acquired and liabilities assumed. May include but not limited to the following: (a) acquired receivables; (b) contingencies recognized at the acquisition date; and (c) the fair value of noncontrolling interests in the acquiree. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 805 -SubTopic 20 -Name Accounting Standards Codification -Paragraph 1 -Section 50 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_ScheduleOfRecognizedIdentifiedAssetsAcquiredAndLiabilitiesAssumedTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 40 R29.htm IDEA: XBRL DOCUMENT v3.24.3 Subscription Agreement (Tables) 9 Months Ended Sep. 30, 2024 Subscription Agreement [Abstract] Â Schedule of Assumptions Used in the Monte-Carlo Model, Which Utilizes Level 3 Inputs The significant assumptions used in the Monte-Carlo model, which utilizes Level 3 inputs (see Note 3), are as follows as of September 30, 2024 and December 31, 2023: Â Â SeptemberÂ 30, 2024Â Â DecemberÂ 31, 2023Â Exercise price$10Â Â $10Â Term (years)Â Â 0.73Â Â Â 1.2Â Expected stock price volatilityÂ Â 100%Â Â 95% Risk-free rate of interestÂ Â 4.15%Â Â 4.64% X - ReferencesNo definition available. + Details Name: us-gaap_DisclosureOfRepurchaseAgreementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of input and valuation technique used to measure fair value and change in valuation approach and technique for each separate class of asset and liability measured on recurring and nonrecurring basis. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103Reference 2: http://www.xbrl.org/2003/role/disclosureRef -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/2003/role/disclosureRef -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_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisValuationTechniquesTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 41 R30.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Redeemable Preferred Stock and Stockholders' Equity (Tables) 9 Months Ended Sep. 30, 2024 Convertible Redeemable Preferred Stock and Stockholders Equity [Abstract] Â Schedule of Outstanding Warrants, Excluding Contingent Warrants The following summarizes the Companyâ€™s outstanding warrants, excluding contingent warrants issuable upon exercise of the outstanding warrants issued in the August 2022 and August 2023 offerings, as of September 30, 2024: Â Â Number ofÂ Â ExerciseÂ Â Expiration DescriptionÂ SharesÂ Â PriceÂ Â Date April 2022 Offering Placement Agent WarrantsÂ Â 1,771Â Â $338.75Â Â 4/19/2026 August 2022 Offering Placement Agent WarrantsÂ Â 5,524Â Â Â 135.75Â Â 8/11/2027 August 2023 Offering Placement Agent

WarrantsÂ Â 3,729Â Â Â 54.50Â Â 8/2/2027 July 2024 Offering Placement WarrantsÂ Â 186,465Â Â Â 6.00Â Â 7/12/2029 July 2024 Offering Placement WarrantsÂ Â 372,932Â Â Â 6.00Â Â 7/12/2026 July 2024 Offering Placement Agent WarrantsÂ Â 13,054Â Â Â 7.50Â Â 7/12/2029 Total warrants outstandingÂ Â 583,475Â Â Â 9.10Â Â Â Schedule of Stock Options The following summarizes activity related to the Companyâ€™s stock options under the 2019 Plan and the 2022 Plan for the nine months ended September 30, 2024: Â Â Â Â Â Â Â Â WeightedÂ Â Â Â Â Â Â Â Â AverageÂ Â Â Â Â Â WeightedÂ Â RemainingÂ Â Â Â Â Â AverageÂ Â ContractualÂ Â Â NumberÂ ofÂ Â ExerciseÂ Â LifeÂ Â Â SharesÂ Â PriceÂ Â (in years)Â Outstanding as of December 31, 2023Â Â 47,619Â Â $65.20Â Â Â 8.4Â GrantedÂ Â â€”Â Â Â â€”Â Â Â â€”Â Forfeited / cancelledÂ Â (33,539)Â Â 28.35Â Â Â â€”Â ExercisedÂ Â (406)Â Â 0.50Â Â Â â€”Â Outstanding as of September 30, 2024Â Â 13,674Â Â Â 156.96Â Â Â 8.1Â Options vested and exercisable as of September 30, 2024Â Â 8,633Â Â $194.63Â Â Â 7.9Â Schedule of Fair Value of Options Granted There were no stock options granted during the nine months ended September 30, 2024. The fair value of options granted during the nine months ended September 30, 2023 was estimated using the following assumptions: Â Â For the Nine Months Ended September 30, Â Â 2023 Exercise priceÂ $42.00Â â€”Â 51.60 Term (years)Â 5.00Â â€”Â 10.00 Expected stock price volatilityÂ 113.1%Â â€”Â 119.5% Risk-free rate of interestÂ 3.5%Â â€”Â 3.6% Schedule of Restricted Stock The following summarizes activity related to the Companyâ€™s restricted stock awards granted under the 2022 Plan for the nine months ended September 30, 2024: Â Â Â Â Â WeightedÂ Â Â Â Â AverageÂ Â Â Â Number ofÂ Â Grant DateÂ Â Â SharesÂ Â Fair ValueÂ Nonvested as of December 31, 2023Â Â 6,414Â Â $41.20Â GrantedÂ Â 16,668Â Â Â 3.38Â VestedÂ Â (4,852)Â Â 39.59Â ForfeitedÂ Â (313)Â Â 41.00Â Nonvested as of September 30, 2024Â Â 17,917Â Â $6.15Â Schedule of Stock-Based Compensation Expense Stock-based compensation expense related to stock options and restricted stock, for the three and nine months ended September 30, 2024 and 2023 was as follows: Â Â For the Three Months Ended September 30,Â Â Â For the Nine Months Ended September 30,Â Â Â 2024Â Â 2023Â Â 2024Â Â 2023Â Â Selling, general and administrativeÂ $45,634Â Â $89,832Â Â $142,082Â Â $362,191Â Research and developmentÂ Â â€”Â Â Â 15,570Â Â Â (44,573)Â Â 201,570Â TotalÂ $45,634Â Â $105,402Â Â $97,509Â Â $563,761Â X - ReferencesNo definition available. + Details Name: us-gaap_EquityAbstract 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 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 XML 42 R31.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share (Tables) 9 Months Ended Sep. 30, 2024 Net Loss Per Share [Abstract] Â Schedule of Computation of Diluted Shares Outstanding The following securities were excluded from the computation of diluted shares outstanding due to the losses incurred in the periods presented, as they would have had an anti-dilutive impact on the Companyâ€™s net loss: Â Â Three and Nine Months Ended September 30,Â Â Â Â 2024Â Â 2023Â Options to purchase shares of common stockÂ Â 13,674Â Â Â 34,471Â WarrantsÂ Â 583,475Â Â Â 197,491Â Unvested shares of restricted stockÂ Â 17,917Â Â Â 8,602Â TotalÂ Â 615,066Â Â Â 240,564Â 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 XML 43 R32.htm IDEA: XBRL DOCUMENT v3.24.3 Defined Benefit Plan (Tables) 9 Months Ended Sep. 30, 2024 Defined Benefit Plan [Abstract] Â Schedule of Significant Actuarial Assumptions Net Periodic Benefit Cost The following significant actuarial assumptions were used in calculating the benefit obligation and the net periodic benefit cost as of September 30, 2024 and December 31, 2023: Â Â September 30, 2024Â Â DecemberÂ 31, 2023Â Discount rateÂ Â 1.00%Â Â 1.45% Expected long-term rate of return on plan assetsÂ Â 1.00%Â Â 1.45% Rate of compensation increaseÂ Â 3.30%Â Â 3.00% Schedule of Accompanying Condensed Consolidated Statements of Operations and Comprehensive Loss The components of net periodic benefit cost for the three and nine months ended September 30, 2024, which is included within selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss, are as follows: Â Â For The Three Months Ended September 30, 2024Â Â Â For the Nine Months Ended September 30, 2024Â Service costÂ $24,912Â Â $73,356Â Interest costÂ Â 7,638Â Â Â Â 22,489Â Expected return on plan assetsÂ Â 5,606Â Â Â (17,480) Amortization of net (gain)Â Â 3,686Â Â Â (11,491) TotalÂ $41,842Â Â $66,874Â X - ReferencesNo definition available. + Details Name: us-gaap_DefinedBenefitPlanAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of assumption used to determine benefit obligation and net periodic benefit cost of defined benefit plan. Includes, but is not limited to, discount rate, rate of compensation increase, expected long-term rate of return on plan assets and interest crediting rate. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (k) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1 + Details Name: us-gaap_ScheduleOfAssumptionsUsedTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the changes in plan assets and benefit obligations recognized in other comprehensive income (loss) during the period. + ReferencesNo definition available. + Details Name: us-gaap_ScheduleOfDefinedBenefitPlanAmountsRecognizedInOtherComprehensiveIncomeLossTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 44 R33.htm IDEA: XBRL DOCUMENT v3.24.3 Organization and Basis of Presentation (Details) Sep. 24, 2024 Dec. 15, 2023 Organization and Basis of Presentation [Line Items] Â Â Reverse stock split ratio description the Company effected a reverse stock split of all shares of its issued and outstanding Common Stock at a ratio of one-for-forty (1:40). Â Onconetix, Inc. [Member] Â Â Organization and Basis of Presentation [Line Items] Â Â Subsidiary owned, percentage Â 100.00% Proteomedix [Member] Â Â Organization and Basis of Presentation [Line Items] Â Â Subsidiary owned, percentage Â 100.00% 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 808 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479402/808-10-50-1 + Details Name: us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe parent entity's interest in net assets of the subsidiary, expressed as a percentage. + ReferencesNo definition available. + Details Name: us-gaap_MinorityInterestOwnershipPercentageByParent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionDescription of the reverse stock split arrangement. Also provide the retroactive effect given by the reverse split that occurs after the balance sheet date but before the release of financial statements. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 4 -Subparagraph (SAB Topic 4.C) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480008/505-10-S99-4 + Details Name: us-gaap_StockholdersEquityReverseStockSplit Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_OwnershipAxis=onco_OnconetixIncMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_OwnershipAxis=onco_ProteomedixMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 45 R34.htm IDEA: XBRL DOCUMENT v3.24.3 Going Concern and Managementâ€™s Plans (Details) - USD ($) 9 Months Ended Dec. 05, 2024 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Going Concern and Managementâ€™s Plans [Line Items] Â Â Â Â Cash Â $ 300,000 Â Â Working capital deficit Â 16,300,000 Â Â Accumulated deficit Â (86,038,875) Â $ (56,786,194) Cash for operating activities Â $ (9,578,169) $ (9,269,131) Â Additional cash $ 400,000 Â Â Â X - DefinitionAdditional cash. + ReferencesNo definition available. + Details Name: onco_AdditionalCash Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: onco_GoingConcernandManagementsPlansDetailsLineItems Namespace Prefix: onco_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWorking capital deficit. + ReferencesNo definition available. + Details Name: onco_WorkingCapitalDeficit Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant 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. Excludes cash and cash equivalents within disposal group and discontinued operation. + 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/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 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)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 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(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 45 -Paragraph 21 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477796/946-210-45-21Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -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 7: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 210 -Topic 946 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477796/946-210-45-20 + Details Name: us-gaap_Cash Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant 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 - 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 XML 46 R35.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies (Details) 3 Months Ended 9 Months Ended 12 Months Ended Sep. 30, 2024 USD ($) Sep. 30, 2024 USD ($) Dec. 31, 2023 USD ($) Summary of Significant Accounting Policies [Line Items] Â Â Â Operating segment Â 1 1 Revenue $ 400,000 $ 1,800,000 Â Accounts receivable 98,000 98,000 $ 150,000 Development Services [Member] Â Â Â Summary of Significant Accounting Policies [Line Items] Â Â Â Revenue $ 400,000 1,700,000 Â Product Sales [Member] Â Â Â Summary of Significant Accounting Policies [Line Items] Â Â Â Revenue Â $ 100,000 Â X - DefinitionAmount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (d) -Publisher

FASB -URI https://asc.fasb.org/1943274/2147477802/946-310-45-1Reference 2: 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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(5)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479196/954-310-45-1Reference 5: 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)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_AccountsReceivableNet 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 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-4 + Details Name: us-gaap_ChangeInAccountingEstimateLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na 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 - 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 - Details Name: us-gaap_LongTermPurchaseCommitmentByCategoryOfItemPurchasedAxis=onco_DevelopmentServicesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_ProductMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 47 R36.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies (Details) - Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis - USD ($) Sep. 30, 2024 Dec. 31, 2023 Liabilities: Â Â Contingent warrant liability $ 124,631 $ 2,641 Total 1,938,631 866,641 Level 1 [Member] Â Â Liabilities: Â Â Contingent warrant liability Total Level 2 [Member] Â Â Liabilities: Â Â Contingent warrant liability Total Level 3 [Member] Â Â Liabilities: Â Â Contingent warrant liability 124,631 2,641 Total 1,938,631 866,641 Related Party [Member] Â Â Liabilities: Â Â Subscription agreement liability â€“ related party 864,000 Subscription agreement liability â€“ related party 1,814,000 Related Party [Member] | Level 1 [Member] Â Â Liabilities: Â Â Subscription agreement liability â€“ related party Â Subscription agreement liability â€“ related party Â Related Party [Member] | Level 2 [Member] Â Â Liabilities: Â Â Subscription agreement liability â€“ related party Â Subscription agreement liability â€“ related party Â Related Party [Member] | Level 3 [Member] Â Â Liabilities: Â Â Subscription agreement liability â€“ related party Â $ 864,000 Subscription agreement liability â€“ related party $ 1,814,000 Â X - DefinitionRepresents the amount of subscription agreement liability to the related party. + ReferencesNo definition available. + Details Name: onco_SubscriptionAgreementLiabilityRelatedPartyCurrent Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionRepresents the amount of subscription agreement liability to the related party. + ReferencesNo definition available. + Details Name: onco_SubscriptionAgreementLiabilityRelatedPartyNonCurrent Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled within one year or normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3 + Details Name: us-gaap_DerivativeLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFair value of financial obligations, including, but not limited to, debt instruments, derivative liabilities, federal funds purchased and sold under agreements to repurchase, securities loaned or sold under agreements to repurchase, financial instruments sold not yet purchased, guarantees, line of credit, loans and notes payable, servicing liability, and trading liabilities. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -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 2: 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 3: 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_FinancialLiabilitiesFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_LiabilitiesFairValueDisclosureAbstract 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_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_RelatedPartyTransactionsByRelatedPartyAxis=us-gaap_RelatedPartyMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 48 R37.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies (Details) - Schedule of Activity Fair Value Liabilities 9 Months Ended Sep. 30, 2024 USD ($) Subscription Agreement Liability [Member] Â Schedule of Activity Fair Value Liabilities [Line Items] Â Balance at December 31, 2023 $ 864,000 Change in fair value 950,000 Balance at September 30, 2024 1,814,000 Contingent Warrant Liability [Member] Â Schedule of Activity Fair Value Liabilities [Line Items] Â Balance at December 31, 2023 2,641 Fair value upon issuance 157,720 Change in fair value (35,730) Balance at September 30, 2024 $ 124,631 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 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -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 2 -Subparagraph (c)(1a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueLiabilitiesMeasuredOnRecurringBasisUnobservableInputReconciliationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of issuances of financial instrument classified as an asset measured using unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 101 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-101Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisAssetIssues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) of financial instrument classified as an asset measured using unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationRecurringBasisAssetPeriodIncreaseDecrease Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - DefinitionFair value of financial instrument classified as a liability measured using unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2 + Details Name: us-gaap_FairValueMeasurementWithUnobservableInputsReconciliationsRecurringBasisLiabilityValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_FinancialInstrumentAxis=onco_SubscriptionAgreementLiabilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FinancialInstrumentAxis=onco_ContingentWarrantLiabilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 49 R38.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies (Details) - Schedule of Revenue was Generated from the Following Geographic Regions 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2024 Development Services [Member] | European Union [Member] Â Â Schedule of Revenue was Generated from the Following Geographic Regions [Line Items] Â Â Revenue, Percentage 100.00% 100.00% Development Services [Member] | Non-European Union [Member] Â Â Schedule of Revenue was Generated from the Following Geographic Regions [Line Items] Â Â Revenue, Percentage Development Services [Member] | United States [Member] Â Â Schedule of Revenue was Generated from the Following Geographic Regions [Line Items] Â Â Revenue, Percentage Product Sales [Member] | European Union [Member] Â Â Schedule of Revenue was Generated from the Following Geographic Regions [Line Items] Â Â Revenue, Percentage Product Sales [Member] | Non-European Union [Member] Â Â Schedule of Revenue was Generated from the Following Geographic Regions [Line Items] Â Â Revenue, Percentage 100.00% 16.00% Product Sales [Member] | United States [Member] Â Â Schedule of Revenue was Generated from the Following Geographic Regions [Line Items] Â Â Revenue, Percentage 84.00% X - DefinitionRevenue, percentage. + ReferencesNo definition available. + Details Name: onco_RevenueGeneratedPercentage Namespace Prefix: onco_ Data Type: dtr: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 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-5Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 5: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 6: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 7: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91Reference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (g) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479777/606-10-55-91 + Details Name: us-

gaap_DisaggregationOfRevenueLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: srt_ProductOrServiceAxis=onco_developmentServicesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=us-gaap_EuropeanUnionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=onco_NonEuropeanUnionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementGeographicalAxis=country_US Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=onco_ProductSalesMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 50 R39.htm IDEA: XBRL DOCUMENT v3.24.3 Summary of Significant Accounting Policies (Details) - Schedule of Customer Concentrations for Revenue - Customer Concentration Risk [Member] - Revenue Benchmark [Member] 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2024 Customer A [Member] | Development Services [Member] Â Â Schedule of Customer Concentrations for Revenue [Line Items] Â Â Concentration risk, percentage 100.00% 100.00% Customer A [Member] | Product Sales [Member] Â Â Schedule of Customer Concentrations for Revenue [Line Items] Â Â Concentration risk, percentage Customer B [Member] | Development Services [Member] Â Â Schedule of Customer Concentrations for Revenue [Line Items] Â Â Concentration risk, percentage Customer B [Member] | Product Sales [Member] Â Â Schedule of Customer Concentrations for Revenue [Line Items] Â Â Concentration risk, percentage 84.00% Customer C [Member] | Development Services [Member] Â Â Schedule of Customer Concentrations for Revenue [Line Items] Â Â Concentration risk, percentage Customer C [Member] | Product Sales [Member] Â Â Schedule of Customer Concentrations for Revenue [Line Items] Â Â Concentration risk, percentage 100.00% 11.00% 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 954 -SubTopic 310 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478785/954-310-50-2 + Details Name: us-gaap_ConcentrationRiskLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFor an entity that discloses a concentration risk in relation to quantitative amount, which serves as the "benchmark" (or denominator) in the equation, this concept represents the concentration percentage derived from the division. + ReferencesReference 1: 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 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 825 -SubTopic 10 -Section 50 -Paragraph 21 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-21Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 825 -SubTopic 10 -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-20Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-18Reference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 275 -SubTopic 10 -Section 50 -Paragraph 20 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482861/275-10-50-20 + Details Name: us-gaap_ConcentrationRiskPercentage1 Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_ConcentrationRiskByTypeAxis=us-gaap_CustomerConcentrationRiskMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_MajorCustomersAxis=onco_CustomerAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ConcentrationRiskByBenchmarkAxis=us-gaap_SalesRevenueNetMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=onco_developmentServicesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=onco_ProductSalesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_MajorCustomersAxis=onco_CustomerBMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_MajorCustomersAxis=onco_CustomerCMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 51 R40.htm IDEA: XBRL DOCUMENT v3.24.3 Balance Sheet Details (Details) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Jun. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Balance Sheet Details [Line Items] Â Â Â Â Â Â Â Impairment on inventory amount Â $ 400,000 Â Â Â Â Â Estimated useful lives 15 years Â Â Â 15 years Â Â Amortization expense of intangible assets $ 198,000 Â Â Â $ 596,000 Â Â Cost of revenue 301,445 Â Â 1,417,010 Â Product rights intangible asset Â Â Â Â 3,296,644 Â Â Prepaids and other assets 200,000 Â Â Â $ 200,000 Â Â Weighted-average remaining amortization period Â Â Â Â 14 years 2 months 19 days Â Â Indefinite life intangible assets 9,300,000 Â Â Â $ 9,300,000 Â $ 9,300,000 Impairment charges Â $ 5,200,000 15,453,000 Â Impairment of goodwill Â $ 10,300,000 Â Â Â Â Â ENTADFI [Member] Â Â Â Â Â Â Â Balance Sheet Details [Line Items] Â Â Â Â Â Â Â Selling, general, and administrative expenses 30,000 Â Â Â 91,000 Â Â Product rights intangible asset Â Â Â 3,300,000 Â Â Condensed Consolidated Statements of Operations and Comprehensive Loss [Member] Â Â Â Â Â Â Â Balance Sheet Details [Line Items] Â Â Â Â Â Â Â Cost of revenue $ 168,000 Â Â Â $ 505,000 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 -Name Regulation S-X (SX) -Number 210 -Section 12 -Subsection 04 -Paragraph a -Publisher SECReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 3: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-11 + Details Name: srt_CondensedBalanceSheetStatementsCaptionsLineItems Namespace Prefix: srt_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionWeighted average amortization period of finite-lived intangible assets acquired either individually or as part of a group of assets, 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/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 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/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_AcquiredFiniteLivedIntangibleAssetsWeightedAverageUsefulLife Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + 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 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2 + Details Name: us-gaap_AmortizationOfIntangibleAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate cost of goods produced and sold and services rendered during the reporting period. + 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://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)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 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/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 7: 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 8: 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 9: 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 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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11: 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 12: 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 13: 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 14: 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 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)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B + Details Name: us-gaap_CostOfRevenue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 - DefinitionTotal loss recognized during the period from the impairment of goodwill plus the loss recognized in the period resulting from the impairment of the carrying amount of intangible assets, other than goodwill. + ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetImpairment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of impairment loss from asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + 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 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-2 + Details Name: us-gaap_GoodwillImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after tax, of impairment loss from asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesNo definition available. + Details Name: us-gaap_GoodwillImpairmentLossNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionCarrying amount (original costs adjusted for previously recognized amortization and impairment) as of the balance sheet date for the rights acquired through registration of a trade name to gain or protect exclusive use thereof for a projected indefinite period of benefit. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_IndefiniteLivedTradeNames Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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. + ReferencesNo definition available. + Details Name: us-gaap_PrepaidExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNonrecurring impairment charges related to the write-off of production-related equipment and inventory. This tag is used when an Entity charges this cost to cost of goods sold. + 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)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_ProductionRelatedImpairmentsOrCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionUseful life of long lived, physical assets used in the normal conduct of business and not intended for resale, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days. Examples include, but not limited to, land, buildings, machinery and equipment, office equipment, furniture and fixtures, and computer equipment. + ReferencesNo definition available. + Details Name: us-gaap_PropertyPlantAndEquipmentUsefulLife Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=onco_ENTADFIMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_OtherComprehensiveIncomeLocationAxis=onco_CondensedConsolidatedStatementsOfOperationsAndComprehensiveLossMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 52 R41.htm IDEA: XBRL DOCUMENT v3.24.3 Balance Sheet Details (Details) - Schedule of Inventories - USD ($) Sep. 30, 2024 Dec. 31, 2023 Schedule of Inventories [Abstract] Â Â Raw materials $ 97,915 $ 139,208 Work-in-process 194,805 Finished goods 23,919 30,039 Total $ 121,834 $ 364,052 X - DefinitionAmount before valuation and LIFO reserves of completed merchandise or goods expected to be sold within one year or 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(6)(a)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryFinishedGoods Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after valuation and LIFO reserves of inventory expected to be sold, or consumed within one year or operating cycle, if longer. + 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/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_InventoryNetAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount before valuation and LIFO reserves of raw materials expected to be sold, or consumed within one year or 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(6)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryRawMaterials Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount before valuation and LIFO reserves of merchandise or goods in the production process expected to be completed within one year or 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(6)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_InventoryWorkInProcess Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 53 R42.htm IDEA: XBRL DOCUMENT v3.24.3 Balance Sheet Details (Details) - Schedule of Prepaid Expenses and Other Current Assets - USD ($) Sep. 30, 2024 Dec. 31, 2023 Schedule of Prepaid Expenses and Other Current Assets [Abstract] Â Â Prepaid insurance $ 312,461 $ 122,004 Prepaid regulatory fees 71,763 312,551 Prepaid research and development 89,195 Prepaid professional fees 38,208 70,708 VAT taxes receivable 53,458 Prepaid other 10,690 175,695 Total $ 486,580 $ 770,153 X - DefinitionPrepaid professional fees. + ReferencesNo definition available. + Details Name: onco_PrepaidProfessionalFees Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRepresents the amount of VAT taxes receivable. + ReferencesNo definition available. + Details Name: onco_PrepaidVATTaxesReceivable Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of other research and development expense. + ReferencesNo definition available. + Details Name: onco_PrepaidsResearchAndDevelopment Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for other costs that provide economic benefits within a future period of 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(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483032/340-10-45-1 + Details Name: us-gaap_OtherPrepaidExpenseCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 - ReferencesNo definition available. + Details Name: us-gaap_PrepaidExpenseAndOtherAssetsCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of asset related to consideration paid in advance for insurance that provides economic benefits within a future period of one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (g)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483032/340-10-45-1Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 05 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482955/340-10-05-5 + Details Name: us-gaap_PrepaidInsurance Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of asset related to consideration paid in advance for rent that provides economic benefits within a future period of one year or the normal operating cycle, if longer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (g)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483032/340-10-45-1Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 05 -Paragraph 5 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482955/340-10-05-5 + Details Name: us-gaap_PrepaidRent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 54 R43.htm IDEA: XBRL DOCUMENT v3.24.3 Balance Sheet Details (Details) - Schedule of Intangible Assets 9 Months Ended Sep. 30, 2024 USD ($) Gross basis: Â Total intangible assets, gross beginning $ 25,447,699 Impairment (3,296,644) Foreign Currency Translation (75,907) Total intangible assets, gross Ending 22,075,148 Accumulated amortization: Â Amortization (595,759) Foreign Currency Translation (27,782) Total intangible assets, accumulated amortization beginning (36,812) Total intangible assets, accumulated amortization Ending (660,353) Intangible assets, net beginning 25,410,887 Intangible assets, net Ending 21,414,795 Trade Name [Member] Â Gross basis: Â Total intangible assets, gross beginning 9,312,739 Impairment Foreign Currency Translation (31,913) Total intangible assets, gross Ending 9,280,826 Product Rights for Developed Technology [Member] Â Gross basis: Â Total intangible assets, gross beginning 14,182,157 Impairment (3,296,644) Foreign Currency Translation (37,302) Total intangible assets, gross Ending 10,848,211 Accumulated amortization: Â Amortization (505,140) Foreign Currency Translation (23,555) Total intangible assets, accumulated amortization beginning (31,213) Total intangible assets, accumulated amortization Ending (559,908) Customer Relationships [Member] Â Gross basis: Â Total intangible assets, gross beginning 1,952,803 Impairment Foreign Currency Translation (6,692) Total intangible assets, gross Ending 1,946,111 Accumulated amortization: Â Amortization (90,619) Foreign Currency Translation (4,227) Total intangible assets, accumulated amortization beginning (5,599) Total intangible assets, accumulated amortization Ending $ (100,445) X - DefinitionForeign currency translation foreign currency translation. + ReferencesNo definition available. + Details Name: onco_AccumulatedAmortizationForeignCurrencyTranslation Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: onco_GrossBasisAbstract Namespace Prefix: onco_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipmentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate amount of recurring noncash expense charged against earnings in the period to allocate the cost of assets over their estimated remaining economic lives. + 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/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_AdjustmentForAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAccumulated amount of amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAccumulatedAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of foreign currency translation gain (loss) which increases (decreases) assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesNo definition available. + Details Name: us-gaap_FiniteLivedIntangibleAssetsForeignCurrencyTranslationGainLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 10 -Name Accounting Standards Codification -Section S45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480265/350-10-S45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 928 -SubTopic 340 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478859/928-340-50-1 + Details Name: us-gaap_FiniteLivedIntangibleAssetsGross Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionTotal loss recognized during the period from the impairment of goodwill plus the loss recognized in the period resulting from the impairment of the carrying amount of intangible assets, other than goodwill. + ReferencesNo definition available. + Details Name: us-gaap_GoodwillAndIntangibleAssetImpairment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1 + Details Name: us-gaap_IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_TradeNamesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_DevelopedTechnologyRightsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_CustomerRelationshipsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 55 R44.htm IDEA: XBRL DOCUMENT v3.24.3 Balance Sheet Details (Details) - Schedule of Future Annual Amortization Expense Sep. 30, 2024 USD ($) Schedule of Future Annual Amortization Expense [Abstract] Â 2024 $ 213,239 2025 852,955 2026 852,955 2027 852,955 2028 852,955 Thereafter 8,508,911 Total $ 12,133,970 X - DefinitionAmount of amortization for asset, excluding financial asset and goodwill, lacking physical substance with finite life expected to be recognized 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/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseAfterYearFive Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized 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/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: 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/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized 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/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: 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/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFour Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized 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/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: 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/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized 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/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: 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/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_FiniteLivedIntangibleAssetsFutureAmortizationExpenseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap_FiniteLivedIntangibleAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 56 R45.htm IDEA: XBRL DOCUMENT v3.24.3 Balance Sheet Details (Details) - Schedule of Goodwill - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Mar. 31, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Schedule of Goodwill [Abstract] Â Â Â Â Â Goodwill Beginning Balance Â $ 55,676,142 Â $ 55,676,142 Â Impairment loss $ (5,200,000) (15,453,000) Foreign currency translation Â Â Â (1,361,904) Â Goodwill Ending Balance $ 38,861,238 Â Â $ 38,861,238 Â X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + 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/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 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/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Goodwill Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of foreign currency translation gain (loss) which increases (decreases) asset representing future economic benefit from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1 + Details Name: us-gaap_GoodwillForeignCurrencyTranslationGainLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_GoodwillImpairedAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of impairment loss from asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + 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 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-2 + Details Name: us-gaap_GoodwillImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 57 R46.htm IDEA: XBRL DOCUMENT v3.24.3 Balance Sheet Details (Details) - Schedule of Accrued Expenses - USD ($) Sep. 30, 2024 Dec. 31, 2023 Accrued Liabilities, Current [Abstract] Â Â Accrued compensation $ 255,679 $ 487,579 Accrued research and development 362,839 616,707 Accrued professional fees 228,282 550,415 Other accrued expenses 220,331 265,849 Accrued implementation fees 93,787 Accrued franchise taxes 40,000 60,530 Accrued interest 230,532 Accrued deferred offering costs 125,000 Total $ 1,337,663 $ 2,199,867 X - DefinitionAccrued deferred offering costs. + ReferencesNo definition available. + Details Name: onco_AccruedDeferredOfferingCosts Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAccrued research and development + ReferencesNo definition available. + Details Name: onco_AccruedResearchAndDevelopmentCurrent Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of obligations incurred and payable for real and property taxes. 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-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 720 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483384/720-30-45-1Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 8 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-8 + Details Name: us-gaap_AccrualForTaxesOtherThanIncomeTaxesCurrent 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 - ReferencesNo definition available. + Details Name: us-gaap_AccruedLiabilitiesCurrentAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionCarrying value as of the balance sheet date of obligations incurred through that date and payable for the marketing, trade and selling of the entity's goods and services. Marketing costs would include expenditures for planning and executing the conception, pricing, promotion, and distribution of ideas, goods, and services; costs of public relations and corporate promotions; and obligations incurred and payable for sales discounts, rebates, price protection programs, etc. offered to customers and under government programs. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer). + ReferencesNo definition available. + Details Name: us-gaap_AccruedMarketingCostsCurrent 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 through that date and payable for professional fees, such as for legal and accounting services received. 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_AccruedProfessionalFeesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of liability accrued for the employer's obligation related to an employee's right to receive compensation for future absences that have been earned by employee. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 710 -SubTopic 10 -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483070/710-10-25-1 + Details Name: us-gaap_CompensatedAbsencesLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of accrued but unpaid interest on deposit liabilities. + ReferencesReference 1: 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(15)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_DepositLiabilitiesAccruedInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of expenses incurred but not yet paid classified as other, due within 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(20)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_OtherAccruedLiabilitiesCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant XML 58 R47.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions (Details) - USD ($) 9 Months Ended 12 Months Ended Dec. 15, 2023 Sep. 29, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Jun. 13, 2024 Apr. 24, 2024 Apr. 19, 2023 Acquisitions [Line Items] Â Â Â Â Â Â Â Â Milestone Payments are payable Â Â i) the Company obtained 100% of the outstanding common stock and voting interest of PMX, (ii) at closing of the PMX Transaction, the PMX shareholders were issued approximately 17% of Onconetixâ€™s outstanding common stock and none of the former PMX shareholders held more than 5% of Onconetixâ€™s common stock individually, (iii) the composition of executive management and the governing body did not change sufficiently to give PMX or its former shareholders control over these functions within Onconetix, and (iv) Onconetix was significantly larger when considering both total assets and operations. Â Â Â Â Â Royalty sales percentage Â Â 6.00% Â Â Â Â Â Sales payments amount Â Â $ 22,500,000 Â Â Â Â Â Business acquisition, description Â Â (i) $3.5 million in cash at signing of the WraSer APA; (ii) $4.5 million in cash on the later of (x) 90 days after the signing of the WraSer APA or (y) the date that all closing conditions under the WraSer APA are met or otherwise waived (the â€œWraSer Closing Dateâ€); (iii) 25,000 shares of the Companyâ€™s common stock (the â€œClosing Sharesâ€) issuable on the WraSer Closing Date, and (iv) $500,000 in cash one year from the WraSer Closing Date. Â Â Â Â Â Non-interest bearing note payable Â Â Â Â Â Â $ 5,000,000 Â Fair value adjustments Â Â $ 300,000 Â Â Â Â Â Impairment charge Â Â 3,500,000 Â $ 14,700,000 Â Â Â Acquired inventory Â Â $ 12,947,000 Â Â Â Â Â Percentage of impairment Â Â Â Â 100.00% Â Â Â Cash payment amount Â Â Â Â Â Â $ 500,000 Â Â Initial payment amount Â Â 3,500,000 Â Â Â Â Â Company payments Â Â 3,500,000 Â Â Â Â Â Payment as deposit Â Â 3,500,000 Â Â Â Â Â Cash target amount Â Â $ 1,100,000 Â Â Â Â Â Voting interest percentage 100.00% Â Â Â Â Â Â Â Issuance of common stock (in Shares) 91,874 Â Â Â Â Â Â Â Royalty rate Â Â 6.00% Â Â Â Â Â Fair value Â Â $ 1,874,777 $ 2,613,011 Â Â Â Â Related costs Â Â $ 1,500,000 Â Â Â Â Â Trade Names [Member] Â Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Discount rate Â Â 10.00% Â Â Â Â Â Customer Relationships [Member] Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Discount rate Â Â 10.00% Â Â Â Â Â Product Rights Developed Technology [Member] Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Discount rate Â Â 8.00% Â Â Â Â Â Discount rate thereafter Â Â 16.00% Â Â Â Â Â Management Services Agreement [Member] Â Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Cash payment amount Â Â $ 4,500,000 Â Â Â Â Â WraSer APA [Member] Â Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Business acquisition, description Â Â (i)Â $2.2Â million to be paid at closing, (ii)Â $2.3Â million, to be paid in monthly installments of $150,000 commencing JanuaryÂ 2024 and (iii)Â 789Â shares of SeriesÂ A Preferred Stock to be paid at closing Â Â Â Â Â Â Cash payment amount Â Â Â Â Â Â $ 4,500,000 Â Â Bankruptcy Court [Member] Â Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Business acquisition, description Â Â The amendment also reduced the number of products the Company was acquiring by excluding pain medications and including only (i)Â Ciprofloxacin 0.3% and Fluocinolone 0.025% Otic Solution, under the trademark OTOVEL and its Authorized Generic Version approved under US FDA NDA No. 208251, (ii)Â Ciprofloxacin 0.2% Otic solution, under the trademark CETRAXAL, and (iii)Â Vorapaxar Sulfate tablets under the trademark Zontivity approved under US FDA NDA N204886. Â Â Â Â Â Â WraSer MSA [Member] Â Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Payment as deposit Â Â Â Â $ 3,500,000 Â Â Â Asset Purchase Agreement [Member] Â Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Consideration amount Â Â Â Â Â Â Â $ 100,000,000 ENTADFI [Member] Â Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Consideration amount Â Â $ 20,000,000 Â Â Â Â Â Milestone Payments are payable Â Â (i) $6.0 million paid upon the closing of the Transaction on April 19, 2023, (ii) an additional $4.0 million in the form of a non-interest bearing note payable due on September 30, 2023, and (iii) an additional $10.0 million in the form of two $5.0 million non-interest bearing notes payable, each due on April 19, 2024 and September 30, 2024. Â Â Â Â Â Â Business acquisition, description Â Â (1) the payment to the Seller of $1.0 million in cash on September 29, 2023, and (2) the issuance to the Seller by October 3, 2023, of 3,000 shares of Series A Convertible Preferred Stock (the â€œSeries A Preferred Stockâ€) of the Company (see Note 7). Â Â Â Â Â Â Acquired inventory Â Â $ 400,000 Â $ 1,200,000 Â Â Â Milestone Payments [Member] Â Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Consideration amount Â Â $ 80,000,000 Â Â Â Â Â Milestone Payments are payable Â Â (i)Â $10.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $100.0 million during a calendar year, (ii)Â $20.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $200.0 million during a calendar year, and (3) $50.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $500.0 million during a calendar year. Â Â Â Â Â Â Pharmaceutical Services, LLC [Member] Â Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Business acquisition, description Â Â (i)Â $5.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $100.0 million during a calendar year, (ii)Â $7.5 million is payable upon the first time the Company achieves net sales from ENTADFI of $200.0 million during a calendar year, and (3) $10.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $300.0 million during a calendar year. Â Â Â Â Â Â Veru APA [Member] Â Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Milestone Payments are payable Â Â the Camargo Obligations and determined that at the close of the Transaction, the related sales milestone payments are not considered probable, and as such, the Company did not recognize any related liability at the date of the Transaction. Â Â Â Â Â WraSer [Member] Â Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Initial payment Â Â $ 3,500,000 Â Â Â Â Â PMX Transaction [Member] Â Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Consideration transferred total Â Â 65,100,000 Â Â Â Â Â Proteomedix [Member] Â Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Fair value Â Â $ 7,000,000 Â Â Â Â Â Veru APA [Member] Â Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Note payable Â $ 4,000,000 Â Â Â Â Â Note payable originally due Â Sep. 30, 2023 Â Â Â Â Â Notes Payable [Member] Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Estimated using discount percentage Â Â 8.20% Â Â Â Â Â Series B Convertible Preferred Stock [Member] Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Issuance of common stock (in Shares) 2,696,729 Â Â Â Â Â Â Â Series B Preferred Stock [Member] Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Number of shares (in Shares) Â Â 100 Â Â Â Â Â Series B Preferred Stock [Member] | PMX Transaction [Member] Â Â Â Â Â Â Â Acquisitions [Line Items] Â Â Â Â Â Â Â Â Issuance of common stock (in Shares) Â Â 6,741,820 Â Â Â Â Â X - DefinitionBusiness acquisition description of acquired. + ReferencesNo definition available. + Details Name: onco_BusinessAcquisitionDescriptionOfAcquired Namespace Prefix: onco_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe amount of initial payment amount. + ReferencesNo definition available. + Details Name: onco_InitialPaymentAmount Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit

Period Type: instant X - DefinitionNumber of shares. + ReferencesNo definition available. + Details Name: onco_NumberOfShares Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionThe amount of payments. + ReferencesNo definition available. + Details Name: onco_Payments Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionPercentage of royalty. + ReferencesNo definition available. + Details Name: onco_RoyaltyRate Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - Definitionpercentage of royalty sales percentage. + ReferencesNo definition available. + Details Name: onco_RoyaltySalesPercentage Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionThe amount of sales payments amount. + ReferencesNo definition available. + Details Name: onco_SalesPaymentsAmount Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionIssuance of common stock and Series B Preferred Stock in connection with PMX Transaction. + ReferencesNo definition available. + Details Name: onco_StockIssuedDuringPeriodSharesIssuanceOfCommonStockAndSeriesBPreferredStockInConnectionWithPMXTransaction Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionVoting interest percentage. + ReferencesNo definition available. + Details Name: onco_VotingInterestPercentage Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: instant X - DefinitionWeighted average discount rate. + ReferencesNo definition available. + Details Name: onco_WeightedAverageDiscountRate Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionPercentage of minimum average discount rate there after. + ReferencesNo definition available. + Details Name: onco_WeightedAverageDiscountRateThereafter Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionAmount of write-down of assets recognized in the income statement. Includes, but is not limited to, losses from tangible assets, intangible assets and goodwill. + 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://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_AssetImpairmentCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of direct costs of the business combination including legal, accounting, and other costs incurred to consummate the business acquisition. + ReferencesNo definition available. + Details Name: us-gaap_BusinessAcquisitionCostOfAcquiredEntityTransactionCosts 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 805 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-5 + Details Name: us-gaap_BusinessAcquisitionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDescription of the pro forma information, nature of adjustments made to historical information to arrive at pro forma amounts, amounts excluded from pro forma information, any material-nonrecurring items included in the pro forma information and limitations of pro forma disclosures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2 + Details Name: us-gaap_BusinessAcquisitionProFormaInformationDescription Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThis element represents acquisition-related costs incurred to effect a business combination which costs have been expensed during the period. Such costs include finder's fees; advisory, legal, accounting, valuation, and other professional or consulting fees; general administrative costs, including the costs of maintaining an internal acquisitions department; and may include costs of registering and issuing debt and equity securities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 25 -Paragraph 23 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479405/805-10-25-23 + Details Name: us-gaap_BusinessCombinationAcquisitionRelatedCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of consideration transferred, consisting of acquisition-date fair value of assets transferred by the acquirer, liabilities incurred by the acquirer, and equity interest issued by the acquirer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 30 -Paragraph 8 -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479637/805-30-30-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479581/805-30-50-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 30 -Paragraph 7 -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479637/805-30-30-7 + Details Name: us-gaap_BusinessCombinationConsiderationTransferred1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionFor transactions that are recognized separately from the acquisition of assets and assumptions of liabilities in the business combination, such as related to pre-existing relationships with the acquiree, this element represents the disclosure of the amount of acquisition related costs. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 50 -Paragraph 2 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2 + Details Name: us-gaap_BusinessCombinationSeparatelyRecognizedTransactionsAdditionalDisclosuresAcquisitionCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe amount of cash deposited in financial institutions as of the balance sheet date that is insured by the Federal Deposit Insurance Corporation. + ReferencesNo definition available. + Details Name: us-gaap_CashFDICInsuredAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionEffective interest rate for the funds borrowed under the debt agreement considering interest compounding and original issue discount or premium. + 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://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 3: 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 4: 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/1943274/2147482925/835-30-45-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_DebtInstrumentInterestRateEffectivePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionLatest date the outstanding debt instruments are required to be repaid, in YYYY-MM-DD format. + 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)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DebtInstrumentMaturityDateRangeEnd1 Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate of all deposit liabilities held by the entity, including foreign and domestic, interest and noninterest bearing; may include demand deposits, saving deposits, Negotiable Order of Withdrawal (NOW) and time deposits among others. + ReferencesReference 1: 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(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_Deposits Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionPercentage of the difference between reported income tax expense (benefit) and expected income tax expense (benefit) computed by applying the domestic federal statutory income tax rates to pretax income (loss) from continuing operations attributable to impairment loss. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12A -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12AReference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 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(h)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_EffectiveIncomeTaxRateReconciliationNondeductibleExpenseImpairmentLosses Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionThe fair value of assets acquired in noncash investing or financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_FairValueOfAssetsAcquired Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of inventory reserves for last-in first-out (LIFO) and other inventory valuation methods. + 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(6)) -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 330 -SubTopic 10 -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483080/330-10-50-1 + Details Name: us-gaap_InventoryAdjustments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe amount of inventory that an Entity acquires in a noncash (or part noncash) acquisition. Noncash is defined as information about all investing and financing activities of an enterprise during a period that affect recognized assets or liabilities but that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_NoncashOrPartNoncashAcquisitionInventoryAcquired1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate amount of all domestic and foreign noninterest-bearing deposits liabilities held by the entity. + ReferencesReference 1: 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(12)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_NoninterestBearingDepositLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionIncluding the current and noncurrent portions, aggregate carrying amount of all types of notes payable, as of the balance sheet date, with initial maturities beyond one year or beyond the normal operating cycle, if longer. + 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 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: 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)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 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)(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_NotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of cash outflow for fees classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (g) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_PaymentsForFees Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_TradeNamesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_CustomerRelationshipsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_DevelopedTechnologyRightsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=onco_ManagementServicesAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=onco_WraSerAPAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=onco_BankruptcyCourtMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=onco_WraSerMSAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=onco_AssetPurchaseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=onco_ENTADFIMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=onco_MilestonePaymentsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=onco_PharmaceuticalServicesLLCMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=onco_VeruAPAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=onco_WraSerMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=onco_PMXTransactionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BusinessAcquisitionAxis=onco_ProteomedixMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=onco_VeruAPAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=onco_NotesPayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=onco_SeriesBConvertiblePreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesBPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 59 R48.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions (Details) - Schedule of Aggregate Consideration Transferred for the Assets Acquired 9 Months Ended Sep. 30, 2024 USD ($) Schedule of Aggregate Consideration Transferred for the Assets Acquired [Line Items] Â Consideration transferred at closing $ 6,000,000 Fair value of notes payable issued 12,947,000 Transaction costs 79,771 Total consideration transferred 19,026,771 Fair Value Consideration Transferred [Member] Â Schedule of Aggregate Consideration Transferred for the Assets Acquired [Line Items] Â Common stock 875,484 Series B Preferred Stock 64,236,085 Total consideration transferred $ 65,111,569 X - DefinitionAmount of consideration transferred in asset acquisition. Includes, but is not limited to, cash, liability incurred by acquirer, and equity interest issued by acquirer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 55 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479908/805-50-55-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480060/805-50-25-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -

Section 30 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-2 + Details Name: us-gaap_AssetAcquisitionConsiderationTransferred Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of acquirer's equity interest issued and issuable as part of consideration transferred in asset acquisition. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480060/805-50-25-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-2 + Details Name: us-gaap_AssetAcquisitionConsiderationTransferredEquityInterestIssuedAndIssuable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of tangible and intangible assets included as part of consideration transferred in asset acquisition, classified as other. Excludes cash. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480060/805-50-25-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-2 + Details Name: us-gaap_AssetAcquisitionConsiderationTransferredOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of transaction cost incurred as part of consideration transferred in asset acquisition. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 55 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479908/805-50-55-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480060/805-50-25-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-2 + Details Name: us-gaap_AssetAcquisitionConsiderationTransferredTransactionCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionContingentConsiderationLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of consideration transferred, consisting of acquisition-date fair value of assets transferred by the acquirer, liabilities incurred by the acquirer, and equity interest issued by the acquirer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 30 -Paragraph 8 -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479637/805-30-30-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479581/805-30-50-1Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 30 -Paragraph 7 -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479637/805-30-30-7 + Details Name: us-gaap_BusinessCombinationConsiderationTransferred1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of equity interests of the acquirer, including instruments or interests issued or issuable in consideration for the business combination. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 30 -Paragraph 8 -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479637/805-30-30-8Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 30 -Paragraph 7 -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479637/805-30-30-7 + Details Name: us-gaap_BusinessCombinationConsiderationTransferredEquityInterestsIssuedAndIssuable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of tangible or intangible assets, including a business or subsidiary of the acquirer transferred by the entity to the former owners of the acquiree. Excludes cash. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -SubTopic 30 -Topic 805 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479581/805-30-50-1 + Details Name: us-gaap_BusinessCombinationConsiderationTransferredOther1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_BusinessAcquisitionAxis=onco_FairValueConsiderationTransferredMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 60 R49.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions (Details) - Schedule of Assets Acquired - Assets Recognized [Member] 9 Months Ended Sep. 30, 2024 USD ($) Schedule of Assets Acquired [Line Items] Â Inventory $ 1,120,000 ENTADFI Intangible 17,906,771 Total fair value of identifiable assets acquired $ 19,026,771 X - DefinitionAmount of asset acquisition consideration transferred ENTADFI intangible. + ReferencesNo definition available. + Details Name: onco_AssetAcquisitionConsiderationTransferredENTADFIIntangible Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of asset acquisition, consideration transferred, inventory. + ReferencesNo definition available. + Details Name: onco_AssetAcquisitionConsiderationTransferredInventory Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of consideration transferred in asset acquisition. Includes, but is not limited to, cash, liability incurred by acquirer, and equity interest issued by acquirer. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 55 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479908/805-50-55-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 25 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480060/805-50-25-1Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-1Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 30 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480027/805-50-30-2 + Details Name: us-gaap_AssetAcquisitionConsiderationTransferred Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_AssetAcquisitionAxis=onco_AssetsRecognizedMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 61 R50.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions (Details) - Schedule of Fair Value of the Proteomedix Stock Options Sep. 30, 2024 Exercise price [Member] | Minimum [Member] Â Acquisitions (Details) - Schedule of Fair Value of the Proteomedix Stock Options [Line Items] Â Derivative liability, measurement input 1.15 Exercise price [Member] | Maximum [Member] Â Acquisitions (Details) - Schedule of Fair Value of the Proteomedix Stock Options [Line Items] Â Derivative liability, measurement input 28.83 Stock price [Member] Â Acquisitions (Details) - Schedule of Fair Value of the Proteomedix Stock Options [Line Items] Â Derivative liability, measurement input 128.11 Term (years) [Member] | Minimum [Member] Â Acquisitions (Details) - Schedule of Fair Value of the Proteomedix Stock Options [Line Items] Â Derivative liability, measurement input 0.17 Term (years) [Member] | Maximum [Member] Â Acquisitions (Details) - Schedule of Fair Value of the Proteomedix Stock Options [Line Items] Â Derivative liability, measurement input 3.59 Expected stock price volatility [Member] Â Acquisitions (Details) - Schedule of Fair Value of the Proteomedix Stock Options [Line Items] Â Derivative liability, measurement input 90 Risk-free rate of interest [Member] | Minimum [Member] Â Acquisitions (Details) - Schedule of Fair Value of the Proteomedix Stock Options [Line Items] Â Derivative liability, measurement input 4.07 Risk-free rate of interest [Member] | Maximum [Member] Â Acquisitions (Details) - Schedule of Fair Value of the Proteomedix Stock Options [Line Items] Â Derivative liability, measurement input 5.47 X - ReferencesNo definition available. + Details Name: onco_AcquisitionsDetailsScheduleofFairValueoftheProteomedixStockOptionsLineItems Namespace Prefix: onco_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionValue of input used to measure derivative liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -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/2003/role/disclosureRef -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/2003/role/disclosureRef -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_DerivativeLiabilityMeasurementInput Namespace Prefix: us-gaap_ Data Type: xbrli:decimalItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputExercisePriceMember 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_MeasurementInputTypeAxis=us-gaap_MeasurementInputSharePriceMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputExpectedTermMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputPriceVolatilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputRiskFreeInterestRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 62 R51.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions (Details) - Schedule of Estimated Fair Values of Assets Acquired and Liabilities - Business Acquisition [Member] Sep. 30, 2024 USD ($) Schedule of Estimated Fair Values of Assets Acquired and Liabilities [Line Items] Â Cash $ 1,056,578 Accounts receivable 87,445 Inventories 80,593 Prepaid expenses and other current assets 114,615 Right of use asset 149,831 Property and equipment, net 39,779 Trade name 9,018,000 Customer relationships 1,891,000 Product rights for developed technology 10,541,000 Goodwill 53,914,055 Total assets acquired 76,892,896 Accounts payable (234,029) Accrued expenses (732,814) Operating lease liability (149,831) Deferred tax liability (2,994,669) Pension benefit obligation (548,384) Note payable (115,096) Total liabilities assumed (4,774,823) Net assets 72,118,073 Less non-controlling interest (7,006,504) Net assets acquired $ 65,111,569 X - DefinitionAmount of liabilities accrued expenses. + ReferencesNo definition available. + Details Name: onco_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentLiabilitiesAccruedExpenses Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of note payable. + ReferencesNo definition available. + Details Name: onco_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedNotePayable Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of pension benefit obligation. + ReferencesNo definition available. + Details Name: onco_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedPensionBenefitObligation Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of product rights for developed technology. + ReferencesNo definition available. + Details Name: onco_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedProductRightsForDevelopedTechnology Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionRight of use asset. + ReferencesNo definition available. + Details Name: onco_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedRightofUseAsset Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of customer relationships. + ReferencesNo definition available. + Details Name: onco_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesCustomerRelationships Namespace Prefix: onco_ 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 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-1Reference 5: 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/1943274/2147481283/985-20-50-2 + Details Name: us-gaap_AcquiredFiniteLivedIntangibleAssetsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThis element represents the fair value of the noncontrolling interest in the acquiree at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (e)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationAcquisitionOfLessThan100PercentNoncontrollingInterestFairValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of assets acquired at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of lease obligation assumed in business combination. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCapitalLeaseObligation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of currency on hand as well as demand deposits with banks or financial institutions, acquired at the acquisition date. 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://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCashAndEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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, acquired at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentAssetsPrepaidExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount due from customers or clients for goods or services, including trade receivables, that have been delivered or sold in the normal course of business, and amounts due from others, including related parties expected to be converted to cash, sold or exchanged within one year or the normal operating cycle, if longer, acquired at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentAssetsReceivables Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liabilities incurred for goods and services received that are used in an entity's business and related party payables, assumed at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedCurrentLiabilitiesAccountsPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of deferred tax liability attributable to taxable temporary differences assumed at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedDeferredTaxLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionThe amount of identifiable intangible assets recognized as of the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 55 -Paragraph 37 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479303/805-10-55-37Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedIntangibles Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe amount of inventory recognized as of the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 55 -Paragraph 37 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479303/805-10-55-37Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedInventory Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of liabilities assumed at the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount recognized as of the acquisition date for the identifiable assets acquired in excess of (less than) the aggregate liabilities assumed. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 55 -Paragraph 37 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479303/805-10-55-37Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe amount of property, plant, and equipment recognized as of the acquisition date. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 10 -Section 55 -Paragraph 37 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479303/805-10-55-37Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedPropertyPlantAndEquipment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount recognized as of the acquisition date for the assets, including goodwill, in excess of (less than) the aggregate liabilities assumed, less the noncontrolling interest in the acquiree. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredGoodwillAndLiabilitiesAssumedLessNoncontrollingInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount recognized for assets, including goodwill, in excess of (less than) the aggregate liabilities assumed. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 805 -SubTopic 20 -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479907/805-20-50-1 + Details Name: us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredGoodwillAndLiabilitiesAssumedNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_BusinessAcquisitionAxis=onco_BusinessAcquisitionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 63 R52.htm IDEA: XBRL DOCUMENT v3.24.3 Acquisitions (Details) - Schedule of Consolidated Statements of Operations and Comprehensive Loss - PMX Transaction [Member] - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2023 Sep. 30, 2023 Schedule of Consolidated Statements of Operations and Comprehensive Loss [Line Items] Â Â Revenue $ 548,731 $ 2,092,761 Net loss $ 5,494,678 $ 15,387,517 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 -Name Regulation S-X (SX) -Number 210 -Section 12 -Subsection 04 -Paragraph a -Publisher SECReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 3: http://www.xbrl.org/2003/role/recommendedDisclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-11 + Details Name: srt_CondensedIncomeStatementsCaptionsLineItems Namespace Prefix: srt_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe pro forma net Income or Loss for the period as if the business combination or combinations had been completed at the beginning of a period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2 + Details Name: us-gaap_BusinessAcquisitionsProFormaNetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe pro forma revenue for a period as if the business combination or combinations had been completed at the beginning of the period. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 805 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (h)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479328/805-10-50-2 + Details Name: us-gaap_BusinessAcquisitionsProFormaRevenue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: us-gaap_BusinessCombinationSeparatelyRecognizedTransactionsAxis=onco_PMXTransactionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 64 R53.htm IDEA: XBRL DOCUMENT v3.24.3 Significant Agreements (Details) - USD ($) 9 Months Ended Mar. 23, 2023 Sep. 30, 2024 Dec. 31, 2023 Jul. 29, 2023 Jul. 21, 2023 Significant Agreements [Line Items] Â Â Â Â Â Maturity term Â Â Â Jul. 14, 2025 Â Selling, general and administrative expense Â $ 400,000 Â Â Â Accounts payable Â 1,100,000 $ 1,800,000 Â Â Milestone payments Â 2,500,000 Â Â Â Additional milestone payments Â $ 500,000 Â Â Â Vendor Agreement [Member] Â Â Â Â Â Significant Agreements [Line Items] Â Â Â Â Â Sales-related services fee Â Â Â $ 800,000 $ 29,100,000 Minimum [Member] Â Â Â Â Â Significant Agreements [Line Items] Â Â Â Â Â Royalty percentage 5.00% Â Â Â Â Maximum [Member] Â Â Â Â Â Significant Agreements [Line Items] Â Â Â Â Â Royalty percentage 10.00% Â Â Â Â X - DefinitionAmount of additional milestone payments. + ReferencesNo definition available. + Details Name: onco_AdditionalMilestonePayment Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionMilestone payments. + ReferencesNo definition available. + Details Name: onco_MilestonePayments Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionRoyalty percentage. + ReferencesNo definition available. + Details Name: onco_RoyaltyPercentage Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration 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. + ReferencesReference 1: 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(15)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 2: 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)(15)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_AccountsPayableCurrentAndNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of the fee that accompanies borrowing money under the debt instrument. + 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)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_DebtInstrumentFeeAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionMaturity date of long-term debt, in YYYY-MM-DD format. + 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_LongTermDebtMaturityDate Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType 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. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 405 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477092/405-40-50-1 + Details Name: us-gaap_ObligationWithJointAndSeveralLiabilityArrangementLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of selling, general and administrative expense classified as other. + 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-S99-2 + Details Name: us-gaap_OtherSellingGeneralAndAdministrativeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=onco_VendorAgreementMember 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: XML 65 R54.htm IDEA: XBRL DOCUMENT v3.24.3 Notes Payable (Details) 3 Months Ended 9 Months Ended 12 Months Ended Sep. 24, 2024 USD ($) $ / shares shares Apr. 24, 2024 USD ($) Sep. 29, 2023 USD ($) Sep. 30, 2024 USD ($) shares Sep. 30, 2023 USD ($) Sep. 30, 2024 USD ($) shares Sep. 30, 2024 CHF (SFr) shares Sep. 30, 2023 USD ($) Dec. 31, 2023 USD ($) shares Apr. 25, 2024 USD ($) Apr. 19, 2024 USD ($) Jan. 23, 2024 USD ($) Oct. 03, 2023 shares Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Average discount rate, percentage Â Â Â Â Â 8.20% 8.20% Â Â Â Â Â Â Cash payment to the seller Â Â $ 1,000,000 Â Â Â Â Â Â Â Â Â Â Loss on extinguishment of note payable Â Â Â $ (490,000) Â $ (490,000) $ 490,000 Â Â Â Â Capital common stock (in Shares) | shares Â Â Â Â Â Â Â Â Â Â Â 142,749 Shares of common stock (in Shares) | shares Â Â Â Â Â 130,321 130,321 Â Â Â Â Â Â Common stock, shares issued (in Shares) | shares Â Â Â 8,326,281 Â 8,326,281 Â Â 571,033 Â Â Â Â Principal due amount Â Â Â Â Â Â Â Â Â $ 10,000 Â Â Â Percentage of cash receipts Â Â Â Â Â 15.00% 15.00% Â Â Â Â Â Â Net proceeds Â Â Â Â Â 10.00% 10.00% Â Â Â Â Â Â Interest rate Â Â Â 10.00% Â 10.00% Â Â Â Â Â Â Percentage of monthly payments Â Â Â Â Â 25.00% 25.00% Â Â Â Â Â Â Percentage of monthly payments equal original forbearance agreement Â Â Â Â Â 15.00% 15.00% Â Â Â Â Â Â Payment of net proceeds percentage Â Â Â Â Â 20.00% 20.00% Â Â Â Â Â Â Percentage of increased original forbearance agreement Â Â Â Â Â 10.00% 10.00% Â Â Â Â Â Â Interest expense Â Â Â $ 200,000 Â $ 500,000 Â Â Â Â Â Â Unamortized debt Â Â Â 10,000 Â 10,000 Â Â Â Â Â Â Accrued interest Â Â Â $ 230,532 Â $ 230,532 Â Â Â Â Â Â Interest rate Â Â Â 7.79% Â 7.79% Â Â Â Â Â Â Financing fees Â Â Â Â Â $ 700,000 Â Â Â Â Â Â Â Accrued interest $ 500,000 Â Â Â Â Â Â Â Â Â Â Â Accrued interest (in Shares) | shares 13,424 Â Â Â Â Â Â Â Â Â Â Â Pre-funded warrants share price (in Dollars per share) | $ / shares $ 0.3 Â Â Â Â Â Â Â Â Â Â Â Prefunded warrants exercise price (in Dollars per share) | $ / shares $ 0.04 Â Â Â Â Â Â Â Â Â Â Â Pre-funded warrants issued (in Shares) | shares 3,851 Â Â Â Â Â Â Â Â Â Â Â Note payable Â Â Â $ 200,000 Â 200,000 Â Â Â Â Â Â Loan payable Â Â Â 118,450 Â 118,450 Â Â $ 118,857 Â Â Â Â Asset Purchase Agreement [Member] Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Principal payment Â Â Â $ 5,000,000 $ 4,000,000 $ 5,000,000 Â $ 4,000,000 Â Â $ 5,000,000 Â Â Maturity date Â Â Â Â Â Apr. 19, 2024 Apr. 19, 2024 Â Â Â Â Â Â Accrued interest rate Â Â Â 10.00% Â 10.00% Â Â Â Â Â Â Â Veru [Member] Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Principal payment Â Â Â $ 5,000,000 Â $ 5,000,000 Â Â Â Â Â Â Â Maturity date Â Â Â Â Â Sep. 30, 2023 Sep. 30, 2023 Â Â Â Â Â Â Accrued interest rate Â Â Â 10.00% Â 10.00% Â Â Â Â Â Â Note payable Â Â Â $ 5,000,000 Â $ 5,000,000 Â Â Â Â Â Â Note payable originally due Â Â Â Â Â Sep. 30, 2024 Sep. 30, 2024 Â Â Â Â Â Â Note Payable [Member] Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Â Maturity date Â Â Â Â Â Sep. 30, 2024 Sep. 30, 2024 Â Â Â Â Â Â Date of issuance Â Â Â Â Â Â Â Â Â 1 year Â Â Â Â ENTADFI [Member] Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Principal amounts Â Â Â $ 1,100,000 Â $ 1,100,000 Â Â Â Â Â Â Note payable Â Â $ 4,000,000 Â Â Â Â Â Â Â Â Â Note payable originally due Â Â Sep. 30, 2023 Â Â Â Â Â Â Â Â Veru Note [Member] Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Accrued interest rate Â Â Â 10.00% Â 10.00% Â Â Â Â Â Â Insurance Financing [Member] Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Monthly installment payments Â Â Â Â Â $ 78,000 Â Â Â Â Â Â Â Installment Payments [Member] Â Â Â Â Â

Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Maturity date Â Â Â Â Â Nov. 17, 2024 Nov. 17, 2024 Â Â Â Â Â Â Â Maximum [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net proceeds Â Â Â Â Â 25.00% 25.00% Â Â Â Â Â Â Â Maximum [Member] | Veru Note [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Principal payment Â Â Â $ 5,000,000 Â $ 5,000,000 Â Â Â Â Â Â Â Â Minimum [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net proceeds Â Â Â Â Â 20.00% 20.00% Â Â Â Â Â Â Â Minimum [Member] | Veru Note [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Principal payment Â Â Â 3,500,000 Â $ 3,500,000 Â Â Â Â Â Â Â Veru [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Principal payment Â Â Â $ 4,700,000 Â $ 4,700,000 Â Â Â Â Â Â Â Common stock, shares issued (in Shares) | shares Â Â Â 142,749 Â 142,749 Â Â Â Â Â Â Â Principal due amount Â Â Â Â Â Â Â Â Â $ 50,000 Â Â Â Interest expense Â Â Â $ 200,000 Â $ 600,000 Â Â Â Â Â Â Â Related Party Debenture [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Principal payment Â Â Â Â Â Â Â Â Â Â $ 5,000,000 Â Interest rate Â Â Â Â Â Â Â Â Â 4.00% Â Interest payable Â Â Â Â Â Â Â Â Â Â Â $ 5,000,000 Â Financing fees Â Â Â Â Â $ 400,000 Â Â Â Â Â Â Â Forbearance Agreement [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Note payable Â $ 5,000,000 Â Â Â Â Â Â Â Â Â Â Note payable originally due Â Apr. 19, 2024 Â Â Â Â Â Â Â Â Â Â Â Series A Preferred Stock [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Issuance shares (in Shares) | shares Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â 3,000 Common Stock [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Common stock, shares issued (in Shares) | shares 513,424 Â Â 10,000,000 Â 10,000,000 Â Â 10,000,000 Â Â Â Â Proteomedix Acquisition [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Proteomedix acquisition (in Francs) | SFr Â Â Â Â Â Â SFr 100,000 Â Â Â Â Â Â Proteomedix Acquisition [Member] | Long-Term Debt [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Notes Payable [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Loan payable Â Â Â Â $ 118,000 Â $ 118,000 Â Â Â Â Â Â X - DefinitionAccrued interest. + ReferencesNo definition available. + Details Name: onco_AccruedInterestt Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe payment to the seller in the form of cash. + ReferencesNo definition available. + Details Name: onco_CashPaymentToTheSeller Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionDebt Instrument due date. + ReferencesNo definition available. + Details Name: onco_DebtInstrumentDueDate Namespace Prefix: onco_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionExercise of prefunded warrants. + ReferencesNo definition available. + Details Name: onco_ExerciseeOfPrefundedWarrants Namespace Prefix: onco_ Data Type: dtr:perShareItemType Balance Type: na Period Type: duration X - Definitionfinancing fees. + ReferencesNo definition available. + Details Name: onco_FinancingFees Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe percentage of payable average discount rate. + ReferencesNo definition available. + Details Name: onco_PayableAverageDiscountRatePercentage Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionPayment of net proceeds percentage. + ReferencesNo definition available. + Details Name: onco_PaymentOfNetProceedsPercentage Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionPercentage monthly payments equal. + ReferencesNo definition available. + Details Name: onco_PercentageMonthlyPaymentsEqual Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionPercentage of increased original forbearance agreement. + ReferencesNo definition available. + Details Name: onco_PercentageOfIncreasedOriginalForbearanceAgreement Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionPercentage of monthly payments equal original forbearance agreement. + ReferencesNo definition available. + Details Name: onco_PercentageOfMonthlyPaymentsEqualOriginalForbearanceAgreement Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionPercentage of net proceeds. + ReferencesNo definition available. + Details Name: onco_PercentageOfNetProceeds Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionPre funded warrants. + ReferencesNo definition available. + Details Name: onco_PreFundedWarrants Namespace Prefix: onco_ Data Type: dtr:perShareItemType Balance Type: na Period Type: duration X - DefinitionRegistered shares of common stock. + ReferencesNo definition available. + Details Name: onco_RegisteredSharesOfCommonStock Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionTotal number of shares issued during the period exercise of pre-funded warrants. + ReferencesNo definition available. + Details Name: onco_StockIssuedDuringPeriodSharesExerciseOfPrefundedWarrants Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionPurchase price of expected asset acquisition prior to consideration being transferred. Excludes business acquisition. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 805 -SubTopic 50 -Name Accounting Standards Codification -Section 15 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480123/805-50-15-3 + Details Name: us-gaap_AssetAcquisitionPriceOfAcquisitionExpected Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 - 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 - DefinitionAmount of annual principal payment for debt instrument. + 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-S99-1 + Details Name: us-gaap_DebtInstrumentAnnualPrincipalPayment Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 - DefinitionEffective interest rate for the funds borrowed under the debt agreement considering interest compounding and original issue discount or premium. + 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://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 3: 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 4: 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/1943274/2147482925/835-30-45-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-6 + Details Name: us-gaap_DebtInstrumentInterestRateEffectivePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType 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. + 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/2009/role/commonPracticeRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-04(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-3Reference 4: 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 5: 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 6: 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 7: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69E -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69EReference 8: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 69F -Publisher FASB -URI https://asc.fasb.org/1943274/2147481568/470-20-55-69FReference 9: 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/1943274/2147481139/470-20-50-1BReference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 11: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1BReference 13: http://www.xbrl.org/2003/role/disclosureRef 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Standards Codification -Section 50 -Paragraph 1D -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1DReference 18: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 19: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 20: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1E -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1EReference 21: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 22: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 23: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 24: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1F -Subparagraph (b)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1FReference 25: http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1I -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1IReference 26: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 27: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482900/835-30-50-1 + Details Name: us-gaap_DebtInstrumentLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionDate when the debt instrument is scheduled to be fully repaid, in YYYY-MM-DD format. + 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/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(22)(a)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 470 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1B + Details Name: us-gaap_DebtInstrumentMaturityDate Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType Balance Type: na Period Type: duration X - DefinitionAmount of the required periodic payments applied to principal. + 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-S99-1 + Details Name: us-gaap_DebtInstrumentPeriodicPaymentPrincipal Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration 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 - DefinitionAmount, after accumulated amortization, of debt discount (premium). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-1AReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 835 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482925/835-30-45-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -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 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 20 -

Name Accounting Standards Codification -Section 50 -Paragraph 1D -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481139/470-20-50-1D + Details Name: us-gaap_DebtInstrumentUnamortizedDiscountPremiumNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount excluding accrued interest, of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1 + Details Name: us-gaap_DebtSecuritiesAvailableForSaleExcludingAccruedInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accrued but unpaid interest on deposit liabilities. + ReferencesReference 1: 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(15)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_DepositLiabilitiesAccruedInterest Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionDifference between the fair value of payments made and the carrying amount of debt which is extinguished prior to maturity. + 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://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481303/470-50-40-4 + Details Name: us-gaap_GainsLossesOnExtinguishmentOfDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionSum of the carrying values as of the balance sheet date of (a) interest payable on all forms of debt, including trade payables, that has been incurred, and (b) dividends declared but unpaid on equity securities issued by the entity and outstanding (also includes dividends collected on behalf of another owner of securities that are being held by the entity). + ReferencesReference 1: 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(15)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_InterestAndDividendsPayableCurrentAndNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of interest expense classified as other. + ReferencesNo definition available. + Details Name: us-gaap_InterestExpenseOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRate of interest paid in cash on investment. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.12-12(Column A)(Footnote 4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.12-12A(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-12B(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-3Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6 + Details Name: us-gaap_InvestmentInterestRatePaidInCash Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionRate of interest paid in kind on investment. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.12-12A(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.12-12(Column A)(Footnote 4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-12B(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6 + Details Name: us-gaap_InvestmentInterestRatePaidInKind Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - DefinitionAmount of principal of investment owned. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 55 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477439/946-210-55-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.12-12(Column B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-12B(Column B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-3Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column B)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6 + Details Name: us-gaap_InvestmentOwnedBalancePrincipalAmount Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionCarrying value as of the balance sheet date of notes payable (with maturities initially due after one year or beyond the operating cycle if longer), excluding current portion. + 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-S99-1 + Details Name: us-gaap_LongTermNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionIncluding the current and noncurrent portions, aggregate carrying amount of all types of notes payable, as of the balance sheet date, with initial maturities beyond one year or beyond the normal operating cycle, if longer. + 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 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: 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)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 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)(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_NotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFair value portion of notes payable. + 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://www.xbrl.org/2009/role/commonPracticeRef -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 4: 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 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(19)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_NotesPayableFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 - DefinitionPercentage increase in the stated interest rate on a short-term debt instrument. + ReferencesNo definition available. + Details Name: us-gaap_ShortTermDebtInterestRateIncrease Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=onco_AssetPurchaseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=onco_VerusAPAMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=onco_NotePayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=onco_ENTADFIMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=onco_VeruNoteMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=onco_InsuranceFinancingMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=onco_InstallmentPaymentsMember 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: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=onco_VeruNotesPayableMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=onco_RelatedPartyDebentureMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=onco_ForbearanceAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesAPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AssetAcquisitionAxis=onco_ProteomedixAcquisitionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ExtinguishmentOfDebtAxis=us-gaap_LongTermDebtMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 66 R55.htm IDEA: XBRL DOCUMENT v3.24.3 Subscription Agreement (Details) - USD ($) 3 Months Ended 9 Months Ended 12 Months Ended Sep. 05, 2024 Jan. 23, 2024 Dec. 18, 2023 Sep. 30, 2024 Sep. 30, 2024 Dec. 31, 2023 Subscription Agreement [Line Items] Â Â Â Â Â Â Â Sale of units (in Shares) Â Â 500,000 Â Â Â Price per unit (in Dollars per share) Â Â $ 10 $ 10 $ 10 Â Interest rate percentage Â 4.00% Â Â Â Â Transaction for sale of units (in Shares) 500,000 Â Â Â Â Â Â Conversion of additional accrued interest shares (in Shares) 13,424 Â Â Â Â Â Â Estimated probability percentage Â Â Â Â 100.00% 55.00% Subscription Agreement Liability [Member] Â Â Â Â Â Â Â Subscription Agreement [Line Items] Â Â Â Â Â Â Â Provision for interest Â $ 5,000,000 Â Â Â Â Subscription Agreement Liability [Member] | Related Party [Member] Â Â Â Â Â Â Â Subscription Agreement [Line Items] Â Â Â Â Â Â Â Subscription agreement liability Â Â Â Â $ 1,814,000 $ 1,814,000 $ 864,000 Change in fair value of subscription agreement liability â€“ related party Â Â Â Â $ 928,000 $ 950,000 Â Common Stock [Member] Â Â Â Â Â Â Â Subscription Agreement [Line Items] Â Â Â Â Â Â Â Sale of units (in Shares) Â Â 1 Â Â Â Warrant [Member] Â Â Â Â Â Â Â Subscription Agreement [Line Items] Â Â Â Â Â Â Â Pre fund warrant (in Dollars per share) Â Â $ 0.3 Â Â Â Â X - DefinitionChange in fair value of subscription agreement liability. + ReferencesNo definition available. + Details Name: onco_ChangeInFairValueOfSubscriptionAgreementLiability Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionConversion of additional accrued interest shares. + ReferencesNo definition available. + Details Name: onco_ConversionOfAdditionalAccruedInterestShares Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionInterest rate percentage. + ReferencesNo definition available. + Details Name: onco_InterestRatePercentage Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionProvision for contract interest debenture. + ReferencesNo definition available. + Details Name: onco_ProvisionForInterestDebenture Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionSubscription agreement liability. + ReferencesNo definition available. + Details Name: onco_SubscriptionAgreementLiabilityNoncurrent Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: onco_SubscriptionAgreementLineItems Namespace Prefix: onco_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of new units issued during the period. + ReferencesNo definition available. + Details Name: onco_UnitsIssuedDuringPeriodSharesNewIssues Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of new warrant issued during the period. + ReferencesNo definition available. + Details Name: onco_UnitsIssuedDuringPeriodWarrantsPreFunded Namespace Prefix: onco_ Data Type: dtr:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe number of shares converted in a noncash (or part noncash) transaction. Noncash is defined as transactions during a period that do not result in cash receipts or cash payments in the period. "Part noncash" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_ConversionOfStockSharesConverted1 Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionPercentage of the estimated recovery from third parties recorded in the period pertaining to product liability damages from specified products. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -SubTopic 20 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 5.Y.Q2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480102/450-20-S99-1 + Details Name: us-gaap_ProductLiabilityContingencyThirdPartyRecoveryPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionPer share or per unit amount of equity securities issued. + ReferencesNo definition available. + Details Name: us-gaap_SharesIssuedPricePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_TypeOfArrangementAxis=onco_SubscriptionAgreementLiabilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=us-gaap_RelatedPartyMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=us-gaap_WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 67 R56.htm IDEA: XBRL DOCUMENT v3.24.3 Subscription Agreement (Details) - Schedule of Assumptions Used in the Monte-Carlo Model, Which Utilizes Level 3 Inputs - Level 3 Inputs [Member] Sep. 30, 2024 Dec. 31, 2023 Exercise Price [Member] Â Â Schedule of Assumptions Used in the Monte-Carlo Model, Which Utilizes Level 3 Inputs [Line Items] Â Â Assumptions Level 3 inputs 10 10 Term (years) [Member] Â Â Schedule of Assumptions Used in the Monte-Carlo Model, Which Utilizes Level 3 Inputs [Line Items] Â Â Assumptions Level 3 inputs 0.73 1.2 Expected Stock Price Volatility [Member] Â Â Schedule of

Assumptions Used in the Monte-Carlo Model, Which Utilizes Level 3 Inputs [Line Items] Â Â Assumptions Level 3 inputs 100 95 Risk-free Rate of Interest [Member] Â Â Schedule of Assumptions Used in the Monte-Carlo Model, Which Utilizes Level 3 Inputs [Line Items] Â Â Assumptions Level 3 inputs 4.15 4.64 X - DefinitionValue of input used to measure derivative liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -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/2003/role/disclosureRef -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/2003/role/disclosureRef -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_DerivativeLiabilityMeasurementInput Namespace Prefix: us-gaap_ Data Type: xbrli:decimalItemType 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. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103Reference 2: http://www.xbrl.org/2003/role/disclosureRef -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 3: http://www.xbrl.org/2003/role/disclosureRef -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 4: http://www.xbrl.org/2003/role/disclosureRef -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_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisValuationTechniquesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputExercisePriceMember 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_MeasurementInputTypeAxis=us-gaap_MeasurementInputExpectedTermMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputOptionVolatilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_MeasurementInputTypeAxis=us-gaap_MeasurementInputRiskFreeInterestRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 68 R57.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Redeemable Preferred Stock and Stockholders' Equity (Details) - Part 1 - USD ($) $ / shares in Units, $ in Millions Sep. 30, 2024 Sep. 24, 2024 Dec. 31, 2023 Dec. 15, 2023 Oct. 03, 2023 Sep. 29, 2023 Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Common stock, shares authorized 250,000,000 Â 250,000,000 Â Â Â Common stock issued 8,326,281 Â 571,033 Â Â Â Par value of common stock (in Dollars per share) $ 0.00001 Â $ 0.00001 Â Â Â Notes payable due (in Dollars) Â Â Â Â $ 3.0 Â Convertible preferred stock Â 3,000 Â 2,696,729 Â Â Common stock shares outstanding 8,313,347 Â 558,099 Â Â Â Common Stock [Member] Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Common stock issued 10,000,000 513,424 10,000,000 Â Â Â Par value of common stock (in Dollars per share) $ 0.00001 Â $ 0.00001 Â Â Â Preferred Stock [Member] Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Preferred stock, share issued 10,000,000 Â 10,000,000 Â Â Â Par value of preferred stock (in Dollars per share) $ 0.00001 Â $ 0.00001 Â Â Â Preferred investment options outstanding Â Â Â Â Series Seed Preferred Stock [Member] Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Preferred stock, shares authorize 1,150,000 Â 1,150,000 Â Â Â Series A Preferred Stock [Member] Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Preferred stock, share issued Â Â Â Â 3,000 Â Preferred stock, shares authorize 10,000 Â 10,000 Â Â Â Series B Preferred Stock [Member] Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Preferred stock, shares authorize 2,700,000 Â 2,700,000 2,700,000 Â Â Series A Convertible Preferred Stock [Member] Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Preferred stock, share issued 0 Â 3,000 Â Â Â Par value of preferred stock (in Dollars per share) $ 0.00001 Â $ 0.00001 Â Â Â Preferred stock, shares authorize 10,000 Â 10,000 Â Â Â Preferred investment options outstanding 0 Â 3,000 Â Â Â Preferred Stock [Member] | Series Seed Preferred Stock [Member] Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Preferred stock, shares authorize 1,150,000 Â Â Â Â Â Preferred Stock [Member] | Series B Preferred Stock [Member] Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Convertible preferred stock Â 2,696,729 Â Â Â Â Preferred Stock [Member] | Series A Convertible Preferred Stock [Member] Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Preferred stock, share issued Â Â Â Â 3,000 Â Preferred stock, shares authorize Â Â Â Â Â 10,000 Convertible preferred stock Â 142,749 Â Â Â Â Series A Convertible Preferred Stock [Member] Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Common stock shares outstanding 0 Â 3,000 Â Â Â 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 - 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 - 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_ConversionOfStockLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of long-term notes payable classified as other. + 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 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(16)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1Reference 3: 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)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_OtherNotesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionNumber of common shares issuable upon conversion of preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockConvertibleSharesIssuable 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 - 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 - 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 - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_PreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=onco_SeriesSeedPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesAPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesBPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=onco_SeriesAConvertiblePreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_PreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=onco_SeriesAConvertiblePreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 69 R58.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Redeemable Preferred Stock and Stockholders' Equity (Details) - Part 2 - shares Sep. 30, 2024 Sep. 24, 2024 Dec. 31, 2023 Dec. 15, 2023 Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Convertible preferred stock Â 3,000 Â 2,696,729 Preferred Stock initially convertible 6,741,820 Â Â Â Â Series B Preferred Stock [Member] Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Preferred stock, shares authorize 2,700,000 Â 2,700,000 2,700,000 Preferred Stock [Member] | Series B Preferred Stock [Member] Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Convertible preferred stock Â 2,696,729 Â Â Common Stock [Member] Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Convertible preferred stock Â 6,741,820 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. + ReferencesNo definition available. + Details Name: us-gaap_ConversionOfStockLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares issued for each share of convertible preferred stock that is converted. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(27)) -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(28)) -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 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3Reference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-6Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 16 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-16 + Details Name: us-gaap_ConvertiblePreferredStockSharesIssuedUponConversion Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of common shares issuable upon conversion of preferred stock. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-

gaap_PreferredStockConvertibleSharesIssuable Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType 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 - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesBPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementEquityComponentsAxis=us-gaap_PreferredStockMember 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 70 R59.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Redeemable Preferred Stock and Stockholders' Equity (Details) - Part 3 - USD ($) 1 Months Ended 3 Months Ended 9 Months Ended Jul. 11, 2024 Aug. 02, 2023 Jul. 31, 2023 Nov. 18, 2022 Nov. 10, 2022 Aug. 31, 2023 Aug. 31, 2022 Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Sep. 24, 2024 Dec. 31, 2023 Aug. 11, 2022 Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Common stock issued Â Â Â Â Â Â Â 8,326,281 Â 8,326,281 Â Â 571,033 Â Common stock shares outstanding Â Â Â Â Â Â Â Â 8,313,347 Â 8,313,347 Â Â 558,099 Â Exercise price, per share (in Dollars per share) Â Â Â Â Â Â Â Â $ 9.1 Â $ 9.1 Â Â Â Â Purchase aggregate shares 559,397 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Number of shares issued 186,465 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Contractual term of warrant 5 years Â Â Â Â Â Â Â Â Â Â Â Â Â Â Remaining shares 372,932 Â Â Â Â Â Â Â Â Â Â Â Â Â Â Remaining term of contractual 2 years Â Â Â Â Â Â Â Â Â Â Â Â Â Â Net proceeds (in Dollars) $ 900,000 Â Â Â Â Â $ 0 Â Â Â Â Â Â Â Â Â Â Resale registration statement number of days Â Â Â Â Â Â Â Â Â Â 60 days Â Â Â Â Management fee percentage Â Â Â Â Â Â Â Â 1.00% Â Â Â Â Legal fees and expenses (in Dollars) Â Â Â Â Â Â Â Â $ 50,000 Â Â Â Â Non-accountable expenses (in Dollars) Â Â Â Â Â Â Â Â $ 35,000 Â Â Â Â Shares of common stock Â Â Â Â Â Â Â Â 13,054 Â Â Â Â Common stock price per share (in Dollars per share) Â Â Â Â Â Â Â Â $ 7.5 Â Â Â Â Term of common shares Â Â Â Â Â Â Â Â 5 years Â Â Â Â Aggregate exercise percentage Â Â Â Â Â Â Â Â 7.50% Â Â Â Â Percentage of common stock Â Â Â Â Â Â Â Â 7.00% Â Â Â Â Shares of contingent warrants Â Â Â Â 7,459 Â Â Â Â Â Â Â Â Fair value of the contingent warrant liability (in Dollars) Â Â Â Â Â Â Â $ (30,448) $ 99,728 $ (30,448) $ 99,787 Â Â Â Outstanding warrants Â Â Â Â Â Â Â 583,475 Â 583,475 Â Â Â Â Common Stock, Percentage Â Â Â Â Â Â Â Â 7.00% Â Â Â Â Additional paid in capital (in Dollars) Â Â Â Â Â Â Â Â Â Â Â Â Â Â $ 158,000 Â Â Â Â Aggregate purchase of common stock Â Â 62,155 Â Â Â Â Â Â Â Â Â Â Â Â Reduced exercised price (in Dollars per share) Â Â Â $ 43.6 Â Â Â Â Â Â Â $ 3.14 Â Â Â Â Issued shares of common stock Â Â 124,311 Â Â Â Â Â Â 39,375 Â Â Â Â Remaining unissued shares Â Â Â Â Â Â Â 22,780 Â 22,780 Â Â Â Â Percentage of cash fee Â Â Â Â Â Â Â 10.00% Â 10.00% Â Â Â Â Exercise price (in Dollars per share) Â Â Â Â Â Â Â Â $ 54.5 Â Â Â Â Exercise price (in Dollars per share) Â Â Â Â Â Â Â Â Â Â Â Â Â Â $ 1.3625 Â Â Â Â Warrants issuable Â Â Â Â Â Â Â 7,459 Â 7,459 Â Â Â Â Aggregate net proceeds (in Dollars) Â Â Â Â Â Â Â Â Â Â Â Â $ 2,300,000 Â Â Â Â Equity issuance cost (in Dollars) Â Â Â Â Â Â Â Â 205,093 Â Â Â Warrants exercisable Â Â Â Â Â Â Â 3,729 Â 3,729 Â Â Â Â Warrants issued for settlement of contingent warrants (in Dollars) Â Â Â Â Â Â Â Â $ 129,184 Â Â Â Value of the liability (in Dollars) Â Â Â Â Â Â Â $ 26,000 Â 26,000 Â Â Â Â Repurchase shares of common stock Â Â Â Â 125,000 Â Â Â Â Â Â Â Â Â Â Price per share (in Dollars per share) Â Â Â Â $ 2 $ 1 Â Â Â Â Â Â Â Â Repurchased share Â Â Â Â Â Â Â Â 0 Â 1,441 Â Â Â Aggregate amount (in Dollars) Â Â Â Â Â Â Â 0 Â 59,000 Â Â Â Â Price per share (in Dollars per share) Â Â Â Â Â Â Â Â $ 40.8 Â Â Â Â Â Shares remaining repurchased (in Dollars) Â Â Â Â Â Â Â $ 112,000 Â $ 112,000 Â Â Â Â Subscription Agreement [Member] Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Exercise price, per share (in Dollars per share) $ 6 Â Â Â Â Â Â Â Â Â Â Â Â July 2024 Inducement [Member] Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Exercise price, per share (in Dollars per share) Â $ 43.6 Â Â Â Â Â Â Â Â Â Â Â $ 101.84 PIOs [Member] Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Management fee percentage Â Â Â Â Â Â Â Â 7.50% Â Â Â Â Warrant [Member] Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Common stock issued Â Â Â Â Â Â Â 3,729 Â 3,729 Â Â Â Â Shares of contingent warrants Â Â Â Â Â Â Â 3,729 Â Â Â Â Â Â Â Â Fair value of the contingent warrant liability (in Dollars) Â Â Â Â Â Â Â Â Â Â Â Â $ 129,000 Â Â Â Â Outstanding warrants Â Â Â Â Â Â Â 39,158 Â 39,158 Â Â Â Â Percentage of cash fee Â Â Â Â Â Â Â 7.50% Â 7.50% Â Â Â Â Equity issuance cost (in Dollars) Â Â Â Â Â Â Â Â Â Â Â Â $ 2,600,000 Â Â Â Â Warrants exercisable Â Â Â Â Â Â Â 583,475 Â 583,475 Â Â Â Â Warrants issued for settlement of contingent warrants (in Dollars) Â Â Â Â Â Â Â Â Â Â Â Â $ 122,000 Â Â Â Â Contingent Warrant Liability [Member] Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Fair value of the contingent warrant liability (in Dollars) Â Â Â Â Â Â Â Â Â Â Â $ 2,700 Â Â Â Â Warrant Inducement [Member] Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Net proceeds (in Dollars) Â $ 2,300,000 Â Â Â Â Â Â Â Â Â Â Minimum [Member] Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Resale registration statement number of days Â Â Â Â Â Â Â Â Â Â 30 days Â Â Â Â Maximum [Member] Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Resale registration statement number of days Â Â Â Â Â Â Â Â Â Â 90 days Â Â Â Â Common Stock [Member] Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Percentage of common stock Â Â Â Â Â Â Â Â 6.00% Â Â Â Â Net proceeds (in Dollars) Â Â Â Â Â Â Â Â Â Â Â Â $ 900,000 Â Â Â Â Equity issuance cost (in Dollars) Â Â Â Â Â Â Â Â $ 1,900,000 Â Â Â Â Issued shares of common stock Â Â Â Â Â Â Â 62,155 Â Â Â Â PIOs [Member] Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Number of shares issued 559,397 Â Â Â Â Â Â Â Â Â Â Â Â Preferred Investment Options [Member] Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Purchase aggregate shares 186,466 Â Â Â Â Â Â Â Â Â Â Â Â Common Stock [Member] Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Common stock issued Â Â Â Â Â Â 10,000,000 Â 10,000,000 Â 513,424 10,000,000 Â Exercise price, per share (in Dollars per share) Â Â $ 101.84 Â Â Â Â Â Â Â Â Â Â Â Â X - DefinitionAggregate net proceeds. + ReferencesNo definition available. + Details Name: onco_AggregateNetProceeds Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionPercentage of common stock. + ReferencesNo definition available. + Details Name: onco_CommonStockPercentage Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionContractual term of warrant. + ReferencesNo definition available. + Details Name: onco_ContractualTermOfWarrant Namespace Prefix: onco_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares issued. + ReferencesNo definition available. + Details Name: onco_NumberOfSharesIssued Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionPercentage of common stock. + ReferencesNo definition available. + Details Name: onco_PercentageOfCommonStock Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionPurchase aggregate shares. + ReferencesNo definition available. + Details Name: onco_PurchaseAggregateShares Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionRemaining term of contractual. + ReferencesNo definition available. + Details Name: onco_RemainingTermOfContractual Namespace Prefix: onco_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionResale registration statement number of days after the date of inducement letter. + ReferencesNo definition available. + Details Name: onco_ResaleRegistrationStatementNumberOfDaysAfterTheDateOfInducementLetter Namespace Prefix: onco_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration 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. + ReferencesNo definition available. + Details Name: onco_SharesOfCommonStockIssued Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionShares of contingent warrants. + ReferencesNo definition available. + Details Name: onco_SharesOfContingentWarrants Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe amount of warrants issued for settlement of contingent warrants. + ReferencesNo definition available. + Details Name: onco_WarrantsIssuedForSettlementOfContingentWarrants Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount authorized for purchase of share under share repurchase plan. Includes, but is not limited to, repurchase of stock and unit of ownership. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 505 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481520/505-30-50-4 + Details Name: srt_StockRepurchaseProgramAuthorizedAmount1 Namespace Prefix: srt_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionNumber of shares authorized to be purchased under share repurchase plan. Includes, but is not limited to, repurchase of stock and unit of ownership. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 505 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481520/505-30-50-4 + Details Name: srt_StockRepurchaseProgramNumberOfSharesAuthorizedToBeRepurchased Namespace Prefix: srt_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionFinal price paid per share for the purchase of the targeted number of shares, determined by an average market price over a fixed period of time. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 30 -Name Accounting Standards Codification -Section 25 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481138/505-30-25-5 + Details Name: us-gaap_AcceleratedShareRepurchasesFinalPricePaidPerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionAmount of other increase (decrease) in additional paid in capital (APIC). + ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalOther Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 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 - DefinitionThe number of warrants or rights which entitle the entity to receive future services in exchange for the unvested, forfeitable warrants or rights. + ReferencesNo definition available. + Details Name: us-gaap_ClassOfWarrantOrRightUnissued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionPer share increase in conversion price of convertible common stock. Excludes change due to standard antidilution provision. + 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_CommonStockConvertibleConversionPriceIncrease Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares of common stock issued as dividends during the period. Excludes stock splits. + 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_CommonStockDividendsShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration 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 - 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_ConversionOfStockLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionTotal costs of sales and operating expenses for the period. + 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) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2 + Details Name: us-gaap_CostsAndExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense (income) related to adjustment to fair value of warrant liability. + 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://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 25 -Paragraph 13 -SubTopic 10 -Topic 480 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481766/480-10-25-13 + Details Name: us-gaap_FairValueAdjustmentOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionRate of interest paid in cash on investment. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.12-12(Column A)(Footnote 4)) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147477271/946-320-S99-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.12-12A(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-12B(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-3Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6 + Details Name: us-gaap_InvestmentInterestRatePaidInCash Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType 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 - DefinitionRate for management and service fees under arrangement to manage operations, including, but not limited to, investment. + ReferencesReference 1: 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)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_ManagementAndServiceFeesRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionAmount of liabilities classified as other. + ReferencesReference 1: 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(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-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)(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 3: 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 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(12)(b)(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 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(12)(b)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 6: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(12)(b)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 7: 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)(17)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_OtherLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant 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 cash inflow from additional borrowings, net of cash paid to third parties in connection with debt origination. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromDebtNetOfIssuanceCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from issuance of rights to purchase common shares at predetermined price (usually issued together with corporate debt). + 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_ProceedsFromIssuanceOfWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from the issuance of common stock, preferred stock, treasury stock, stock options, and other types of equity. + 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://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-S99-3 + Details Name: us-gaap_ProceedsFromIssuanceOrSaleOfEquity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe number of shares issued or sold by the subsidiary or equity method investee per stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockNumberOfSharesIssuedInTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionPurchase price of common stock expressed as a percentage of its fair value. + ReferencesNo definition available. + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardPurchasePriceOfCommonStockPercent Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionPer share decrease in exercise price of option. Excludes change due to standard antidilution provision and option granted under share-based payment arrangement. + 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_StockOptionExercisePriceDecrease Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionPer share increase in exercise price of option. Excludes change due to standard antidilution provision and option granted under share-based payment arrangement. + 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_StockOptionExercisePriceIncrease Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionPeriod share may be purchased under authorized share repurchase plan, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. Includes, but is not limited to, repurchase of stock and unit of ownership. + ReferencesNo definition available. + Details Name: us-gaap_StockRepurchaseProgramPeriodInForce1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionNumber of shares remaining authorized to be purchased under share repurchase plan. Includes, but is not limited to, repurchase of stock and unit of ownership. + ReferencesNo definition available. + Details Name: us-gaap_StockRepurchaseProgramRemainingNumberOfSharesAuthorizedToBeRepurchased Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares that have been repurchased and retired during the 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://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_StockRepurchasedAndRetiredDuringPeriodShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the value of stock that has been repurchased during the period and has not been retired and is not held in treasury. Some state laws may mandate the circumstances under which an entity may acquire its own stock and prescribe the accounting treatment therefore. This element is used when state law does not recognize treasury stock. + 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/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -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 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_StockRepurchasedDuringPeriodValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionTotal cost of shares repurchased divided by the total number of shares repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockAcquiredAverageCostPerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionPer share decrease in exercise price of warrant. Excludes change due to standard antidilution provision. + 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_WarrantExercisePriceDecrease Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_DebtInstrumentAxis=onco_SubscriptionAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=onco_July2024InducementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=onco_PIOsMember 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=onco_ContingentWarrantLiabilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=onco_WarrantInducementMember 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_StatementEquityComponentsAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=onco_PIOsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=onco_PreferredInvestmentOptionsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_CommonStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 71 R60.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Redeemable Preferred Stock and Stockholders' Equity (Details) - Part 4 - USD ($) 1 Months Ended 3 Months Ended 9 Months Ended Sep. 26, 2024 Apr. 16, 2024 Feb. 14, 2024 Jul. 31, 2023 May 31, 2023 May 09, 2023 Mar. 29, 2023 Aug. 31, 2025 Aug. 31, 2024 Jan. 31, 2024 Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Dec. 31, 2023 Oct. 03, 2023 Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Fixed commission rate Â Â Â Â Â Â 3.00% Â Â Â Â Â Â Â Â Â Â Deferred offering costs (in Dollars) Â Â Â Â Â Â Â Â Â Â Â $ 366,113 Â $ 366,113 Â $ 366,113 Â Warrants exercisable Â Â Â Â Â Â Â Â Â Â Â 3,729 Â 3,729 Â Â Â Warrants outstanding fair value (in Dollars per share) Â Â Â Â Â Â Â Â Â Â Â Â $ 5.2 Â Â Â Warrant liability (in Dollars) Â Â Â Â Â Â Â Â Â $ 125,000 Â $ 125,000 Â Â Â Settlement share Â Â Â Â Â Â Â Â Â Â 39,158 Â 39,158 Â 11,188 Â Reserved for issuance shares Â Â Â Â Â Â Â Â Â Â Â Â Â Â 142,749 Weighted average grant date fair value (in Dollars per share) Â Â Â Â Â Â Â Â Â Â Â Â Â Â $ 43.2 Â Â Â Aggregate fair value of stock options (in Dollars) Â Â Â Â Â Â Â Â Â Â Â $ 53,000 $ 137,000 $ 220,000 $ 616,000 Â Â Restricted shares granted Â Â Â Â Â 636 3,750 Â Â Â Â Â Â Â Â Â Â Restricted shares granted vest Â Â Â Â Â Â Â Â Â 25.00% 50.00% Â Â Â Â Â Â Â Stock options outstanding Â 12,257 Â Â Â Â Â Â Â Â Â Â Â Â Â Expense (in Dollars) Â Â Â Â Â Â Â Â Â Â $ 19,000 Â $ 54,000 Â Â Â Weighted average exercise price (in Dollars per share) Â Â Â Â Â Â Â Â Â Â Â Â Â $ 3.46 Â $ 3.46 Â Â Â Vested weighted average term Â Â Â Â Â Â Â Â Â Â Â Â 4 years 11 months 19 days Â Â Â Stock option Â Â Â Â Â Â Â Â Â Â 57,997 Â 57,997 Â Â Â Reduced exercised price (in Dollars per share) Â Â Â $ 43.6 Â Â Â Â Â Â Â Â Â Â Â $ 3.14 Â Â Â Â Stock-based compensation expense (in Dollars) Â Â Â Â Â Â Â Â Â Â Â $ 45,634 $ 105,402 $ 97,509 $ 563,761 Â Â Vesting period Â Â Â Â Â Â Â Â Â Â Â Â 4 years Â Â Â Warrant [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Warrants exercisable Â Â Â Â Â Â Â Â Â Â 583,475 Â 583,475 Â Â Â Equity Option [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Stock option outstanding shares Â Â Â Â Â Â Â Â Â Â 13,674 Â 13,674 Â 47,619 Â Weighted average exercise price (in Dollars per share) Â Â Â Â Â Â Â Â Â Â Â $ 156.96 Â $ 156.96 Â $ 65.2 Â Vested weighted average term Â Â Â Â Â Â Â Â Â Â Â Â 5 years 14 days Â Â Â Stock-based compensation expense (in Dollars) Â Â Â Â Â Â Â Â Â Â Â $ 58,000 Â $ 58,000 Â Â Â 2022 Plan [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Reserved for issuance shares Â Â Â Â Â Â Â Â Â Â 1,450,000 1,450,000 1,450,000 1,450,000 Â Â Available shares Â Â Â Â Â Â Â Â Â Â 1,403,116 Â 1,403,116 Â Â Â PMX Option Plan [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Expected term Â Â Â Â Â Â Â Â Â Â 11 years Â Â Â Stock option outstanding shares Â Â Â Â Â Â Â Â Â 58,172 Â 58,172 Â Â Â Market Offering Agreement [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Shares of common stock (in Dollars) Â Â Â Â Â $ 3,900,000 Â Â Â Â Â Â Â Â Â Chief Executive Officer [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Restricted shares granted Â Â Â Â Â 12,188 Â Â Â Â Â Â Â Â Â Chief Financial Officer [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Restricted shares granted Â Â Â Â Â 3,750 Â Â Â Â Â Â Â Â Â CBOâ€™s [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Restricted shares granted Â Â Â Â Â 1,875 Â Â Â Â Â Â Â Â Â Board of Directors [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Aggregate of stock options Â Â 78 Â Â Â Â Â Â Â Â Â Â Â Â Â Board of Directtors [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Restricted stock (in Dollars) $ 16,590 Â Â Â Â Â Â Â Â Â Â Â Â Â Expense (in Dollars) Â Â Â Â Â Â Â Â Â Â $ 18,000 Â Â Â Forecast [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Restricted shares granted vest Â Â Â Â Â Â Â Â Â 25.00% Â Â Â Â Â Â Â Â Â August 2022 private placement [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â

Â Â Â Â Â Warrant liability (in Dollars) Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â $ 3,000 Â At the Market Offering Agreement [Member] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Convertible Redeemable Preferred Stock and Stockholders Equity [Line Items] Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Â Deferred offering costs (in Dollars) Â Â Â Â Â Â Â Â Â Â $ 300,000 Â $ 300,000 Â Â Â Â X - DefinitionPercentage of fixed commission. + ReferencesNo definition available. + Details Name: onco_FixedCommissionRate Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionRestricted shares granted vest percentage. + ReferencesNo definition available. + Details Name: onco_RestrictedSharesGrantedVestPercentage Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionUnderlying warrants outstanding fair value. + ReferencesNo definition available. + Details Name: onco_UnderlyingWarrantsOutstandingFairValue Namespace Prefix: onco_ Data Type: dtr:perShareItemType Balance Type: na Period Type: duration X - DefinitionValue received from shareholders in common stock-related transactions that are in excess of par value or stated value and amounts received from other stock-related transactions. Includes only common stock transactions (excludes preferred stock transactions). May be called contributed capital, capital in excess of par, capital surplus, or paid-in capital. + 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)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_AdditionalPaidInCapitalCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant 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 - 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 - 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 - 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_ConversionOfStockLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of deferred cost, excluding capitalized cost related to contract with customer; classified as noncurrent. + 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(17)) -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(10)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_DeferredCosts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of shares as a settlement alternative for each freestanding option contract. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (d) -SubTopic 40 -Topic 815 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-5 + Details Name: us-gaap_OptionIndexedToIssuersEquitySettlementAlternativesSharesAtFairValue Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionAmount of expense classified as other. + 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(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: 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-S99-2 + Details Name: us-gaap_OtherExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionNumber, after shares used to satisfy grantee's tax withholding obligation for award under share-based payment arrangement, of restricted shares issued. Excludes cash used to satisfy grantee's tax withholding obligation. + ReferencesNo definition available. + Details Name: us-gaap_RestrictedStockSharesIssuedNetOfSharesForTaxWithholdings Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionValue, after value of shares used to satisfy grantee's tax withholding obligation for award under share-based payment arrangement, of restricted shares issued. Excludes cash used to satisfy grantee's tax withholding obligation. + ReferencesNo definition available. + Details Name: us-gaap_RestrictedStockValueSharesIssuedNetOfTaxWithholdings Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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 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 - DefinitionThe weighted average grant-date fair value of options granted during the reporting period as calculated by applying the disclosed option pricing methodology. + ReferencesReference 1: 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/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageGrantDateFairValue Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType 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 - 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 - 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 - DefinitionFair value of options vested. Excludes equity instruments other than options, for example, but not limited to, share units, stock appreciation rights, restricted stock. + ReferencesReference 1: 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/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsVestedInPeriodFairValue1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of options vested. + ReferencesNo definition available. + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsVestedNumberOfShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of allocated shares held by the Employee Stock Option Plan at balance sheet date. Allocated shares are shares that have been assigned to individual participant accounts based on a known formula. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 718 -SubTopic 40 -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480489/718-40-50-1 + Details Name: us-gaap_SharesHeldInEmployeeStockOptionPlanAllocated Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares issued in lieu of cash for services contributed to the entity. Number of shares includes, but is not limited to, shares issued for services contributed by vendors and founders. + ReferencesNo definition available. + Details Name: us-gaap_StockIssuedDuringPeriodSharesIssuedForServices Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionPer share decrease in exercise price of option. Excludes change due to standard antidilution provision and option granted under share-based payment arrangement. + 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_StockOptionExercisePriceDecrease Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionValue of outstanding derivative securities that permit the holder the right to purchase securities (usually equity) from the issuer at a specified price. + 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_WarrantsAndRightsOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=us-gaap_WarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_StockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=onco_TwoThousandTwentyTwoPlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_PlanNameAxis=onco_PMXOptionPlanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_AwardTypeAxis=onco_MarketOfferingAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_TitleOfIndividualAxis=srt_ChiefExecutiveOfficerMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_TitleOfIndividualAxis=srt_ChiefFinancialOfficerMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_TitleOfIndividualAxis=onco_ChiefBusinessOfficerMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_TitleOfIndividualAxis=srt_DirectorMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_TitleOfIndividualAxis=srt_BoardOfDirectorsChairmanMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementScenarioAxis=srt_ScenarioForecastMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=onco_AugustTwoThousandTwentyTwoPrivatePlacementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: onco_AgreementAxis=onco_AtTheMarketOfferingAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 72 R61.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Redeemable Preferred Stock and Stockholders' Equity (Details) - Schedule of Outstanding Warrants, Excluding Contingent Warrants 9 Months Ended Sep. 30, 2024 $ / shares shares Schedule of Outstanding Warrants, Excluding Contingent Warrants [Line Items] Â Number of Shares | shares 583,475 Exercise Price | $ / shares $ 9.1 April 2022 Offering Placement Agent Warrants [Member] Â Schedule of Outstanding Warrants, Excluding Contingent Warrants [Line Items] Â Number of Shares | shares 1,771 Exercise Price | $ / shares $ 338.75 Expiration Date Apr. 19, 2026 August 2022 Offering Placement Agent Warrants [Member] Â Schedule of Outstanding Warrants, Excluding Contingent Warrants [Line Items] Â Number of Shares | shares 5,524 Exercise Price | $ / shares $ 135.75 Expiration Date Aug. 11, 2027 August 2023 Offering Placement Agent Warrants [Member] Â Schedule of Outstanding Warrants, Excluding Contingent Warrants [Line Items] Â Number of Shares | shares 3,729 Exercise Price | $ / shares $ 54.5 Expiration Date Aug. 02, 2027 July 2024 Offering Placement Warrants [Member] Â Schedule of Outstanding Warrants, Excluding Contingent Warrants [Line Items] Â Number of Shares | shares 186,465 Exercise Price | $ / shares $ 6 Expiration Date Jul. 12, 2029 July 2024 Offering Placement Warrants [Member] Â Schedule of Outstanding Warrants, Excluding Contingent Warrants [Line Items] Â Number of Shares | shares 372,932 Exercise Price | $ / shares $ 6 Expiration Date Jul. 12, 2026 July 2024 Offering Placement Agent Warrants [Member] Â Schedule of Outstanding Warrants, Excluding Contingent Warrants [Line Items] Â Number of Shares | shares 13,054 Exercise Price | $ / shares $ 7.5 Expiration Date Jul. 12, 2029 X - DefinitionDate the warrants or rights are exercisable, in YYYY-MM-DD format. + 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_ClassOfWarrantOrRighstDateFromWhichWarrantsOrRightsExercisable Namespace Prefix: us-gaap_ Data Type: xbrli:dateItemType 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 - 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 - Details Name: us-gaap_ClassOfWarrantOrRightAxis=onco_AprilTwoZeroTwoTwoOfferingPlacementAgentWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=onco_AugustTwoZeroTwoTwoOfferingPlacementAgentWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=onco_AugustTwoZeroTwoThreeOfferingPlacementAgentWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=onco_July2024OfferingPlacementWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=onco_July2024OfferingPlacementWarrantMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_ClassOfWarrantOrRightAxis=onco_July2024OfferingPlacementAgentWarrantsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 73 R62.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Redeemable Preferred Stock and Stockholders' Equity (Details) - Schedule of Stock Options - Stock Options [Member] - $ / shares 9 Months Ended Dec. 31, 2023 Sep. 30, 2024 Schedule of Stock Options [Line Items] Â Â Number of Shares, Ending 47,619 13,674 Weighted Average Exercise Price, Ending $ 65.2 $ 156.96 Weighted Average Remaining Contractual Life, Ending 8 years 4 months 24 days 8 years 1 month 6 days Number of Shares, Options vested and exercisable Â 8,633 Weighted Average Exercise Price, Options vested and exercisable Â $ 194.63 Weighted Average Remaining Contractual Life, Options vested and exercisable Â 7 years 10 months 24 days Number of Shares, Granted Â Weighted Average Exercise Price, Granted Â Number of Shares, Forfeited / cancelled Â (33,539) Weighted Average Exercise Price, Forfeited / cancelled Â $ 28.35 Number of Shares, Exercised Â (406) Weighted Average Exercise Price, Exercised Â $ 0.5 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 - DefinitionWeighted average price of options that were either forfeited or 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_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresAndExpirationsInPeriodWeightedAverageExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: duration X - DefinitionThe 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. + 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_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresInPeriod 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 - DefinitionNumber of fully vested and expected to vest exercisable options that may be converted into shares under option plan. 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)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestExercisableNumber Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionWeighted-average exercise price, at which grantee can acquire shares reserved for issuance, for fully vested and expected to vest exercisable or convertible options. 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)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestExercisableWeightedAverageExercisePrice 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 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 option awards outstanding, 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 -Topic 718 -SubTopic 10 -Subparagraph (e)(1) -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_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsOutstandingWeightedAverageRemainingContractualTerm2 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 exercisable or convertible options, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the 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)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2 + Details Name: us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsVestedAndExpectedToVestExercisableWeightedAverageRemainingContractualTerm1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na 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 - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_StockOptionMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 74 R63.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Redeemable Preferred Stock and Stockholders' Equity (Details) - Schedule of Fair Value of Options Granted 9 Months Ended Sep. 30, 2024 $ / shares Minimum [Member] Â Schedule of Fair Value of Options Granted [Line Items] Â Exercise price (in Dollars per share) $ 42 Term (years) 5 years Expected stock price volatility 113.10% Risk-free rate of interest 3.50% Maximum [Member] Â Schedule of Fair Value of Options Granted [Line Items] Â Exercise price (in Dollars per share) $ 51.6 Term (years) 10 years Expected stock price volatility 119.50% Risk-free rate of interest 3.60% 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 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103Reference 2: http://www.xbrl.org/2003/role/disclosureRef -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 3: http://www.xbrl.org/2003/role/disclosureRef -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 4: http://www.xbrl.org/2003/role/disclosureRef -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_FairValueAssetsAndLiabilitiesMeasuredOnRecurringAndNonrecurringBasisValuationTechniquesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAgreed-upon price for the exchange of the underlying asset relating to the share-based payment award. + ReferencesNo definition available. + Details Name: us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExercisePrice Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemType Balance Type: na Period Type: instant 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 - 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: 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: XML 75 R64.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Redeemable Preferred Stock and Stockholders' Equity (Details) - Schedule of Restricted Stock 9 Months Ended Sep. 30, 2024 $ / shares shares Schedule of Restricted Stock [Abstract] Â Number of Shares, Outstanding at beginning | shares 6,414 Weighted Average Grant Date Fair Value, Outstanding at beginning | $ / shares $ 41.2 Number of Shares, Granted | shares 16,668 Weighted Average Grant Date Fair Value, Granted | $ / shares $ 3.38 Number of Shares, Vested | shares (4,852) Weighted Average Grant Date Fair Value, Vested | $ / shares $ 39.59 Number of Shares, Forfeited | shares (313) Weighted Average Grant Date Fair Value, Forfeited | $ / shares $ 41 Number of Shares, Outstanding at ending | shares 17,917 Weighted Average Grant Date Fair Value, Outstanding at ending | $ / shares $ 6.15 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 - ReferencesNo definition available. + Details Name: us-gaap_StockIssuedDuringPeriodSharesShareBasedCompensationNetofForfeituresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 76 R65.htm IDEA: XBRL DOCUMENT v3.24.3 Convertible Redeemable Preferred Stock and Stockholders' Equity (Details) - Schedule of Stock-Based Compensation Expense - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Schedule of Stock-Based Compensation Expense [Line Items] Â Â Â Â Total stock-based compensation expenses $ 45,634 $ 105,402 $ 97,509 $ 563,761 Selling, general and administrative [Member] Â Â Â Â Schedule of Stock-Based Compensation Expense [Line Items] Â Â Â Â Total stock-based compensation expenses 45,634 89,832 142,082 362,191 Research and development [Member] Â Â Â Â Schedule of Stock-Based Compensation Expense [Line Items] Â Â Â Â Total stock-based compensation expenses $ 15,570 $ (44,573) $ 201,570 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. + 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 - Details Name: us-gaap_IncomeStatementLocationAxis=us-gaap_SellingGeneralAndAdministrativeExpensesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_IncomeStatementLocationAxis=onco_ResearchAndDevelopmentMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 77 R66.htm IDEA: XBRL DOCUMENT v3.24.3 Commitments and Contingencies (Details) - USD ($) 9 Months Ended 12 Months Ended May 01, 2022 Sep. 30, 2024 Dec. 31, 2023 Commitments and Contingencies [Line Items] Â Â Â Additional right-of-use asset Â $ 88,000 Â Lease remainder year amount Â 129,000 Â Short-term lease $ 14,000 Â Â Rent expense Â 51,000 Â Variable lease expense Â $ 4,000 Â Percentage of subscription Â 2.00% Â Related expense Â Â $ 209,000 Approximately amount paid Â Â 159,000 Accrued expenses Â Â $ 50,000 Zurich Switzerland [Member] Â Â Â Commitments and Contingencies [Line Items] Â Â Â Leases office rate Â $ 32,000 Â X - DefinitionPercentage of subscription . + ReferencesNo definition available. + Details Name:

onco_PercentageOfSubscription Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionAmount of expenses incurred but not yet paid nor invoiced, and liabilities classified as other. + ReferencesNo definition available. + Details Name: us-gaap_AccruedLiabilitiesAndOtherLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of contractual obligation to be paid in remainder of current fiscal year. + ReferencesNo definition available. + Details Name: us-gaap_ContractualObligationFutureMinimumPaymentsDueRemainderOfFiscalYear Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of paid and unpaid paid-in-kind dividends (PIK) declared for classes of stock, for example, but not limited to, common and preferred. + ReferencesReference 1: 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-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -SubTopic 405 -Topic 942 -Publisher FASB -URI https://asc.fasb.org/1943274/2147477787/942-405-45-2 + Details Name: us-gaap_DividendsPaidinkind Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of amortization expense attributable to right-of-use asset from finance lease. + 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 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-4Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_FinanceLeaseRightOfUseAssetAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense for salary, wage, profit sharing; incentive and equity-based compensation; and other employee benefit. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -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-S99-2 + Details Name: us-gaap_LaborAndRelatedExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of lease cost recognized by lessee for lease contract. + 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 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap_LeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of operating lease income from lease payments paid and payable to lessor. Excludes variable lease payments not included in measurement of lease receivable. + ReferencesReference 1: 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/1943274/2147482964/270-10-50-6AReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479773/842-30-50-5 + Details Name: us-gaap_OperatingLeaseLeaseIncomeLeasePayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit 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_OtherCommitmentsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionCash payments to lessor's for use of assets under operating leases. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (g) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_PaymentsForRent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash outflow for short-term lease payment excluded from lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 5 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479041/842-20-45-5 + Details Name: us-gaap_ShortTermLeasePayments Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - Details Name: srt_StatementGeographicalAxis=country_CH Namespace Prefix: Data Type: na Balance Type: Period Type: XML 78 R67.htm IDEA: XBRL DOCUMENT v3.24.3 Related Party Transactions (Details) - USD ($) 3 Months Ended 9 Months Ended Dec. 18, 2023 Sep. 30, 2024 Sep. 30, 2024 Dec. 31, 2023 Related Party Transactions [Line Items] Â Â Â Â Related party receivable Â $ 363,000 $ 363,000 Â Receivable from related party Â 0 0 $ 0 Subscription agreement percentage 5.00% Â Â Â Related expenses Â 19,000 54,000 Â Accounts payable Â 19,000 19,000 Â Related Party [Member] Â Â Â Â Related Party Transactions [Line Items] Â Â Â Â Related party receivable Â $ 159,000 159,000 Â Subscription Agreement [Member] | Non convertible debenture [Member] Â Â Â Â Related Party Transactions [Line Items] Â Â Â Â Principal amount Â Â $ 5,000,000 Â X - DefinitionSubscription agreement PMX investor percentage. + ReferencesNo definition available. + Details Name: onco_SubscriptionAgreementPMXInvestorPercentage Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionAmount of obligations incurred and payable classified as other. + ReferencesReference 1: 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(15)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap_AccountsPayableOtherCurrentAndNoncurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of principal of debt issued. + ReferencesReference 1: 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-S99-3 + Details Name: us-gaap_DebtInstrumentIssuedPrincipal Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expense classified as other. + 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(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2Reference 2: 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-S99-2 + Details Name: us-gaap_OtherExpenses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount due from parties in nontrade transactions, classified as other. + 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/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(5)(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(3)(a)(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 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)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1 + Details Name: us-gaap_OtherReceivables Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after allowance, of receivables classified as other, due within one year or the operating cycle, if longer. + ReferencesNo definition available. + Details Name: us-gaap_OtherReceivablesNetCurrent 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 310 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481990/310-10-45-13Reference 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)(c)(2)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 3: 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)(c)(2)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1Reference 4: 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)(g)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-1 + Details Name: us-gaap_RelatedPartyTransactionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_RelatedPartyTransactionsByRelatedPartyAxis=us-gaap_RelatedPartyMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_TypeOfArrangementAxis=onco_SubscriptionAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=onco_NonConvertibleDebentureMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 79 R68.htm IDEA: XBRL DOCUMENT v3.24.3 Income Taxes (Details) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Sep. 30, 2024 Sep. 30, 2023 Income Taxes [Abstract] Â Â Â Â Income tax benefit $ (56,384) $ (127,183) Income tax percentage Â Â (13.00%) Â X - DefinitionPercentage of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231 + Details Name: us-gaap_EffectiveIncomeTaxRateContinuingOperations Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionAmount of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations. + ReferencesReference 1: 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 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-12Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 231 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482663/740-10-55-231Reference 5: 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 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 6.I.7) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1Reference 7: 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 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482685/740-10-50-10Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Subparagraph (a) -SubTopic 20 -Topic 740 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482659/740-20-45-2Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)) -SubTopic 10 -Topic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1 + Details Name: us-gaap_IncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit 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 XML 80 R69.htm IDEA: XBRL DOCUMENT v3.24.3 Net Loss Per Share (Details) - Schedule of Computation of Diluted Shares Outstanding - shares 9 Months Ended Sep. 30, 2024 Sep. 30, 2023 Schedule of Computation of Diluted Shares Outstanding [Abstract] Â Â Options to purchase shares of common stock 13,674 34,471 Warrants 583,475 197,491 Unvested shares of restricted stock 17,917 8,602 Total 615,066 240,564 X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareReconciliationAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAdditional shares included in the calculation of diluted EPS as a result of the potentially dilutive effect of call options and warrants using the treasury stock method. + 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 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-22Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-23Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 26 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-26 + Details Name: us-gaap_IncrementalCommonSharesAttributableToCallOptionsAndWarrants Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionNumber of additional shares included in diluted EPS for potentially dilutive effect of nonvested equity-based payment award containing forfeitable rights to dividends or dividend equivalents, whether paid or unpaid. + 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/1943274/2147482662/260-10-50-1Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-22Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-23Reference 4: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-28AReference 5: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 260 -SubTopic 10 -Section 45 -Paragraph 68B -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-68B + Details Name: us-gaap_IncrementalCommonSharesAttributableToNonvestedSharesWithForfeitableDividends Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionAdditional shares included in the calculation of diluted EPS as a result of the potentially dilutive effect of share based payment arrangements using the treasury stock method. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480454/718-10-45-1Reference 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-22Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-23Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-28A + Details Name: us-

gaap_IncrementalCommonSharesAttributableToShareBasedPaymentArrangements Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionThe sum of dilutive potential common shares or units used in the calculation of the diluted per-share or per-unit computation. + 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_WeightedAverageNumberDilutedSharesOutstandingAdjustment Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration XML 81 R70.htm IDEA: XBRL DOCUMENT v3.24.3 Defined Benefit Plan (Details) - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2024 Defined Benefit Plan [Abstract] Â Â Pension contributions $ 23,000 $ 66,000 X - ReferencesNo definition available. + Details Name: us-gaap_DefinedBenefitPlanAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of cash outflow for pension benefit. Includes, but is not limited to, employer contribution to fund plan asset and payment to retiree. Excludes other postretirement benefit. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (g) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-25 + Details Name: us-gaap_PensionContributions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration XML 82 R71.htm IDEA: XBRL DOCUMENT v3.24.3 Defined Benefit Plan (Details) - Schedule of Significant Actuarial Assumptions Net Periodic Benefit Cost 9 Months Ended 12 Months Ended Sep. 30, 2024 Dec. 31, 2023 Schedule of Benefit Obligation and the Net Periodic Benefit Cost [Abstract] Â Â Discount rate 1.00% 1.45% Expected long-term rate of return on plan assets 1.00% 1.45% Rate of compensation increase 3.30% 3.00% X - DefinitionWeighted average rate for present value of future retirement benefits cash flows, used to determine net periodic benefit cost of defined benefit plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (k)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1 + Details Name: us-gaap_DefinedBenefitPlanAssumptionsUsedCalculatingNetPeriodicBenefitCostDiscountRate Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionWeighted average rate of return on plan assets, reflecting average rate of earnings expected on existing plan assets and expected contributions, used to determine net periodic benefit cost of defined benefit plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-8Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (k)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1 + Details Name: us-gaap_DefinedBenefitPlanAssumptionsUsedCalculatingNetPeriodicBenefitCostExpectedLongTermReturnOnAssets Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - DefinitionWeighted average rate of compensation increase used to determine net periodic benefit cost of defined benefit plan. Plan includes, but is not limited to, pay-related defined benefit plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (k)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1 + Details Name: us-gaap_DefinedBenefitPlanAssumptionsUsedCalculatingNetPeriodicBenefitCostRateOfCompensationIncrease Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DefinedBenefitPlanWeightedAverageAssumptionsUsedInCalculatingNetPeriodicBenefitCostAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 83 R72.htm IDEA: XBRL DOCUMENT v3.24.3 Defined Benefit Plan (Details) - Schedule of Accompanying Condensed Consolidated Statements of Operations and Comprehensive Loss - USD ($) 3 Months Ended 9 Months Ended Sep. 30, 2024 Sep. 30, 2024 Schedule of Accompanying Condensed Consolidated Statements of Operations and Comprehensive Loss [Abstract] Â Â Service cost $ 24,912 $ 73,356 Interest cost 7,638 22,489 Expected return on plan assets 5,606 (17,480) Amortization of net (gain) 3,686 (11,491) Total $ 41,842 $ 66,874 X - DefinitionAmount of gain (loss) recognized in net periodic benefit (cost) credit of defined benefit plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480535/715-20-45-3AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-18Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a)(4) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-6 + Details Name: us-gaap_DefinedBenefitPlanAmortizationOfGainsLosses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expected return (loss) recognized in net periodic benefit (cost) credit, calculated based on expected long-term rate of return and market-related value of plan assets of defined benefit plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480535/715-20-45-3AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-18Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-6 + Details Name: us-gaap_DefinedBenefitPlanExpectedReturnOnPlanAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cost recognized for passage of time related to defined benefit plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-17Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 3A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480535/715-20-45-3AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-18Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-6 + Details Name: us-gaap_DefinedBenefitPlanInterestCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of net periodic benefit cost (credit) for defined benefit plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-17Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-18Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-6 + Details Name: us-gaap_DefinedBenefitPlanNetPeriodicBenefitCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cost for actuarial present value of benefits attributed to service rendered by employee for defined benefit plan. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-17Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 18 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-18Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (h)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-6 + Details Name: us-gaap_DefinedBenefitPlanServiceCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_DefinedBenefitPlansAndOtherPostretirementBenefitPlansDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 84 R73.htm IDEA: XBRL DOCUMENT v3.24.3 Subsequent Events (Details) 9 Months Ended Oct. 31, 2024 USD ($) Oct. 02, 2024 USD ($) $ / shares shares Oct. 01, 2024 $ / shares shares Jul. 31, 2023 shares Sep. 30, 2024 $ / shares shares Subsequent Events [Line Items] Â Â Â Â Â Purchase shares of common stock (in Shares) Â Â Â Â 583,475 Exercise price of the warrants (in Dollars per share) | $ / shares Â Â Â Â $ 9.1 Shares of common stock (in Shares) Â Â Â 124,311 39,375 Funds received (in Dollars) | $ $ 97,000 Â Â Â Â Percentage of net proceeds Â Â Â Â 10.00% Warrant [Member] Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Purchase shares of common stock (in Shares) Â Â Â Â 39,158 Minimum [Member] Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Percentage of net proceeds Â Â Â Â 20.00% Maximum [Member] Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Percentage of net proceeds Â Â Â Â 25.00% Subsequent Event [Member] Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Common stock of conversion percentage Â Â 80.00% Â Â Preferred shares conversion, description Â Â the Company has the right to redeem in cash all, but not less than all, of the Preferred Shares then outstanding at a price (the â€œCompany Optional Redemption Priceâ€) equal to 125% of the greater of (i) the Conversion Amount being redeemed and (ii) the product of (1) the Conversion Rate with respect to the Conversion Amount being redeemed multiplied by (2) the greatest closing sale price of the Companyâ€™s Common Stock on any Trading Day during the period commencing on the date immediately preceding the date the Company notifies the holders of its elections to redeem and the date the Company makes the entire payment required. Upon the occurrence of a Bankruptcy Triggering Event, the Company will immediately redeem, in cash, each of the Preferred Shares then outstanding at a redemption price equal to the greater of (i) the product of (A) the Conversion Amount to be redeemed multiplied by (B) 125% and (ii) the product of (X) the Conversion Rate with respect to the Conversion Amount in effect immediately following the date of initial public announcement of such Bankruptcy Triggering Event multiplied by (y) the product of (1) 125% multiplied by (2) the greatest closing sale price of the Common Stock on any Trading Day during the period commencing on the date immediately preceding such Bankruptcy Triggering Event and ending on the date the Company pays the entire payment required. Â Â Subsequent Event [Member] | Warrant [Member] Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Ownership percentage of outstanding common stock Â Â 4.99% Â Â Preferred shares option percentage Â Â 9.99% Â Â Subsequent Event [Member] | ELOC Purchase Agreement [Member] Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Ownership percentage of outstanding common stock Â 4.99% Â Â Â Purchase shares value (in Dollars) | $ Â $ 25,000,000 Â Â Â Shares of common stock (in Shares) Â 1,658,525 Â Â Â Percentage of common stock outstanding Â 19.99% Â Â Â Preferred shares option percentage Â 9.99% Â Â Â Series C Preferred Stock [Member] | Subsequent Event [Member] Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Preferred stock designated (in Shares) Â Â 10,000 Â Â Preferred stock par value (in Dollars per share) | $ / shares Â Â $ 0.00001 Â Â Preferred Share rate Â Â 15.00% Â Â Conversion Price Â Â 4.5056 Â Â Series C convertible Preferred Stock [Member] | Subsequent Event [Member] Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Preferred stock par value (in Dollars per share) | $ / shares Â $ 0.00001 Â Â Â Purchase of preferred stock shares (in Shares) Â 3,499 Â Â Â Number of shares issued (in Shares) Â 840 Â Â Â Private Placement [Member] | Subsequent Event [Member] Â Â Â Â Â Subsequent Events [Line Items] Â Â Â Â Â Purchase shares of common stock (in Shares) Â 591,856 Â Â Â Net cash proceeds (in Dollars) | $ Â $ 1,900,000 Â Â Â Exercise price of the warrants (in Dollars per share) | $ / shares Â $ 4.38 Â Â Â Â X - DefinitionCommon stock of conversion percentage. + ReferencesNo definition available. + Details Name: onco_CommonStockOfConversionPercentage Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionFunds received. + ReferencesNo definition available. + Details Name: onco_FundsReceived Namespace Prefix: onco_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionOwnership percentage of outstanding common stock. + ReferencesNo definition available. + Details Name: onco_OwnershipPercentageOfOutstandingCommonStock Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionPercentage of Common Stock Outstanding. + ReferencesNo definition available. + Details Name: onco_PercentageOfCommonStockOutstanding Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionPercentage of net proceeds. + ReferencesNo definition available. + Details Name: onco_PercentageOfNetProceeds Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionPreferred shares option percentage. + ReferencesNo definition available. + Details Name: onco_PreferredSharesOptionPercentage Namespace Prefix: onco_ Data Type: dtr:percentItemType Balance Type: na Period Type: duration X - DefinitionPurchase of preferred stock shares. + ReferencesNo definition available. + Details Name: onco_PurchaseOfPreferredStockShares Namespace Prefix: onco_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant 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 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 - DefinitionDescribe the conversion features of preferred stock if preferred stock is convertible. That is, shares of preferred stock into which another convertible security was converted, or shares of preferred stock into which another class of preferred stock was converted. + 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://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-3 + Details Name: us-gaap_PreferredStockConversionBasis Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of common shares issuable upon conversion for each share of preferred stock to be converted. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockConvertibleConversionRatio Namespace Prefix: us-gaap_ Data Type: xbrli:pureItemType Balance Type: na Period Type: instant X - DefinitionThe percentage rate used to calculate dividend payments on preferred stock. + 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 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.12-12A(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section

S99 -Paragraph 1 -Subparagraph (SX 210.12-12(Column A)(Footnote 4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.12-12B(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-3Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 6 -Subparagraph (SX 210.12-14(Column A)(Footnote 3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-6 + Details Name: us-gaap_PreferredStockDividendRatePercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: duration 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 - 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 - DefinitionThe number of shares issued or sold by the subsidiary or equity method investee per stock transaction. + ReferencesNo definition available. + Details Name: us-gaap_SaleOfStockNumberOfSharesIssuedInTransaction Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType 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 - DefinitionNumber of new stock issued during the 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 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -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 6: 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 7: 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_StockIssuedDuringPeriodSharesNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the value of new stock issued during the period. Includes shares issued in an initial public offering or a secondary public offering. + 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/exampleRef -Topic 946 -SubTopic 830 -Name Accounting Standards Codification -Section 55 -Paragraph 11 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479168/946-830-55-11Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 205 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478009/946-205-45-4Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 505 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478448/946-505-50-2Reference 7: http://www.xbrl.org/2003/role/disclosureRef -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 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_StockIssuedDuringPeriodValueNewIssues Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration 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 - Details Name: us-gaap_ClassOfWarrantOrRightAxis=us-gaap_WarrantMember 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_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RelatedPartyTransactionAxis=onco_ELOCPurchaseAgreementMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesCPreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_StatementClassOfStockAxis=us-gaap_SeriesCConvertiblePreferredStockMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsidiarySaleOfStockAxis=us-gaap_PrivatePlacementMember Namespace Prefix: Data Type: na Balance Type: Period Type: EXCEL 85 Financial_Report.xlsx IDEA: XBRL DOCUMENT begin 644 Financial_Report.xlsx M4$L#!!0 (&BB5D'04UB@0 +$ 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.YNJQ<&4GPZ4U!0W_J=0U[R;UEA_6\#MI7E!+ P04 M " !HHE9@PEFJ^K @ $0 &1O8U!R;W!S+V-O&ULS9+/ M2L0P$(=? 17)O)^FN@J';B^))07!!\1:2V=U@\X=DI-VWMXV[740?P&-F?OGF M&YA61ZE#PN<4(B:RF*]&U_LL==RP U&4 %D?T*E<3PD_-7\/$S]05F-&"/#CUE$+4 ULT3 MXW'L6[@ 9AAA7\JZE?69 ME-621A'^_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,VPLCO='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;]\1=QEM(E(YPFF8$V>KRMYEL<%5'<]56_*P MOFH]M!5.S_Y9KF4Q9Z;RWRT,"2Q;B%D2XDU=[=7GFYRN>B)V^I=W MP6#R_7#)1P_E.^=?]%U#KG[VW>/Z;I,[2$R<><41 71% B.5' 86%S+D4.Z2 MD 83 >LX=SFWJXPD6L_UC6'ODRWSEPVSK> U[F M$RQ#I'[!? 8J*@!&K8KZZKT_Y)9P[M'OQ@2";_-;;I/;=X Q\U*M:I60K$3]+ M!WP?D@9CC%OT-%^/%&*MIK&MQMHQ#'F 6/,,H68XWX=%FAHSU8NL.8T*;T'5 M0.4_V]0-:/8--!R1!5XQF;8VH^1."CS<_N\-L,+$CN'MB[\!4$L#!!0 (M &BB5E0'M-9:@8 *HD 8 >&PO=V]R:W-H965T&UL MM9K_3^,V&(?_%:N;ICN)TMAIH=R@$A2X0[L#CK)-MVD_F,1MHTOBSG8I_/=[MG82DG)RW641^@:;I^VF>^-N3-,<;J;[KI1"&/"5QJD]Z2V-6'P8#'2Q%PO6^ M7(D4]LRE2KB!3;48Z)42/,R*DGC /.]@D/ H[4V.L_=NU>18KDT)6$;U. M$JZ>ST0L-R<]VGMYXRY:+(U]8S Y7O&%F GS^^I6P=:@3 FC1*0ZDBE18G[2 M.Z4?IO[8%F2?^",2&[WUFEB4!RF_VXVK*3GV2,2L0B,C>#P[U%,11S;)#B. M?XO07OF=M&#[]4OZ908/,]/FY"/:)-W*5OSH>+^Z>-\H[!7]L*0?8ND5 M_?WS2KA(\7+J];^ZD-"JEDBC$FG4#.GKFBLC5/Q,[L1**N/"PZ.,6KM.RA2M M:HEW4.(=-&PQQ6&NSIK/1^>->>Q=@*B92T!#TO 0_2@+E(3F6<8CM!V^1I M[,1'IFNE@-M%B0=^.X9!RCAW0*+1AFK7@9\X4+":^O;3BTK"74 M40EUU*QGW@H5R= N&+;EG-,*GE0N$;5K!%K?DI-ZU9+J-2.]C'3 8_)-<$4N MX4WW^HJ'U2'B96T9M[2!_B_&HE'K*?&XK[Z3$2UJR\@J1H:N_>54TWSE+Q+? M:.E_J[37_)7Z4-0M7OCOQ"+2!I830ZYYXARO.X)NTD"FPD1/>W R@WTG:A>: M0RO/H;BI%*A3Z-$*>O,5R.P3^4T\.V'Q*,_SZ.&84>_0R=F%^]!*?BBN+7G M910+ZL!:Z0_%G:4 O.=/Y"J$UHSF49 /7007 MCQS[?<8.V)@>.'F[D"%:V1!MJ$.!5&!Y&>H>F1E86(E49"K7T*.A8\O0/7#Q M]/,+)W(7;D0K.*XW12F]VIUQ61B1UR_3UG?IT[0+GR)5L)$<<]YF90*WESC MHW21-6_-,HLGUK@N7M62DU6^Q'#%*3AG2Q"T%.3%4^=$^^.F%KKQ>O:XE6J MQ'"WV9IS84!")UU(Y>;#& M9Q=*Q"HE8HV4 MZ.)I^U9"KOE.2#RM?G!V(42L$B(V:N+X4YD:'F37IEJFJ8AWFCY[(\ISD(7 MUL0J:V*-K.DT#"%=[[V\(-DYN$F=R^J.2.91>Y^3MPIU8Y4X,EYT?>:=V"SSQ7FY2)^L. M%8O2($I3L$XG:Q?ZQ"I]8HWTJ60MI?A6R4OQC-O/CE!N_ GO_(GOY$_ ME:"W4AL0X[^B5:WW[T@W[QXP+L1]=\[P;I0*W_KMS;VY:N4RA\VZ;Z?(VTOXQKTVC=RHP*^"]/R*]/R M\;M&]Y&)8?]=$\K>;/;PG,Q&L%9P-)S>>!*J=@(MJ(X/O>^1G;]^S]]S(BBOR MR&.W3..1;>$KP?)Q&P*%#K,K]^?D0<9.9CS@YGIZX^3JPI_\RI_\';)3M")<M)@1+GBY$[2WB'4'7I[/S4^>/Q7AA6\+*F/Q&QE3TN5G>YV;9TQ+D9FU@I4UM MRSJ1W\A_BO.0IXVR-/MTSN-DS(Z&A_[P>/"XC3C8>AK$7J1F#\EH$MA;@?F#M(>6[Y8,XI]GC)X/JX_E3/%^XO<;5)!9S*/7V#^';5?Y@3+YAY"I[MN1!&B.3 M[.52\% H^P'8/Y?2O&S8+R@?3YK\!U!+ P04 " !HHE9Z)A? (L("[M)@ & 'AL+W=O*CT]WJIE$&/JZ*L+R=+8]8?9[-ZL52KM/Y0K54)OJQ5>I4:N-3W MLWJM59HU@U;%C&(L9JLT+R=7%\UW-_KJHMJ8(B_5C4;U9K5*]=-G550/EQ,R M>?[B:WZ_-/:+V=7%.KU7M\!\6]]HN)IU7K)\I,V9'=!8 M_)VKAWKO,[*AS*OJN[WX+;N<8(M(%6IAK(L4_FS5M2H*ZPEP_-,ZG73WM /W M/S][_U<3/ 0S3VMU717_S3.SO)S("<_)K#.'U7949+(K*$"RJJR+/4@,7G],B M+1<*W5K'-7K_K4PW60Z__(+.T+?;+^CJNU\N9@86#>S17NSS[N;T9&;W:KU M!\3P%%%,N6?X=7CX%[6 X:09S@Z'SR#L+G;:Q4X;?VPL]HW6JC0HK6L(TA?. M;CSWC[<[[&.]3A?]<@);J%9ZJR97/_]$!#[W!7ALBY4%O)^=9W62U^MNU&B&65W_/:*<<*3Z&*VW8?NFO$HXHSU=@>H>(>*!U%]6BRJ3OGYI=5"Y=MT M7J@I*I7Q(=UYBO8@)!(S/ #J6D$T,2-^G%&',PKB_*W<0IY4.E?>+(G^= &G?EW.?)5"^E&'7,Z,N5)%TOR0BS _]H\-4FB_MGD:V!D M,[KG$@>#2!B)! /NL<(BXGZD!/?$A(-8OZ@[!:D!R7P"_+R'BVJVI\AK:?# MK24(80.D+]L=8MTC41+$^B?,:FHL1FUE T!&FUKMO594]Y$7A!BHD82X$F'JC>I+QPO00(6.Q$$Z9 MLI// M4(ZB\>*?L^E)$RF?=$O%#22W;9ZFCZ+&B]PERX)C6.W6+EVP/]C:I'VM$K# MM IMGL5LZ\!#]G6Z5P^\$TU=SB24BSU)W78WKAT5?$1[T9Y9:9A9#T7B"Y6+ M>N@R9I$@V$'KLR0)).3('J%[36686NT><;;(],>SLQ5J>YR@#TO\OMT%*Z'3"D%C3J$ZR5=FH@1N#WETC#E M!K;?$9/NLBVC-!ZV%AXSV(P)'HFA9V0:;BP[C6O2QT$ 7K1N"TFAJL>),^F> M7A/'+)9C^['G4QKFTJU^?&D?NCQ)L83BG RKG,^2R#CF8UT;[2F5ABGUNEJM M9(6]'J'(G<#1X0ST;$W#;'VK[(D%^FQ# MWT+;U\C]KRI3:F6+$X+.MDV_VE2+[U/T#G_\(] ^=)HFQ8;*&!T&F,@:!.7XK9WT955D2M<__R2A=IXW/3FTY^\S MJ,"+W/@S,RA+CCZ5/)&WPV/)7HZPL!QI<_3308Z^*C')";.2[;OZ\8P\1__) M82&SACS1NHE&V>-T*XUQJXKM+9O;GE07AZ?[B,0_@:/#E.@E'PM+/ENX8=I" M-2G"W>S]X/K+*:-B2B5I#**83#%CPTQXZP(U[@F;,A[OW$=RBI.N]+TQNUZ1 M!*ZZE<,FT6,S(LE8+WU96/I^RK+I:79XMTG8-B*+T"=DD$DR* MH?[RF/+$"K"QDWVV]V DK'K_TJ >-_KI.=]@(>PYXSDB=)HPWJT5R,F]O/Q1 M?F*N*CX3-(J38:/R"L/#P'O]S%Y\^+)9;8KF<5]+-UZDKO0]DP(S*6/G*9'" M-!*Q%"09.2!AO5)F8:6\C[9]NE&MH/(L;=.R52@OX=I[NL,\CV" MZ74U"^OJ/RK8U:"E=544MG+EI0%VJ_W)XYY$Q83@V#FE\1EB+"(\ECB]"&9A M$;R;^_$9]\)V11\GF%)!A\VXQY)PS'D\5DM[=G.*>9[F^ ^J/9;A@VK>BT(>%H5?U6ZCWZ3:OT#A\<=*X%-Y.XRVUSN< MG.)8G@=5T]$QG\C;865,M6H^+E4*5<@:P.]W M566>+^S[2]W[:E? .!U!+ P04 " !HHE9IZ9HCP4$ "D$ & 'AL M+W=O!X"80D5?(AL6%>GAGP>)SI@?%WL0.0MZ$<<)6)F[*1,GTQ3!#N(B7AD*23JSH;QF$@UY5M3I!Q(F"O%D6E;EF?&A";& M?)I?6_+YE&4RH@DL.1)9'!/^\0P1.\P,;/R\\$JW.ZDOF/-I2K:P OF6+KF: MF965D,:0",H2Q&$S,S[CIP4>:X5:%61[6"Y%D/N7L@+B65M;T(,]-KJVBH8E^C"O)U5VJ].1\P9)0/10(MD1H)%M&02#5Y)A%) D K;5B@N[>$9"%5=^[1W9)P2.0.) U().[1)_2V>D%W MO]Y/3:F(M%TS*+T_%][M$]Y7D#XBQWI MF6/>M07P^HO$"AUG*L[;753Y:%* MAETEP\[MC4[8^\HD")22#[*.X $E:A6QC7HIUA*%5 0L2R2ZHPEZ85%$N.@- MN/#@Y1[T&MK/L66-QE-SWXRK*^6,L6?[E5B+WZGXG4'^!8MCM3342Q.\Z@X M.-J3*(,F,TI!+>*=>H2]](5]OTD/GRSWB/Z<5 M^5,&/KH#/$04BF=PQ3O^% ML(^V,.@V.&S7*CY'Q)=(MJC=BMJ]GIH*D?43NQV.L6-[]A@?\7;E7!];CM,/MZU6PWO6PJK8+29*0)ML^8J^\&#O.R#\B[LJY[MB:3/J)_8K8'R3^IK8FD?&/ M8^8-"AJQ]"['1YL3YS1$?4YJ1;TN((>#T^O@%,%^:Q+ZAZXI*J:H%<(0>W M>KA4.Q5PKLKL2?I!!WIK?Q(I"6!FJ+U;-^#,?_M%^Q9O_<5T1L9:^5B4N5B MM^T;A+8186L]-6J3WY?';M L!U/ MHP_ MXSG=(DK_301.U%T16QOXOGVB6J!ZPT<#^_@5T9QIO:5S@9#Z8H,AU+O MY7AX,R^KR.=6%:E+Q^I4Z1@V>VWMN)6U=A+JG@ /-P7+6]2)TL>Y0G%6K!U# MW2'@X1:A$\-E):'; N"^@G!.K U==PIXN%4X!3VP[KL=0 >V*^*<9JUF!#S<M)!RQ7KJXNWM_A[BKU*DYQ_EJC89UDL7S[R5#S=C?#H]8LOR6:K MRB\FT]M=O.$/7'W=?9;Z:7}$6249SXMYCR]=WH [Z)*"L;5!9_)?RI./F, MRJ$LA/BG?+A?W8V?9I^B*>_L/K ;DEWE*D1?47//=6VS@@M]X42 M6=U8]R!+\L/_^+DFXJ2!QH$;D+H!,1NPG@:T;D#/]<#J!NQ<#V[=H!KZY##V MBKAYK.+IK11/2);6&JW\4+%?M=9\)7D9*]*ZE\3W4Y-9R)?Z6GG*Z0_%2)- M5K'2#P]*_]/QH HDUNB/'9=Q.:\%BO/2,M-!N2VCY9&C7T51H*NO>;Q?);KI M.S1&7Q_FZ.K'=[<3I7M8^IDLZ]Y\//2&]/2&HM]$KK8%BG2O5D#[N;U]:&D_ MT,%;G@[>3SE MU8H/]QY!E';=X03S)RVO^C[_;6(5=FTP*BS!]R/QP2;#XD6#00 M6&LB@N-$!--H?=""4T_#>[3AN9Z2M)(K\4KKJ1,5*4FA68FZ$07\1@.L6=$ M<]>.$2\(S#UBWK73&V_H,6*$*V!']>_A!J_%0GAD(?Q&5BAX+)?;:O0KO>.E M8E?F:VCH(;".0^J9NU[7C."0T, 8.(#F,H\922>"T%A B0^/&SN-F'6L([_/ M=G$B*VVB- OH]S_S#_=H[@HN *7I!WN_/UI-A30O 9J[70N=7PS%J,!/+9) M/JD8\4D;X18/25I"M)K!;J$WH& YC60$:&:8,=,)0.X;/-+&G(]!?RN^$X4 MB?Z8'^(8[?9Z:>O2&,4;R7G?NK;[N(3Z@8#F0P%%-5![B3C.Z12VF6_J&VP5 MZ], _A=(Y0YR5S6NHUB;FNY@$V-@Z 4/&@L)J+%Y@H@^#1S'-V.S:XEIJ'/, M289I4] 4%-A>4535_%]*[)4&7?2#PV>=+HQUTG0#SS?'#UCV$!A^I21P.\P M)A^@X*F5,"N7(\WY)-RC:?%"T:"BT]I0TQ0BV M5R/WN>(:5[VN2#36E5Q:G53M8JE>P,GIU@QC[%+J$#- ARI2((^N#E]3'T8# M>&P3V10JV"J_.T2"Q/G ,J38% ;97!M6^IG,H?RYW]GU2;%\3;"X4UU'T$B]2F XK\"69M"OWQRQT.M)C M/I3'Z R/;3J;"@/;2XS9-LXW7&^-:*VU"GJ,TSTOR2SVBV(ID]WA)<"K0$%I M$B^2-%$OZ*7K)\(8]N=WZB 3RV#Z.;^H;8 MZYL^VI8=0ZMV+- MD@A(5VB/,:%^2,P4"ED&;A 0\V0$,B0.]<+ 5'B@9%&YA.[S*]R MP8*OA>2UN$,J?H9E/NE*[3$- NH'YDDZ9*FSO\Z'G>4"6))0\QIXG1@!3+'K ME-3VZ%S22'UBE_KWQZ%K,G+><]!+NDK;]:B9N6=V7Y_ B^ _:U=!*VA7(?4Y 8P MP^2:8),9P(YZU\0*^NQ\W /)XV<)G8Y#7&R2M)]J6PN8,4_CQ7 #&0%L -9 M@>UZ66FT-K%K[;^KVQF:@OB1RUCKE7R?+30#E5#),JT,*RZT'M^K0L7YJCJR M;V+IH?H5IJJK:#%U/,S,V@0P9#1P:&B2!9S!.Y[/.ML-@(>UZY["A#1*FMB5 M]-O(.@TR&UW @3Q,5]<0IJMK!],%X%GHHHT"ILX9AS/+U@V4.H=?E2L1I(&^ MX:S$.V_';XPW6#]6]3>/[C_AFAH'OY_@F.MQ/ M;>/UV5_B^4FR0N4\K5VY5S[>NKEX0;JX4&)777%E@?Y] M+81Z?2@='.\!3_V4$L#!!0 (&BB5E.^[Z_9!0 .[I 8 >&PO M=V]R:W-H965T&ULO9UO__6+''2QQ$.!^^LZ+:3L1OT>0F*M?'@QZW-]RVY$'-^_>/)7WU8>]J_?WI?=-]NWFEK#>/U6Z_J7=64]V] MO?J% 5QXP>& 8XG_V52?]V>?K<.I?*SK/PY?LO7;*_M0HVI;K=H#HNS^^53= M5MOM@=35X]\GZ-6KYN' \\]?Z?'QY+N3^5CNJ]MZ^[^;=?OP]LJ_LM;57?F\ M;7^K/Z?5Z83$@;>JM_OC_ZW/I[+VE;5ZWK?UX^G@K@:/F]W+O^6?IPMQ=@ 7 M(P?PTP%\[@'.Z0!'.X Y(P>XIP-<7<$;.4"<#A"ZPEB5Y.D J2N,727O=(W MMTK^Z0!?.\9.^G@=$"@*\BQ/YS]]2]GS[VP[/6/ 1)T+U%R#+&P,MW;YKZ ML]4\PX=CG!Z/[R8YKW]W6NW67(-7:ZC[MZ^UF7;;= MEP]M]T^7.>W>JN\.O_I4->WFX[:R?JO659?5AX_ON^BOFN98O%[]896[TZ>' M>KNNFOU?_^)SYOW=BO[]O&F_6#^$U=UFM6E_M'[X?5<^KS>=T(_6M?7[A#Z MX;]^?'/3=N=SJ-7-ZE3W7U_JSD?JKN-J)I-

M;=^)4BW%Y%^(4BAF71;/SYV M+<410QP=F8_^9=U=E:ZE*;?6^W*SOM[LK-OR:=.66X(5FUG_W;6P^^?FRVA= MDHFZK%;/C_;8SB<_G(§)#5#_M4^5$T7/X]=>_]P:(@_55:V6]6/%<'*)DZH M[JZ#]:_NZ%W5;OX'LJO$C[.BSDA=$'4@3OC"$6?7QPD<9GM:Z%T@]]>_,&G_G6IYAYK7C+F! MHT4G4C-%PC(D+$?""A!,20GW-25<8TI§?U;-:K.O#F.>#G]]]]P-CM;6Y[)I MRFXH1&6#$;@@&T" <$,2)0)P8Q$E G!3$R4"<',0IOIVC9(QXS1CQ+1ESWKE0 MV6.$+VPY;I&P4 Q:>":9E%JG@I2,D; $"4N1L P)RY&P @13$DF^)I(T)M+Q M)NWZ,#FT[NY('I^Z>Z7R<"=(98V1M*#/ 7%"$">2PYSSA? #T>P.07 +BI"!. M-N_T>,8[?/S>KA *E0VB_SD#LCST 9'_K.*[0[JL3D%P*XF3>\/Z(]*8.DBLFY910]E]#V;\TE*?&-4;PTG$- MS#&B81$2%OO#/Z+/A!;H2,44""UQP*C#GTSZJUMO6>;/N- M1RYH^T& <$,2)0)P8Q$F"86)QWY72U9KC%"28S17,08+%#$$E>IG=NV/VW.GX M?Y3-Z\2H0YI51M2"@$:!PA/(-"_ *G)^[5PNF/1][5XW)F#7TK:YU ('@^%""4+UF?. R)5#5%$K+H+0<2BM0-#4]>HN4X3Q2,VI)2J!< M4C9MDYZ*J(TRZ9,2,-HH)9!C3BGJ3#-"<\0K14D6O36*3-[IZ8[/?.A2^=#H+00 M2HN@M!A*2Z"T%$K+H+0<2BM.-+7A$K;P?3[6J?3V*3/[IV=#F0_54]>1V(;1 M_07^%-V1@$#A"60WR4+6[O^QN_?5(1:JF4%H&I>506H&BJ>G16YC,[&$NFO1#.9@H4,B& MGN&@41X:9F.3?H0!24_Z$1[IZMY&9[<:+)_TN M\'?H" 2!0C:T\NA)/ZA_2*C2DWY0#Q%*RZ"T'$HK4#0U/7HCD9F=Q&R_?S[F M1WUG'99H-)O5867*_KA>9*.-Z.7I C*:V1#RXIQGP\RY (]0X8@:0F4ED)I M&9260VD%BJ8N+^H=36YV-,^?V'U)GOKI* A.7%C9BU98H2R-%&@B!/&IPCT M94@@M00%2E&@;,[YYRBU8D)-C>7>)^5FGW0TEJ0ERE& Q+:C&=&_:#3=3%X\](%ZL5!: M!*7%G' !)9=ZT$,]5B@M@])R**U T=1\ZFU8;K9A30\OF]=TB>@;%<4*$*! M8A0HX82W*WW9-9F#_3Q0UNYLR1PE66>V<\VH)9&- MLG-/(.,6,H3CR[W 9GI;'!,P^H$" GG-]OW7:9[5Z@SS0A-YMB>"+C0HPZU MX'..I!IUO6/*YSFFFG*("JIE!: M!J7E4%]!HJGIT5N[W&SM_J;[57=UQVU"4I8L"A2A0A +%*%"" J4H M4(8"Y2A0 0"IJ=/;OMQL^YI29_)6%^G;W4)I(2?6++J<,[V;@1K 4%H"I:50 M6@:EY5!:@:*IN_[U!K!C-H#/"Z13O>Q6>LJLIGZT<$5#I].NJ)O=IRX/#_O! M?G78_F;MNGOFKM#*VY5{^DMTLSU6=";H4 A"0Y0UN3%:%\:Q0H18&RF9<@1PD6TXJU)_M MS6SVX9<\BV%&+8EIV);,*-/:&1JHS!:NOGX\1@DF*%"* F4S+T&.$BRF!=68 M[DUKQVQ:FTPV\Z%+8A@$"E&@" 6*4:#$(:QLX;@RT-=*I"C);+9DCI(LYDBJ MD=S;Q0YNU:X9M22R4?:Q,[UJUYF:I> T28;@1Q;M8LZTXS0'%FUBY(LYDBJ M4=+=;N\[W6;5KQBZ)0)3-Z\QOO?M MS%ZU>[XG#YT2PV6MTNVRU/:U&8U;L^B2F"$["15II)! ME\1":1F4ED-I!8JFQG;OC3K?;TFL&;UD4(!:$NL,'5%] [_OH$C%#>D#M4"@M MA=(R*"V'T@H437WC4V^'NF8[=,E,FQFU(&E0H! %BES"4W-\J0V'8I1>@@*E M*% V[PKD5#'2T\>-!5%,<"E&GNJU>X?2-3N4<=U4F_N=M7INFFJW^F*U3;G; M;\N7]Q.O_^_YQ8HDHQ>U.S *%*) $0H4HT)"I2ZQ%[&;A"PP;XZV>R2..IR MQ1Q)-=![W\\U^WZW#^7NOMI;W3#FZ?0&[X_5KKK;M%;]<;NY'V^D418?"A2B M0!$*%*- "0J4NH23)ERICP"SF>5R5,6*:4$UP'N+SS5;?"8[Q'SHDAA&67HH M4(0"Q2A0XI(;$S/F"T^?F49I9O,U:S%Z>:O;V1+?-<,KC=N9-O M9M$ET4M(:K>6[M N<@-7<#_0UQ41,'KRC4!>2R^P74]_D61*%>6N$%U+HS> M5$DF'(?;NJE!%/5LYW!*^F"58'9=>-"=TEAD]%Z9.\\K,VQK1T?)T$BA)^" (M@L0$'%%*>(?HU\/@ B-H? (:!4"4GX*"J*92606DYE%:@:&IL]XZ<.WNQY>2$ MLCM(-2Y&6@_EL%K=X,UC!['WHHPY%"@\@7^IZ:!&YD($$LD?2E M[?B^ONXDI>1MQH7P]('$L*#C!-T]L.OH PG"CF3,]CQ/'T@,"[K,YESRD>_)G#.?<$+-N/\RBRX)>D)2#W?B_9CTK!,!HYM- CDV MZT05I6>=R)+TK!-1E)YUHICF62?1NT=BWBLBE\XZ"6(C2O(>C"A(W(,1I4C6%TC(H+8?2"A1- C>W>.!)FX^BWA;O)F'+1@,H,PD% MBE"@& 5*4* 4!@-)"01@X#N-Z M+X/4C^&T!$I+H;0,2LNAM)%4Q.J=_>$V=U;]#81,VM)1X1:"H<"18)8]B4= M? 0B/VB45!4I1H&S.^>)F'+F+>P8D+12$P6-[*#L>B-36$V-K_AN7HS>4GXHG9K M18$B%"A&@1(4*!5#OX\Q>S"%E\TLEZ,J5DP+JB'>NY#"[$)>_$2]F;LDP%&6 M) H4H4 Q"I2@0*D@[%/'&0S^LIGECC%?.B"&$:! M0A0H0H%B%"B1E.WJ.G;7G>N/ *(TL_F:.4JSF*6I!G/O;)4> :.]30)Y[7/.F#MX/PQ5E#N>'PAM6C2C2CI= M)>W!ZYURHJAG^RP(- &9!JOL>]Z4S%AF]MRDO\C:GHV2NMTD4)+Q-HI3P&+?U M/6'-9[-T!;7 4@[71 YZE:' *IG0GPQ U2A! M@5(4**,O@+ZK$DJNF9!)3P[6W,Z79SIP(U\E. +D&\!9*"R6Q]^9ANW=/CV3H M.E$H+8'24B@M@])R**U T=2LZDU7:39=ST=II[?7'\9G5()U^;6]=[MJ=31D M/V_:!ZNIMN5A#-O[IJK&_%ISI9;T(RB_]@0ZT<& MLVC$!K+, <;FKOPH#5:D$!4I1H&ST&GAZX+R8FF]B'ULJBWZ]J#_AQ%,2]&,> MYCHMZ3&&FE*?&/"&EOQ+M9C^E#.J6@D*E*) V>A%T/\V.4JRF".I!FUOPWMF M&_ZRH)UL^HD-2.DG4,S56WHW0>A*SV6^OLU2& 66;HT"1-S1ZF?3U\5>,TDM0H!0%RN9=@9PH1KU> M@BCFBM%G"[W>- ?,OODW+(,QDY=$+VIU+PH4H4 Q"I2@0*E'[)LC+^@"MLE MYA;.454K9BBJ4=Z;SY[9?'Y9";-(8P9NR3$40XT"A2A0#$*E*! J4=L'AQX MMOZ@O-VW%VZHFB8?*^6*1)K;.!JJ906@:EY5!:@:*IY,?-_J&JVK!LRW=O MGLK[ZA]E<[_9[:UM==? A[9\.0^EF<__P^J6MG]Y>L2OK8]VV]>/QXT-5KJOF M4*#[_5U=MU^_W'3\SW7SQU'CW7\ 4$L#!!0 (&BB5DT-4M9?@L)X[M 8 >&PO=V]R:W-H965T&ULM9MK]LX%H;_BN 9#%J@ MKL6KI$X2(§U:3(&=;M!L=S[+$FUK*TL>22K)BQ=?ZNV'QG$H\KR\ MG//PD+IZ+JL?J*4=9%(G"[&,_Z?E2A3PEUE9+>,&?JWF MDWI5B3AM'UKF$^SC[? +*,LV)T<]5^]U#=7)7K)L*\5!YJ7JYC*O7CR(OGZ]' M:+3YXELV7S3RB\G-U2J>BT?I?%\]5/#;9%M+FBU%46=EX55B=CVZ11_N>"@? M:$O\.Q//[F@K]F\%QS,45-[Y?"_B=9I!F;?>V/O^>.^]^? 7MU:0! V0UDZ1O M[&/7&+8T%GE_ED6SJ+U/12K2_>KRQ_B-V5O@H5N\]XK_SL(^IP9Z[MXQ\G#G/(MC-)6Q^Q=:;LL5G;8[_J7'JPV*JXR8IY-UNS)A.UJ=>Z6JFY5KF0 M/]2K.!"7(UBIM:B>Q.CFMU\0]W\W2;Y097L=0+<=0%VUWWP%OY.7M5%DJR1O MGY3.Y>EFC",,_ 1U>1I5X&A)&("._MR7WS&-;\YAS?&[3_\"*ZB9X4X(7 M2LHBR7+A%;W=\EOY.9$#N:YA262%<10_F!2R2P[CA2K;ZR>^[2?N',8ORU6< M5;*?I!](Q:JL,_@(3K>NH7=6ZRI9@.OTXGDE6GJAZ@UG$V8!GJDCNGK8SFP@ MS)?_S',AV&H,CM8(8]PL1 53H)B/R MPA.&;EZ6Z7.6YR8=H=8^8I21W8[M#'4V>)3@/2715DET@I)/7_JU>_ YBV-< M(L,\(7Z ^§".L]73Y2!?15K?*>AV659-]M^XQ9=V74T;+\WJI%P79DEJA7N: M L2"<"#)4(Z&Q(^(>2ZA'3A YYOL_?9+B!'Z'?QHWN+#*JZ:5Z,.I-NWOX1[M'4YKSA@;K(1BI]!_2.??@NF.%!D@1/843W-A5.6L\@1/T%>T[PH8IZ%E^!2. M(>WPZH2+S)\K;- ZL5E.1=D($/EJU78&19BU$7WH([OW1HHTD!LU[@6TG&3= MU(P+\-@[<]4HB6J6<(1].O0/AG(T#+G%7H4>R!FQ;^X6<3$7DB=FX-:\ISA? M"SD2]7I:)U6VZG1L JJ79_$TRS.8A,>O,J89'C'3*CL#+9RK3&$%H]AR49AG2/&"!<]DQ5U301Q%.+"D:; "!>P& MA8=*@(M+ 5QE2!7=7.OVZ,D:EA9X /M&$.O4$/@0O0X?6Z\7&<,6T,.*";"; M"8:VO^O2"A"FED9KJ7@_#@*JS19#,<3#T-;5"@NP&PNVD]J! 5C' '!4%,/N M>FBF(:M 4>C;]C)8!7KL#0O2W?7S?=*O13CVCY?X$!+,9I*1@$/ PMF$16D MB3M(?STF?6A, NOQ&>8CF,Z'<\%8$O,(UJC%>A6"'3HI@RWAHC[&^#-V[HX4 M]H5JV^\$%;^).W[?)G_#7CG;)#TZ3_,.^B+)UZGLBP88I(Z[S!V9G^)"N;$'B7MV)V0_G57>XHV'1/&# 646I2I\$[!HCVH(^$;##>6BD%..+-E?HM" MA"<%@UE6P*0ZPO0SL@&-$"AVO8[07'<7/'0U4F0J2;>%C7:[FPACG4X},, M1">/SJ$-=Z=NNT[?'U"%,-2-,,=)-I[QZF02,L+84)O;@#.T*<"A[AS#0_RZ M29RHZ=S&<*,>0R;!>'+A;O4,00I6J!M6'BK@DFP5YW)JK# M0H2QOI4RE(,0%?* 603MW'XXP!160;5,%&\4&(W7:0!I6U9#(8@(%JL5+U W M+]BM[K-M9H/U2\,18T.++WS60!4OT .\H!9ZNIE,Y0P^N!?\I6XM4!-W^,QZ M)DL54= #^84-@H.RIA)QO:Y>O7H15^9@[*[M%$4&T&!A%%IV'E1A!G5G(+:(M!%3WE*4P3M-7[TW/2V^/I@ZJIQX8I3Y!FJ\VY"A\V%5PFT-3K$#=K/)YE?2 M3CGQDG3);-CZ"R_ILZARNPA"C=8;$A+,)R$=&G]A*F"*"MCAQ$8J$CGCN@VB M10DS9"584/!I- M-MQ/8(P2,G1GAH*8!0QSFQ=F*HXS=QSO#!8RS^D7L0 'A"(::9;YO+.2&0+ M8^$GAGKK.#/5TG2L.X6X. M^:O?E+3+370^%]9CT\4DLR+C2+G;.>6&LLXQL *1#6*X@ACNAAC;1 5[GK)R M7>>O>W-V-3AY-(K^^41%+]]0&D'(QY;IR14(\0,@5((?]>I^=CX*>4SMW7H/ M6S_37KJ2B>VD7"ZA5+NW-FK5&6AX#NBVY?1(RQ5&<'?RPRCSXUDR]7P&IYAP M/QQ"H=ND,]0J1.)N1/JTG]P9S];R#2#W\KS400O7H?V$D(E MWVLMJ]6#K[_B#[<=:^*JFJZ-U?_C*MY5M2@ M?@95^N\#&->]>QFT^Z4I5^W[E-.R:K8J<^'[M_O[$#&)N E]MGW???=^2[IUMA7+ $<>Z^4QC$OG:OOH@CS$BJ! MUZ8&33SO M^2BS'?,>WQ\\RW7I_$4&I;58PP+<2SVW9$4=2R$KT"B- 9A968S[IW4T'WC\X M?)>PQ8,]YDLC7GUQK=BS&,O"!3DSC,(6C8P Z4\$'+MJWO<,19WJ SU0Y, M"BJIVU6\[^IP $B2$X!D!TB"[C904'DOG,A2:[;,>F]B\YN0:D"3.*G]RHR< MI5M).)?- C$:C9"$<%&SA:*&*.V1FQ68"2_9 KX;LXD6+II#D<\DNYL*22PE. MYD+A91HYTN'9HGP7<]K&3$[$O&5/A@B0?=4%%/_B()+?)9'LDY@F9PD74%^S M?GS%DC@9L)? %/;OX>'F&M]\5IQ]X^Z=X] 7XKQP-)TMTEAKJU'D6\[!<4X_ M9'=8BQS&G*8(P6Z 9Y\^](;QES.*!YWBP3GV;)* -1)E!'C2+!#!X163.E?T M?GK-2+9&T4Y$;M#AL0S:&,,0PT_U)AO=CD:]-- H<2HL.NJX"NPZSA<3::-^D[=J_[NWL/PF[EAJ9A5!X^O1#6>VG:?6<*8./;PTCB8B$OZ!8'U M#G2 ,L;M#1^@^ZEE?P!02P,$% @ :*)6:.JXB 6"@ %1H !@ !X M;"]W;W)K^O(#28@0W(NMG)9!/; M@)S$,]E%$B-*9@98[/534D<=Y,=DFU%_5[JM@W^98$>4BL5I-U/76J2)UN MK;OV&Z6"^%+DQI\--B&4S\=CGVY4(?W(ELK@SQJV43!?*>&V-<&IU-IA/GU^\(=66]_[+,B3I;77]/ F M.QM,R""5JS20!(D -^JERG,2!#,^US('K4K:%/_<2+]DW^'+4GKUTN9_ZBQL MS@;/!B)3*UGEX8/=_JYJ?YZ0O-3FGO\7V[CVR60@TLH'6]2;84&A3?PKO]1Q MZ&UX]M"&6;UAQG9'16SE*QGD^:FS6^%H-:31!W:5=\,X;2@IB^#P5F-?.'_O MUM+H?V0,DQ'ESAZ0^R_QUIJP\>*U MR52VOW\,&UM#9XVA%[- '!2Y4.1+'DZ&8368GC\@[;AT_9GG'/^2X^.]\Z8,# M=OYW7PRBBI/[55]/?>E3-79H"29[D8-SG_Y:?IT\N(1!TY:!TX>D_X#F7M< M[CL;E)B*7WYZ-IO.7HAOC-.=9>]DJ)RB=>]+Y? A[+]Z;U!H5])>A>&/2D3@@ M5E$NWXEK8[?8Z,5%7BGQIPS*)1<:IJ2;>BWK;E^*V2:PG+/+P_%0=@HMGDV M>'2%J4T.WZC0A#6-2]:]?6K0[&%1K8A^1&NP2LF=/"6;39T-2FL!;*5); MP-!4RUSX +82RVB!I?8$-E%# MJ+0Q]D823PEO\RH&#?8)[..$ /K")QLE\!A(18.D?X1(BM>J5059/[T"5?) M\;"+-]CO/ M3\@YO+8(%T3.?X,G8K&%E-;_@SK2O75WTW#U]\F <.$E&L(=RI'7C.1:;DV MU@>=BM+9K$H#*4USZ?27D9A3+F -.#2@//(V73/+#/0.7*I6%PH;MQN; M&! &!;Y:>@TM;L?@;"*4''BE!(/_R>%H3PX#($8]E@52]MRAR!(; MC2%$D?6(*,2ETJ3(2NV8]OO"-T"@S@ +O=) (# .*O<@(76N0U=GF]-EQ)'HT! M60.IW70"$TU&730D6\?O=Q M_NKR#;*<7%H;9/7(UG"AAN5#0FC2F12(P&E MSG.HDH%"N.3J76DC/0"&$$1;929SN8)A!'LR*V#6"&0TTI4LE4% &M>!D*U)&5Y-+=A.5?]-P#A(- M1K^A==JL>," V$Q#EJ=,69=GZ.-J*'HD-H]^;+3+Q.=*.J(OB(^1ER'9;C0, M")AUJO*P >!4+ ZU@AF!C&YLV+.51QL==+0L^HBE=RFFMY#"6R>8?2\K!S)(M+ (%%E, G#(?+# :OF8D08+N%6C2;VW.?%>8=P6'RU73*),MN^.9IQ=DZ7, M#!(49* VUHK,;K2G"K(D"741%Y& VWKA%R>]QZ,/&H-UBAIB6CD'(:AI@[#F MT U%Q,N%>CRQG"^X3V$ C%:W73(6MB]A5L0,GQ4",G$"@+\=X4:;L99T?8>+T[8/&I'ZC4@=-%LFU6)3@?6KS M%&(1#[/.$Q(C'?A#!%2 DTI*X6H)G"9XEP$70H_ ;2&TD1'QB2-$Q^KSF&&SIRX4O%)S0Z M9 $(S!,22 80YE$4F;0@VZ3+//1D:)DI(RQI6M!\\;*=[69/$=[7TAGL\^(* M 5N0TP\,L.3[%>H^U64> _,2\+.YSN+[C ?QD 7Q&()(VJ[% _4T0_A/N#]3 M/7JP.;FF%#4O54J"@2:*-M1@J*/'(NX\+3MCULJ@@Q.$\) [2SWLII)^,IJ<% MZ6&CYR@]!*7MR9]&BU'RVWQ^U88E$F::5UEL-[5*OS<-B68LXW'Q@?EI;]H" MLVGJ]%%DVS0$A81$-]-ITDRG&.8(AVCGG$9NI2#/9KA:8@S@0N.IH"OW?B15 MKL'M,K2Q[/(5L6BL.:+.XV _Q;2998&XU#JTIJ2.(P6!]<;.]'A:12^MTO>= MS\?3Z%P]SG(/Z+BR7UM,!^@X12KBDBY5T753 M7W.T--]/ H.]FSGW1]U/1E89P^@-A4<7/>3CR\L6S8O.[8_? &+,ZBTF\8(K! MZ@BLX;]A,Z8^)*87<.*>[D!9GZ104ANZ* (PD@4X"Q#H?=X+IQ*@Y$A@:V(MZ'*+H/ MZ6*0M#V %M8CX?<$@V>A56ZWOE7\B#IQ1YT@2JP:"(P29-;WOH@E TQ\O13N M8;BZ6.(70H:^A,VIL,ON[BC,09@ 2 MC]F' ,H]B^<5S/,Y$0#*DE[L;4 588:DLV$3S!5:=F=/,VS<.5>TII>VKKF' MP"ZZ$R\=8[\1T7N@2KX"JKM9'K9:?Q0OD5B[%H?4R1:O<3CK@J%->WRBTU$* M5[K>96Q-D($A]SVLVUP6Q,VW@G+$K@B$5%O,"81OF7O; WES)87L-TGXKJ+M $Y=C1UK@X)B+TI+Q7'+3#O6-%C[[TE2Z5'1ZB'-:HWJ'@RAI(K-N-Q2FR%T= MWZ8D:P^'- !;SY5/%5VXD)\%7\77,5U?/WQ/FNJ[JC*%Z/Z@2\QZ&1UOE&3E! MOP/4#>CORMSN0%%E\@U=E.(=X4 G#*1U7_7=@IL;4T%&;1"TTAT]II6C_]R) M)X2TPT?3GYNN6JNAXJC269GQ- 8K'^=GW3D&W=2\K3[< 79MQVE]3M,AVFECI MKS:C^RYYQ[VK>HQJ:_Y!@B9)C&#QUK[]MOW-8QZO^KOE\0>3M]*M-1@C5RML MG8Q^?3*)?PC1'P(MN2+ Z4-P1;\<:/(1UJ]RN+D-C_U!+ P04 M " !HHE97>L9(50("3%0 & 'AL+W=O[YVOD/H50JBOO*V' Q*F.L7TRG(2]5 M)GM=RI=ZI^'M]ZW$W[:44NE(V:&>%5\N+ MT=71B^L36L\+_M!]'0;7@CQ9./>!;MX4%Z,9&:2,RB-)D/B[4S? *&!($,SZV M,D>]2MHXO.ZDOV;?XSL"2=.>B=.GI+^/R/XI.$#EO_LHA)SP;+G9^(S M0/RM5%A8U=)N^C>@%R\CB> "U5&K(*(3A8PJ*^6=$@NE+ KM#FH+>A.4^D#K MCYJRKE M M0WQ(R$79V+^%SSBX$@27SG M\]/)+&MW3L3+Y$DAF6L1>U$U=*6(KC[I6 I8M"?^^\EI;Q=M0T2@"\E^21[M ZN+@A,- C_:+U7>Z'QV0&5?,RQW(9%M"/4:.Q\ >S(UAB2O"XU\E!C,RL1 MC6:3E3@^7;2MLU"5JLB]B[I#C0:V3;,B%O.O85 MC^J"9N_2JLS(J"^@P"Y+Q*RU6 7Y%N1<*W_46SO*]1HW(C7VD(C ?L3!1#[M;U A6\U63B?G;WZZ9<;OCPZ^V; <@1"A+"HJ)6UA&:KDESPZ5MK!CME <;&5 M6(=0RM"HA3AQF\ OF 3$U%%2Q8FK-6VHEQH$E#GYN0'%BZ5W%\H@JR76ZUB$DCD%S'XAFD,XV,"W9 MX(PNN$:6#7(P#W9&]@(I>2C$2*WWS0P%SQA,X&XHP!ET$0%-3(2IFMD',@: M,6.:@#<53944".J(']5D?H^861J .?&A0WF18 [<2\1A[Y7P!< T& MFY,/[%Q'U[L\R39XA>2 H4-FZPJ- #&CYI94=2N?CMTB':B=+VT@@ -DV8<**M8ZH[-,H M;-QJP+0[O.TA##;)(P2+ES (%YR\L?#AE9#5/&00B(=-A_[[UA(H\0-*AX*E*$(9LF3STTLDGSP'>,IG_ , MX;;04? 0122+>HTL%5!N;//2[JT3,,D5H)J.M:60C$ A!E7J(8_ 56A M0$[+CD>!"9KFG=2&BKB-H-NE7N+ '0*%D3V!$FM_C5%!\)AX].P;P4,(2OO; M-E%QB-)L+E(91328I.2F<&O.!;0/2C6069/9? RB?.ENX1+N^L^VLG-#C01QZ M #&Z1-_BQ_54 0I+4IIX4/SHUHB8'_.)#QS54 611.@+ MDF#H9[G6')S,=)6J#0F'I?$P9(4B(2BJ(F/>Y.&*9AX.B!UK=NP?? >').'H>38D9 A!$>6J+:(FC_OD MP!Y/&=^*]\BA,ESOV%OD/'E8'G7$;8NP=CA# 57J7,;ICSC]*;4,D M1/,*@(D\V&[9/-DVMDCA=:G8RKC?!OCPL,5WQP@RJKWLP-L3;JY^5&V&@SJ M;W:XBP#:ML ')=D1\)A:9B4W9$I?I92TB1PSC&[#?EF.8QG\-@)9C)(?[[/) M%%$Y:..C[-G4=6M E!]V#*R4#'3:(6M@5$)P^1"$L2:C)/.>.86C9=60#IK9 MV^ LW9X&0E<&^K.F,_$? IS,43/9P--L;QSYG&!MT&"IZ'9 3.F;P:(WOU\(C- MS8\;=_896L3VBH^L"TI"ZFHJ[WNV934$P!T(T.O. NT[L*Q:UT79D(LH6 MFM=,*15]5J,BL8J:*0V!/;H(&4^*#"Z774\+$W'HT\IT*$,Y;+BSX$TZR%G MFV]F_=/^B^-5\Z%MN[SY7/E6^I5&'ANUQ-;9Y+MG(^&;3X#-370U?W9;N!A= MQ9UJZ0@OX[[.6_4$L#!!0 (&BB5FV\PO4B1$ #,U M 9 >&PO=V]R:W-H965T=;BQ=1MFS'+0JT M\8PD+J[KMR[4O+@T]G>W4:H37[=UXU[N;+JN/=G==>5&;:6;FU8UN+,R=BL[M?+7K7==:)2M>M*UW]_?VCG:W4C<[KU[PM4_VU0O3=[5NU"^*S7FXXN[+YZTKESMGBY/4A M/<\/_%>K2Y=]%B3)TIC?ZF/J7W75;5[N'.^(2JUD7W>?S>5_5)#G*=$K3>WX7W'I MGWUZN"/*WG5F&Q=@ZUN_%_Y->@A6W"\=\N"_:!@G_GV&S&7;V4G7[VPYE)8 M>AK4Z .+RJO!G&[(*.>=Q5V-==VK]K[M]!^+CZ8IMLX:ZI5+5>OPL^$[/]D=G7^W<2 M/%? M7!SLS<3^WO[A'?0.DO '3._@;PLO_O=LZ3H+'_J_*3WX;0ZGMZ&X.G&M M+-7+'02.4_9"[;SZX;O%T=[I'4(<)B$.[Z+^-RUX-^V/IE/B0/SPW?'^8O]4 M/$!?;WM+W[N- PO]6*2&;2C0@+[;>)Q3YA(!%.[5=*EM$L\YHC57GB8DOYIC^W MLEF+8&>8V!NS;65SQ1P].W7"9TC$@8\V\E$I5UJQ%:ZF21PUC2]K,5GU1K; M%<)"G:QV'OR/P*0QTNNE+2!W[>J9';%P8+9/9A#!$(8W+N/%0F!*NT0U,ZS ML^HMR0H>.ZEKL22$/!%?G"(%OW.=!NA@W2]@ 7[32BL9R'!SI1O9E!I\NP[/ M "0[1Q1+TQ!.Z^ZJN- 3=1GR9G_%0_./@$__^@UG _8T0!L:06I="M_5T*E MK>7UEHN=:T[[4D5)&UM M7&]9(C!'"J&=;UOC=ZG "RV@SY.2TKK;V%%?D:\<63YY8.&?8V,HJTWEYJS4 MK7'=R&J# (FYQ%HA0$?6*/CD8EEBMIIFTJB8YH.3!&0IR*5G"%$ZSAF?B0M9] MLJMN+K#6V"N. M$[M>IKJ&B5] %)(XJ>N7%*"M3]%K(4S$[WB*B>54VH(F5IY18H@-LEQAY@C->NF-%OH M7WY5WM[N#D\O*#@INU<"^Y2]M<3%"G@/XAN--&SA(C5[E6]#3V@74BX4P]E M44MNRW\)=0,K-@F(<2@E7P!"7&UUN M2(HMWP%CVK%0B%>2[!>^6H=06*+2\2EM5=TDVRK[@G-L&%I;$5+\KCQ,6]5 M 143[Y6NKX1L82Y6B37;(*XSO2U)MV=E1Q :^ >/5\ Y@ :QVT%=LB8*I/#J M0EE49%>>3#>V"8SD/41][1B>* ^P82*90);43UKN+I7R<7K-KB-^9I.1'&(C M\@P%H,[U .M0@M4$QP'Y5$4@S_H6/S:^#B9O_-DO@/JIB\@K(#N"?*"4ZF5*PO?B09Y M/: [KBBQ/&29@-J[ED/WH)R246BQR3;C'7&01!TCN-QDP2VHU0J7 X@4J!V,J M,3F2THB_LNXK=5+\\-WSHV?/3P6O*5#N9GYRD[3KH57<&0O[:#%##XVMRZ@;] M5)\JU[%.3J_MOC_:/6SILQ ,S66_G8Z-UBF-.R)G[*QYHY&&EFRNB@Z7T>KM11Y%IJJT*P M(9@D\BU T(7&BS E= L>9BAI!9^J:$O3>D2];/(":E9$C:7D1,AB/6I0MA^2 M5J? *3:/_Z%7&'"$\U3>T>UZ21UO;T54?U151MS[KYI+/D:91G6PGJZP\TJD! M\I%09&"QI4$.I7_*=VL$U)]XE/(#I<50@*!")5VXU*9,8 VST6V0$]C&&0_Y M9D,D HN+? $ML1XHF]:,FN(H]R=160^F:H0%SZ.7UWJ3'[7*HQZ>9F1?OLT28 M/'06\(%<@_J*6=ZRA +C4K269:@:S"A1C<+GAT8*N\" M$38Y%;R:_+Y# (G==A/:LP0V%N*/RU9JOH43,!*YZ%=7@-FBLGE#I(% ZA);5 M5ZB9_#X)9!2"_;/>]A)LR;R%*89Z.^M\Q'V=#\O(FU3P5BY=,N.-(CW8S9=D ML1<94CQ[/'-!)(BEB'G?PU M M2UA8+Q7>%'HRO.#8V;E M^^RY?$6X'S1T0W7_D(+V9T>'4^KAZW]=.<=`MZDFW$F*.3XZ8A:FU1+O9K/(MNT9YLS!!:_R!@9^@\N3U&4G545;TG=,R#0<311MQHQ)YO=U(::L($!,SV^>O?Q ME[.W[W\3GLW>]F8[*[Q; JU69$C62A6DUB\^5BHVV(\5IT-NL\!27*"WX1] MQ;=@G_A6[,OK8FKZ@SG [$;N>&"Z)QG7(?!A(LEI1 MS\3Q>>S'AGE)*%PRNX=^4?#A1,/S#D9[1FE^*)3$-/U/+1/7I!3&T&?Q\/0V M"X8=;)H!V^V69K ? XMGGHP!YRQN6;R6M>2!77=371FFO.&#![+#U9Y_G2/ M;V8T)BR1X_E?T=Q=U<,_H*<,U7\-V_V4BI5[M.6A/1L@]"V/J%S/JQ9/G\V> M[=^BS$<'3V?/#O;$X_O5&3+O9\C98.5G#YD^?8T43 $2#GG:"-#HN!H:(-11 MTYI:-^!I/ KGF TM4.%)K0@7KKS=+3GH==]AQ:YQ8N W[L82[0SC$JLZC8 MU\4'45+2S+YPI?:S2G^02U$(^%'6^MX#D1T&703?SVUGS1J(I\L D MXV6GMWXO!R?$SH/F/,_YV00NC+Z1^-8;'K+5*CH-]P!^T]@21,Y\>T^HS312 M70#AQP7)HS0+'>0-/VG0?* (5(Q41L2*HZ?P$S=B+94&GLZD0H*/"K)Y!M]I M!LZN%613D4^/Z&.G)WWZB<2* D1)A 8>%5QJ$.;48]T-YSMSIC2M.Q*#!I=N M%<9[9E5F1NMRMK%0V M'[]N.CIO@\2- 08B7<L<"8K4;?%$X2*(_1*++D0ZEPD89\&LV\7O9TE#DOWCZP/?#C>OF;GT/? M4C '"9)FZ+PG)N(P+4Q*2GHN.+LQ"/PDEV^,;=F__7F,9S[DQU$;-\#U=2X M 73BF16G_&@D/G1C1XJ\'\%GPL5%%V3RY"N*\W-#FUD!Q999,*8(9U.,S MXR >1/'G/H ?Y_$S'N$,OLEDTKDTG1EI4C63-'.FZ+:+3=JB*/I 2[3-1A&XFE<5-% 2KFY++ZNK5*_/N1_7J1=TVA:S$CXKIMBRYNGLMBOKT\BJ\ MZE[\/>'AE[GB?O[P*B"!1B*RA%3C^?19O1%'00B#C9[?F5;\E31S_ M[E9_9W@'+UNNQ9NZ^)O,F\+J\T5R\6.MT7S4WWZO7#\)+1>5A?:_&4G.S:. MKUC6ZJ8NW6104,K*_N=?G!Q&$S;!A0F1FQ 9NNU&ALJWO.&O7JCZQ!2-QFKT MP[!J9H,X69%2/C0*7R7F-:]>\X)7F6 ?C 6\%0V7A7YQTV!I&G"3N65>VV6B M"\ND[(>Z:@Z:?5_E(I_.OP%)/5U11]?KZ,$%/XCC@L6!SZ(@6CZP7MSS&9OU MXF_AD_WC=JL;!4[,?

59T5>/G%.ZHZ;[.&<H5RGB5L^__M]/'VI;OW;#KXK(4^]CW?""%HM"?Q,O\2M>+?T@B=A'4/BF+H^\(N%DM8)' M@&$F\4HJ %K# $?$AY.)YU\[YBT'WA9MS1LQ_@1U'V1Q =D? 1TLED"!HB! MRUL%$9CQ/[=<@5$FR/O8']I*#*)^HH5@1N7)TP5T)$ %A\%L*ZA6]+$G[&& M8F];I8BX6ZU%H_N18CRR-B,S-Y+;D9?UXUTR -^L=D_7#^JS(TA6NE7&8B'S M,/*7]]#H(?*#8-F/4F+?PC!)]#L!ZM>AOU[%9D*2A*-A6G %@R9ZIH M5-09PR;UPS3IQT,;.]@*Y _MFX7C#1D36P?^&C;UU]N/K.%?\!Z]%_(SWQ80 M?.PODTVW9+^6%688^*LT8.$ZP?^DMZOE9N4GFP"_UE@Z3&)X8<.KO:0%G8I& M;ZPJ.N\\"24&V[.&XI%F[L"LLY)PB?C@RHK%R]/LCF,K=1("";>B+H4N?R" M@/IS* [6DP7IB93Z39!0E,$);H["!#'L9L*)!WG4?H\3BF*GAMVH3@>8UXCL M4-5%O;^SUL(9H#H7K.*EL&\N&]Y%Y+EH>!T*\H:]'QP5D1]QO6++#5^]WJ@96 M(!.0^KGWL:>(,8GZUK'*7YWYG/-GF"/-(S94S,BV@3^)EK!!A[%.0N7?KB) MH{U%O*C=.6OEDNL]21>^W$0X1?L9[.$#8:A]V96S S]Q$0+>ZI>H)E4C/9 M3Y:EA:D0+'F&\:; VO\D/\1@N-V.9WI:U M:N2_#55S4KW-LK8DAR6L'(U]_FA)64E'3M)/DH!H".P#H#M)$OC,.7B%&6V60XC=K>@CQL/37:6)BSPYA"WY8(-O-[]/`M#]+ (V?:._,5S8:J##5EE19L#N^;]U;C.XUT6$+05QA>M$,A-/V--;"P!0KHQ M42UGK1:[MO"(7N.TB-$$4WHQ-1H7AUR^D5/"<9^Y$_S^+&2&Z0:!(3#$7R

1/*0)FJ%B01:W][V]](3BA0._Q*1L! A(FP]!^4%&V.,8<3N< MB6UEQ.99L<&9YFC-:FVR% 4+J%JP^^N0TV5!66;MDZ(7L#XGEBWJUX7,C17H M!O\(JHWIP B5M5<7'Q"#Q(%*2,BL (XMV-LA:[)$3FC[P>0"+BHL?1,SNUQN M*S+">7XBRZ;4#+YX,GN(1C:&<0"=#?O"R?,S#,/Z&GOW]M:(A].4+:22DZ=R M30EJ+IXU/ <: [F3!,G[4;2%ZI]0>9[G$NLUXL\X/X08N0"_@_=*Z0"ZP:FGV MP/>M,+%3[O?"\$[*:BRU6=T6)@E"$4MBQTXB0W$//\/3KFU:98TM@["]C.L# MVR'":FLRS:'5&)? +S'HDN,RX4G?.Z5T*.\DAR$TII+1'Y.9WK*H;(@_^7]AD M&0!!*=-MB0?#]!1^L&ETB_UT1HN/*<(77MPA)O<&8,!NGS?(&X9 ,)F1#8:WH MJ!!/Q,I$["4:R5*]$:B9; 19Q.4%H9@2@B8!TZ=1=4"&VGL2>)=UOF ?$##E M#I*V>7=;'JV=M]HJN><*E!A:]V>@%8DZ<36BQ.UI-G)X;T#]7T;%3/,"J)(K MF'!%EHLBQ-(U@]X5'D6^PP-%.7:HJ]5C 1 L2X;*@(N0'F,?>,&U2H/5W>B#;^'+5 M6_F$LTX+TW4KJU^(8LNWLI#-':TA.-7%2(&K!A4G,U@M]C)CO(U]*@/<7L,_ MD4*.!6KRKX'1I([SQP$;9BA(- KVI_0)26)UUYG'1*PX(KP8)AO6ET!X)^M< M%/9? XKWRP!EURI3>\TQ/5Z1L-0N9=V3$*@YUPL(]X:@" DHBF8(5T3UR*TA M305IYM^[:FBU]Z!(&*,-G4'-5ES+S&2BQS8<=!M:0L!'^0I;2^H!-R9E-R0GY3:6= M"V54FHN)CATC)H?$4**MS_B];=N8M\!9LADC@TD?C%>=L9F2FD@[(90*BN(& M5\PKBT3&I#.I4%\A[T/E.(#%3"B? (86GJ-SA!(7\<%1*S%\Z#F<$_^P(\^V M'B ESV$C=46$:C@YZ1F2:A,>6TU1<4O')E/B9D + B8[@O^.A;L[9^#,V[R. MLL5%0Y_OEO@H7A9QWXBDC>[9]= 6'O=M+,4'$+(52#!@4HA0.PE#P2M8M(U& M4QO;03F_J^O\A.V&'Y-29*2*F0Z7-!!H<5UH:UUUCOIQ:5#CXVHJK-/+K4@ MR;KL"AF_!/9T>(&(27W\?,@T+JO>)?Q69N0)Y-I4F_31WIMO$GLG1%?X921% M<&8]06,(9IQ.:!@EX1WQAZ-S2?Z#)PI XWGC7 MR2+J?'G!?B\UG?1DO"!S& N6^*G5GAOMF.3B5)_QK*E+/W*EX93',MM3S!5< MC H359J Q;JU1_%!F7A<4(,'$PYI<>-/T9LB5I4&F"DG*Q6@+SVTQ]OEO\VY9DLAMJ@*6R? 3JLVKAW"B,U,;S3.KE?672 M&8RP_R&,> 0C^E$XS_AAW>]!QQ!CK8=1@,><#7 N1,1C0; M))5XYAS6)1==E*22:FCND?8R>;2E"#)7;(RQYYT,/)?'KI;LT[M1N\0HQ1MR MJ 9.48C=ZS!9))V=>;*,^SQN<"<@3^F$6WI&7EGUR2:]_JA M2SI+5L3*E$\F'!'9-X=[FC1GBG?,X[DZH>><,W=ON:)3D5F6R MD'8%"\G>N6O-YIN_#M-SQ<.(3<_% [CI@GW%GB2A%HM70TR=Q5D=6R;KG4THO @42C#K._.6O-T MET&-6WD=!!M!]AR4#S=@/<>".TBR=TWL80ZUN6H;G6WO%%A;]]PXO2"'F#=8P-@D[T'&K$G.)R;> M)9/L-.46+ZE#>31G!V-)]5WW.I?&8C M]$"TZ7;5!=EA*=MRU"EX_.40[^%NQ^ANR/P--7;-DL1?K5=^N(R\]V>Q]DF8 M^,LD-N>G3[WNZH,UQ^S.XHX]9,=0/UZ%? AHL,7*ZZ0S@7=/5HPW&1_&&$GK5 MBM&]KNY%?U+\"R[+>-]^2:0;UC0> :CNXD-D!)2:>TUK/UFG_<'+%[#B5>1O MXI2MPI6_#M;]A/LWL*)HXT>;"$H(_&68>/8Z&S\70!0%? AR'+%HE_F8Y4(!< MHC#(9(DU2W879=+87V^&O7=T[PQ (]P=KZ4]SE\%?A('PX(5S!DFRJ*8/D3] MQ:]N0"YV0BFCB9U% X-PPP7$R!RW#QUIT+WV5RNRM,@/TQ1J7[.Y6Z8WHYO MI4!>1/>=2?? *GLIN' ;'ZF^M3>)A^'V/C:2F+VLJ S986JP6"=7]M)']]#4 M1W.O>%LW35V:GP?!X?XT -]W-1)G]T ;]!?-7_T'4$L#!!0 (&BB5D] MS(N:PQX ,=A 9 >&PO=V]R:W-H965T? MO@ .@0)&.=V9W'V;7D@B@T=WH_OH"YKO[HOQ:[92]Q<,^RZOOG^WJ^O#JY7PRZ8HI[*&C^7V974HE4QIT#Y[.1V/+U_NIL_&[MHJDSG:M/I:B;_5Z6QS[&K]X^<-W! [E5MZK^Y?"IA$\O MW2RIWJN\TD4N2K7Y_MEJ\NK-')^G!W[5ZK[R,A:XW51?,4/[!/OGXV1()6I ML,89)/S?G;I16883 LF_F3F?N25QH/^WG?U'VCOL92TK=5-D?]5IO?O^V?*9 M2-5&-EG]N;C_;V7VI\#YDB*KZ'_%/3\[G3\325/5Q=X,!@KV.N?_EP^&#]Z MY7A@P-0,F!+=O!!1^5;6\H?ORN)>E/@TS(9_T%9I-!"G;VKQ+L\56DX_B50XLB96G+> M3!^=\%8=1F(VCL5T/)T_,M_;6]&\\V>L#WQOZMU59>@!__7MU.>:-X_$9Z- M5]5!)NKJ9Z#\E2KOU+,?_NM/D\OQZT?(G#LRYX_-_DTI/#JZG[:?BUJ)A?BO M/RVGD^EK$3#BW<|?5F]_?"\^YF)U'4F)M?$\5DLZIT2-\7^(/.CD'DJ?E5E M$T?O\VODSG&NZ?@U?D5_3EY?")77JE2IT'E=P "QJBJP))^:,MG!61&K::D4 MG.%:G./,W@QB]6EE9QGA@*J1\%A=O+1NU:S_#@<7/A-)L,B^BO"'L,A3LXUB MP_3:Z4+J#X8&FJNJ87(MLPQVE64PDAZ52&P%MB63-3P':]F]3:Y>MVPZE$7: M "V6 >9[2WWD;^U+*?-*DL5Q/ +3*23,7LM,'(JJTNM,X3XJG:I2DG$"@LXF MXS&<\"R#SR/Q'@U64I2IS!,%-J'>/;)5B5Q.(Z ?2+V#6?DY&J5SC1OOK$?$ MZ'PKSJ;CD5LVYJ>J&G\!DL[UA3B[;\7!ZE3T1QP E@^R8K*/(D?O:U'Q:EF MG6N8#31$IBP_H.EL[LVM>5+T,SBC%'F1O]"D7E4MUDJ6N%::.GV01XD\3!LE M8"08C5KMUZ]TEF/&.@0KZHNHL^1D/+QF?5^(LX7W^R)E:4A%DHF.TM)L.&(BZQ9&XF5HR<[QJU^6T9:(8- BPJ$M5>3+&H4LC_Q,0J^B2/>*:K]OQ^@]L!Z8GDEE5H!UM]J!G97&46BO99#> $TK26/(3UD:S M!2,_@<:REJG,Y$9G+S8ZEQ4H)-JTI-BOX2,1YKN=:&V. RY[(P%;:@OQ:2; <35<7BIY]N\#R\50F;C,D$3^7D*E!U,\O'EO10UWL>B"P7 M@!Q?-CI/L@:(E^+RN>,0XE'P0^[T]>^8'"$]IG+S8,\6C.+S?S:=CA;.A$=6 M9^ 72^7)T5O\,343WSIYT=-.WE5+] [^:C.F3R' '[X_:HL=(F3V!E!%BL=:/ M37OQ6*#T>(9 $5(Z- 8E.[RON0>%2/,\(P9D\Z;!,16Q6DN>54H(0 M^M7%J(7ATSDCA&=Q"QE!,(I(A';7PFNRU"1JW6_!N\[?1*X6&PS"GA>]R LU M)2(Q]P*?D_VU\K+//*[:I*N*->& M(4QR -&8@8SOBJ;&H"&%K4?A=E;@\N(>-K,&FA-$EH*E'@7,$Y\YM-'.(Z@^ MD#N*!!S@0=6:LQDP#7Y7%9E.=,U>T7G1*M#.G^&YFW9LY'CGG)1!$X"_0'(0 M WU5<&A1E7=%!]ZIHH75_I 51Z7"95!.I4Y04I\D"!K5\9G#9(BMRB$R00,! MMFBGUYJ9>#HC6U>E2< I8..DAD$ &73N/JE*[>HL0;=>[.\:0#5J@KH!M6M M&E 6U(M(TW& 7U(IQDK$!F\'..!%BMS9Z#M%)MO0\G@@Q#N7;?#M0VTV\QCD M-2#H-**%JA8;^8/T:32XNKT1R_'BQ6(,@4DB&P!1@W'N1NI2W,FL49W(E]8@ M':M0FQ,01HE'+<(%!>XI,\^R:G8CXA)S7A5OLO-;97ZT(26M7,I4 23Y"CBL M5-L&PNZB!$H/Z($ 2? +I*$BX($S8;Q53T(lQA U@T2H$I"'78,B1G@(A/["T MP4H=!42X7U7*Y#$ 0BG59,$X"ZG_06X/ 2AH(R"Y3F >U2A+8]0[P3P M]1I@U!UOHIM@A9LP,/?6 U-B->,7**/PO^B'P-I!M$H^3T8.9G&U_,K>MI3 M1B"K KJOKN.KJTGTA?(1R>#J9VBJQ\-+?)@Y>*)%@WZB'2/3.PS6RA(^HAU]B[035X9/,],1"2&75V+YZR>T?I8+CS MN[@3]7/'+I9IN=89"MK0B/+NM>+OVQQ+;((X]$8MLD>L#01RY#_1F'4,5(\-HCQM%;T'?)N3$8;C'D^F;&&L M*7^?@SO9$OJ=7,77XTO/<(36 "0"? F>C3:8G7#ZP)#V)S=:5L?!:KV2I(ZAI MV8C":E>W]@ +4,B088-&[A;XEGA'PGDMW6[5^#L&DS@('@4IPI$"" (BB HP M2$+7H6%3$," 0FV4/U(]H%GAU=8*;!B'/9ELV:?O >42BF\ M#96WP-R^ +5/ ,.08RSE/5HK0"?@/D<]9KHSR)N>@S1W5%VF$!(NR]62* A M<><'*)*N=O#;MBC((/Z= ;ZK:N$?V,+!;I#R#V6G(7N8-V."::0U]#2FP>-M-6 M$*'AKVH#\P#]MW,,U*'/2G1&-1+LY7!A! M+2L-4!*;HX;>A9&@])G)^R0[B.EIQ"P/-%%VC,[&HUF;NS^50B"F+NM6F6#.G5^&1UOP<8<3FL79S,N^ MF*P$N48@"MPQE?4X"#N)\T ;W[A.'M"3V2"R .:06>4[I68\FO]>:CKFV1N] M*3 6C'YK('K@A,)I5N4;'#TA=#(?73E*.QOT&$ZV_1Y4T(#Z=NHH$%8[]M0" M]"P^FK;%&K8S)K^8^L3#P,EX_-RA?>:<(.B;$+342? RWEK2I?8;#^EP9X/C$) MDB#$>_>@DH8,ZUL@R.61@@)%MR(XF.DEV_+4EK6Z-%F RZ9@)^_.C!G\C@N M;#U] (OKGRXIBH*QHEJ2XW,C*?'5C4#DR@4))&SVNL"@!U%,F*EVSK,LP%Q7"L%O1N%MPK B-A(GNR7+5!=9L3T"B3 >?MIP MW,'6## XF+%]B^!Z6,I(H.79+P[3!$4IGQL^PNKNSW^6MX*VFK+.OL&QN3SP MY97>YE[TW"[TVJ2)YSWCC$ 0-N&YCLX?+L3U& #-&" M/D:J<%IMQ.4I1(ORO D0I.U!L6$B"ECOP4T#,S2*M(?+OLI87K_F]68+CKY MQ[Y\'3A4,(_"/IY_.4L1YODZ)G MEHO^#G F#':'M 47]'XW:=G09/@1AZW;##02?+A=M2E68TX#$Q68 *^3P# 9 MQH?.X+YHLA1;A2PRY[-3=C2H-4,DF[5-*WFNQV2,UJJ^5ZJ/-#J?@XQ]:V?" M8@1-U4?H7GY%8'*'F(B.H36G>@.QMDHQ7GB_>>6$4'TI'L"$+T,UST@D=F(&>P2I 4PC>.6(W%H;VD#'-:(U.IBT)XR@ M1]8EM1L _^'842\3_FWRH?@P;!D.8V.C/N#VU%A%SA7!84*5Z!Q2MN(MC4\E MQR[50U:8%&-^VUZ4P!-8.;("(D!!JR= [T>,IL(A]D(T3(E3Z=VS=^%ZFIM#).XJ:R^B M$_,%FM:).1=>]N^>TB$.["2J1*::CD()V/+4S_G H;NP8.8A#5.#IC%)4-% M6B0-TFZ;B5R<+8K]'([>3A].L*? +&?;Y>JJ*5@81VAQ%W)80;MIV!/R08R4F-1][([:A$Q!91@%Q0_%[+Z#P)Z%H%A,+)S#1850YZ\P("NY*@%R_1 M6N<(S#99#0N&6I=BO4U?;#1I/00RKFS3/$]P<+T^,F)O'!;G+VWIV#QK>=&& M+A'\83(BIR.=3)$22>*LORX&L(9(D. M6[^>^QT"UBYS(R!E%+" &H6'Q.],^;8!YW9G<01 $L2 !22"T;BQ=4L(IC#? MNJWS/B4(DLY2I=172K^8R6P%U,?-%=-F4YFNB2%&R:(QU^&KFL+)DFAPN04 M#I(!M3@5M*Y^86V8#P7\X)44/ZIJN=UBZ?)Q',&:'T(+[\ IGSW3?N>59NK" M--5,V]A<8%>2,LT/[E'7<-8FBV*37*0G,53#3$>&-22@.LM9-VC)W0GG:.)J>6U"BBV+WCKMA1V1"*HNPO&-(FQ7WE#1P F M=F6^@&72IGV1P/4Q A!G/ I'HLJ%L7QJG,.I;VIXM>BE ?Y &'6;9-M* Y%XUM7O9OY'U .?4?EBF%BI^/Y M331&%@EG#WTEVLTNG=M1Q,5 M^.!45AQ,6A6.EZX;*]\ UN#$K%BE%#:(=QM,HC!O.R94].$,A4EJ&_=Y?;H. M.I[D#DXF"4S[=-S3_15U3*WG6UR(+AL$=Z2*M3P.N1&0]FQ2R3AS3+1)H=C MB:?+-US)[V-(']CTCWYCY=+?Q0D1)O<'Y5']+%&A,[VI+4,[FP++JG+3@Q1P MVU&OV\Z#WR$$1_]T\@4?]90]DUXG.S/\<]LXQLKF[JWR,WTCDH^P?[XA#H@ M&!D--WFK01TN$HA*J(P;L.C:@ <00S9T;GQ T AJE>HHMS*7/_# 'Q:G5.0 M",P9CF2LX]2N0>@[O7".,C:*#_E8E7)P! [+!MK[VZ8+'T\ A^-9-RV&K6$- M]MYVHC T2W5!GLKE1&H$H$V>Z;_*)AD"YX7E6L32=ZHG6K/(W8_:8@R$Z?10 M)0O!!KA=$#]F8WK:0"J;S3(=ER>M(R>91A?'4&B[*J*,_'Q963(&$$P*&H58&>^R$\WXN> H%WS:A3(OB8 S=4#9-TLGV4 MMX1X#+ QF/J!1- _00V$#FT\J]:F9R!\G,OUKB(F\UCZP>P>-Y6S.JP+#_#D2 MK_V3-(OCK7,+44'E_,?-' ?"-Q?B/"FRC#M*,A:SZQ;%**1J>>/W S)$]X7L M(FB_I!/LP:2&.7^,&[\K:FZ ,S$<#/((#? M>;*LL]QO1QRVB'K,3Q;K-W)GH)&([K:B%1(\[O(P?%HZAS2V=T8X MEJ4PK5)U;9S^$#* _#?0!VDH[&THY/) 3G8@X':#HDIY'/ MO2C@GN-1%QHU!6%Q5$;#G& M :A#S&BCCETCYR?:NZG2[H:ZU@G[HF!/I:?[/GYBQW*PV<^VN&OE'OE^X1P? M1VKM MYQK'T?#\&%45\9]1X?Y!37VD. -J5POU/DC9!>U)\20 3_'9NN*#"1 MWGP-!$Q95YL %%%9Q^4ZO%I 3^\Q(FPR+B.QJCMS6>9X2WK[C?S]/DX\)+; MY[QI59ZAYYK['0>SI$CD*Q#W"ZK>) H#UG-)ETY;61EO&@V84BNKW*$;W17 M1^4X7UlP#SG# 5!!?2=']Z M*4L]]P.-"l1P OJ!133](@#8S)"$R\D7@JU=TJEXC\0Z%&?*)<-)KU+9-MZ M^X;)V.GK$D8## ?;!3;0B,\DE="GGZ\N.AFG$)GYD(>@/&V!T]\!:HMMO<6) M'O9L/[07]GQ%>^PS!GZR IZ_N3#E X-$/Z,-#7I 3-3]+<3ZVJ:!+EP1R46P MW&^'DP),0UP>I<5];DG+E210=[_#; U&G>@UI-3T&N:VJIU"C;DKE_]]/CHBE>FK*+B#DQV6DL10[ZA1!K M*8 _4=LRVU9RZ P9^:!-(WQMW97,>A.7"&'>B*Y-$"OUZ@,O-"EUQ_9MOE5 MIOI2VYH71T%12@6$+UIMQUSYH.9U$Z'UJ7?.V]>W$T?(9P M!(&8]DJXSOGE+4B.79&+:.,5 U2I+<+:,5 Y#*!EZ/(JGL\7[CX0KK$:TJ$]_=UGRRB0.>2A% 1+#*F=3.;QY601T9O=Z/T4E;VB.9E?Q\O9!,-B M\";F%2&8USMPZ1\O!,[P7N(U7EA,X71AE',=CR=+NI%T0QD&*EED7#_>Z0.L M&"^O)_3 I^!&*OD=4_%#.ZR274YMTF("FYKSD#\714I>>C&+KX'T\<);R"[W MKRYAG2G\=IGRSEYP/)_.8.CT6ES@;R4:%L>I\ZL9C)K,X;>/!![(RH!B9PM"N MO7IV:G@##[WM UKPQ#2^O@;67N(BG\P+\=8J5W@GIGV[BCA?S)?Q:(G+_>Q? MUC^? +(87U_"[R/_DTZGP/WY_%R.L/AR@GU:@=H> 81P-8M^0I#)%|&I62H+ M-\4%&P\#R? PKH%UO,O6"L##ZOVYM^ 6*_;WU76IUTAM+@=I/&.9J0+: M#,WX8N MGX,Q5B2U0U,>BDJ=W,4*80;+V"+MW ?>D6%;M\&1[2NU9]EK"@9]5'5L*2"@ M@1$[/\UHFV(#L(,Y=]1D!8,V4!YWY:DM(YL7U JKG=%6MG()9R]#1[X,3Y: M3:7:.]()D40;9/3Z$^QEKLADP,Y^PK,K9@ "#XV]8%ZWAJ$[>YN'(#L;=3U= MD@'?'L!H<1?1Y7.: MO$&?\@_>N96HNZ'4<1!+4+('+ M>6..B+-:IE>;RQ"U9F3>92(2A?=YW1I&8V%/N;O S0YJ,G[N1B9JHX1M(1A M:++Q4;KG3?V_34E7JUP,*K,CH&-F!-ZQ'.15S]VZ- :H+I15T&T23"@ QI 1T MR ^8OJ2WO!T+8S#:E53GC0<<5?3Z)-)@-[_NMYU XO8UL4.Y6I B%DA-V+M? M3 #])[F^!CS6\T M8'X]"_HU+^Y?[$"(]*X:B=D:S@TIJF=CIO%@<=Q.9;1- G.[3>;<%$E% NI6 M++$4^P+?&$RO=Z&7^40)QN+X"A>YS>$K[.XY@H;LXUY+\R]11O=3JX_1?\8" M+I\[OVAR*2[7S.R-8&EMHE"D9')Y,@(!MZ*67&9(YR497;CP;U3V$YT;$D$G MA.:MNOBUO;J-4P^%J4-P$]78#V&U?QN?K?[9E?=**\8Y/DCH661E0,?-4&94[O@)A5%3S-^?<#%:N42&R3 MR6 "(>XRRT\-:B]CXL7P!K=Q+L2^N:-88_^3N5S 6Y3E5PP4R- \VE2\@:2%@ ML%Q89]'B #9+TAMQ?B7B/GA/?]F%G5(VQ.A>&VAO8MA:N'JS(9 M0Y':)BN$XJE6?NUR\Y&U]2&BMXNZHNCMEE?GM;5G7DXJ61[5?/NRT+,F]>Q M-*[X>@092F '0O)71B!+7<4B.";=O%.32]AEW:V5<,S&18B#R:A5CLIZAVD4 M@MW?OM _B[&?3_>GG782+]2IW-5%; [7ML.[QC7C'7EKCCZZHNU>RDG@!_;' M]^C,*SYL720ZP6LXJ:Z\63M%"\,X$P>!4C7XPG'NG#:!(76ZQ[:XDRN,SCAZ MM7>\[TAC-@TU.QNRHY"M5)6Q=X+<"T:Q*.3VXE\&<[%PIXVA[N60/;_]M$5. MF_ODS0>>,$(6W)$CD9FW9:8DQ#[A&L&:YA0O/0^SS"?PUC3*]'W M*O>7WLOU C M]\4S]J'V0UTO(#S3P2[@\2V72287(#-ML5UTMD&SW7TH^D!+M$V, M)&I)*H[[Z_<[AR(EQT[0/00AL222YWSG.U?I>FOL5[=1RHNGJJS=S6CC??-Q M.G7Y1E7234RC:JRLC*VDQZU=3UUCE2SX4%5.%[/9^;22NA[=7O.S>WM[;5I? MZEK=6^':]I)V]TF59GLSFH_B@Y_U>N/IP?3VNI%K]:#\+\V]Q=TT22ETI6JG M32VL6MV,[N8?/YW2?M[P'ZVV;G MR)*E,5_IYH?B9C0C0*I4N2<)$C^/ZK,J M2Q($&/_K9(Z22CHXO([2OV?;8!H-)U^)5/'0^# Q>S%PXLN@,+QAT4,WU]9LA:7=D$87;"J?!CA=0,>0.6JQCE_^Z#7M5[I7-9>W*VM4B#[I?,6L?':,9N#R- /C(BE?/KI&YNIFA(1PRCZJ MT>V[-_/SV=4K@$\3X-/7I\)S[PNYU_&*W$NWKVY6,P75^(%'AZ 7N?*]<_$ M3[7X9UONQ&+.3C@9" []1XK.I&EGOQ@);E%6%T+4W0F8_XC12M5X+61>]N"_2 M8=M ZM\(R&)VU2T6/-HRX470YL$;FI*F5S+4O]N^1BX2(LE+WA M5F;QPY4C246;>S>&_7G9%F2X5;EMMUI'*_N*WEF@^)*!9/U^= 5"V3TM M:F-PP7.T643+'@12V4#?DT;;43#T[<5L-I[A+|'"CN"H[IS!A,Q/F9 SINBG MW!MRSGQQ)'^'KNG]D/T1/[C]4(D"$?WP+L35H",'VSKL?#N;G,883-G,%&F' MS*NY^HJBM40M*:I1P+(J=!-%W600:+$AC+L4AXB0?R'"T.U+3K^UJI65(:-D M 4,U57D: (1ZPD#C%&TG;124; "I!QQG2EWL5QQ'WL$89+DV.!9*AZS:4,F# MS-(XM\\&I\N^#^=]+K((/+@8$-.QIWN2'"%I+?#=R)Y>ERB03>L@&B_M6Y=W3 M5*\1IXWBL:?<) <8"7;"B"L*+5G'T4\[V84&8NA(1?30I/\]E 0G&[F"G;8Q- M^^Y0/]%3*.R^2 LUI#Z N+=H0*9"/#P]ZQFBY)X!'Z1@H]S,H(;$]R5=I)+> M+8%>QIC4$ZQA%U@:OVACH6"N::*74F%7A"0OI=5/(8T,!-A1,,YH%ONHIZL MY(,"$U)B 8 .[+<(,0A >GCK)(QL($02O,W <@^V76I-C'RBR7&J%H77B M^7V');; B? BAYIA$SPI<9^2IM04GA"NR(>L!$4GGD'B$E\)B05N1#!Z,)/91 MFB*^2A?O';:O]+]U5+ :]H T,4#;W#([@KD.$#)DL)K]$YSR=6^#*ENS4Z6 M8 =QG K(4OFM4K4X^X:=,9]](TP 0? 4C=$9*"NC^?<\G=)@R++*61=9$ P8H MH12FYEKUVB0US1*O'^YC]N[-Y?F'RRMQMZ)R1^I6VKJ@D"2G&*%3B- ^XOOX M@.,\,.'9(H-)%U$:5.*>2CU"45QZ..CXM9WWFI MP+D0R\/@^NWBE9K,<3<0<8*;ZIB:4U;KN-U!S:>\C=*^E%Q7"2+(>ZI08Q MN>,.31E.)L1A,S<48'J5\: -K/1V065U*,P=>;#T?48Y: M<(GY#$([Z3O>9'I D^=M,DO>35/?\9, <@6&8DW@G(0W]V'LYPY2[0^']:[8%# MU,;C_%'W^G.B=0/R=%)9W9<9T$%Z8@-D/N85WD+7%([ODG.UJ;'VEQ>Y:] M!NW\@D)+-!9R/U\8%6RS MJM*>0<531^T\9SNS:.? ="^/EN'M;VD^LON\.>G-?9P_9H&!DXJEDX26P>#XQ M.X'ANX@3&?&0B F%45O1ALF=IB]+A=E3P/" 'D+%^D M\H*$#Z6I:?I4^-=^,+6;P_?*3'?XL7>B5*M<'0V^7 V"M4SWGC3\/>VI?'> M5'RY4:ADEC9@?6401=T-*4@?8&__#U!+ P04 " !HHE9Q_)50<\2 #O M// & &0 'AL+W=OO(#R3 MOO(HLB3;<3). GARP69QLC&2,;L+')'P'JIN2N>EN:LAN*SZ__E05+TVV6K(\MF)?$DIIDW>NK8O7KK3;?[:V4+?]15XU]G:U]OQ%I^D^U_;VX,?#J-NY2JEHU5NN%&KMZ<7,]_ M_>T]T]2]5MK=O3EZ>\%*N1%>U7_7V;]+S\Z&RK:[\8**A5X_X7/[P\:O=B$*^.0'SM]+:3S_-#N#^OAX/QXMR>E_R7GUXNYHLKGLOBG])T@Z\^-;S03>,= M9JO:6] [>^B>O;Z[Y4RLE++>$7SR8,?WJGZXUH[KG\(8NNE24\;^"91C?/5=-* M(*5]OI3'J&8-7^)9&W_64UR.E"UF5T0%_3V_>L950Z=N8%&A-J+BHM9=TUJN M5_SG\^D,W*"]@,)__EB.F/QDVA*^B;\[AA0C6H5;(.W!G5WO-2(!FP%YA: M*^NE-,'>SB;\&DZM^/R5LS^WY\YS\#TPMI$44*K[*NBM^[?R3IH)3\5;BWM^IRMX%D19W<-^$C;J M#W%%G-II!K!95"R1=EZ5"+8[JNI^@2$7#/]S!RQ>U@#V+$0QLJ0Q2]S3C MGUVS$:KLI_3QA3 M]8;,)BSE.B&#=Q;LA@'E B0"*8*7RA9$0]C\Y73QA)1D),H?=A+ T;+MGX2' MQ&9C] \%,@9M\9_GTWDT$: 4CU/6=]0[- Y'8;Z+L@RR!:82/,(B>[+LG)X MR17"F'NT\S$Q(8GPO6G5_Z&3Z)YA^0-T9B4ZCN[6SG!ZZQJ8[8212.@ANA5KY M9^)>M6QO=3GE7YK$:!>O@G&G%H4$X6=T2G:KJQ*>E+0/*4.CO0BPU!*M%0E. M \&$;V]5<0NFH>]425[O!9GZ)^T=_5T;M59DCF3VAN5KY M.EQC!:OL2L$/W0;6/IT_;IX MEED"RW=7*Y[]C_^:L9T5UV)MC2/81H M4#]N_5X67BGS(!]2-M@_99;&17GT13! (]%KEK+=2ND.7PEE^)VH.AFXWBL5

MLAI4.0K=N865;5M)MS\Z8##3X%PLVSEC5 R">M#OE-]T!I6Z8\:)F \3NM5= M5:+&(SA+JS0=0W"MB/*!25X>:Z,KATG/EC%**-6WLW_Z!2>0OMX)R1E 9?
DW$'DP0XD*+7BM$%!3 M&+.@,DD*7JD*5L6P!NW#.R!:.W\''LG;6!_4< !*/'-@^&PQWT/YA$-1&:@< M6&-O]NC<#O <1QT#ZM!!_J'OG-!=V#NG+.K@((^!_LRR)MD2R8X& X"7?)O
MT@>=1:=0O$GQ[A>?"_G'9-%U6!2!,.9)[\@#-\,H6W6&?NZA8$1J;"DJVM,G MA P59T&35'(K$#9E2 /%G&/AC 'W4ZP@ L4|H98=YG3BMB ,Z>7GHB:4$Z90 M!'448&6#I;7U. _
=IGUV#(0)H&O 1X9@'A.FL!\%8&Q.0@]F=A(%[Z#'"A8R)-WTA=W7DD'5*O-,?9,EBSM M*;,,[3C^S'9U>0)$ I4B0LQ=ZOK-$UTBEE2XDL 0V7[8 :%8<[|;4$5)X,&;2II;:P465\I\J>
[E>)AUW[&=5% ,*!0 M[.)0' Y,!]//_D\E4BKUC/B@I!?RL@"@P+2, Y:T"%JO*XXS/55Y&I^\81Y M[\1E-;;V$!UB[02UAU0;YZ@W!IC1Z/(_2.CX<*4*;-5BG#*TG/G@3;
M:4"C(*,";,T&3[BGR.'#OHE@65BHCXA;L%30HEUA.#6)[.E;43CH3,$0^TP) M"D531:GI/@26$L)&3<$I M9L QFV?1Y@$W4DVWE!B#, K#6E0I@8=:EZ["2&#Q3M+VE>E8Q$55#?
J!U]_> ML?/+V7.(&Q!4H;)|SCXJSAPR&KZ6W>Q^F;DOM1:,.*6NDZ)U\E@=YRW.WW M8-/C-_"9$M46UOXBZLW55W80UH8@2<4VE .KH"ML+9HH7!GU Z8Z=S6-U[
M(L;U_DC$Z2+Y4OLX^@@;R&I?? 8MU#(J?77C>K,6VQU(!FR_Q.NQHYA)TA5[M.*?#86!3G22X +G(V!,/!L"8@J32Y<%*-VZ/@|%|)TV,AL!!\=;D:]G#S+J MXA'4G60Q!
\Z#Q%""AA!+7'MB8:S7& R[>8'35A<[?>)|11N&K]=2SUI?^\ M$>YBIE\|=VV(E:Y@5W2LV.^*V3(-/%_#KS?^UZ0./@[3MA*&=OVP-BIQ9=C M$7D>J!R=/[LJ#BI-
$&'IK&9_395W^VG'W@1[P/@IN1NAWM]8N8?=C*.KR7V) MZ9B*D3VR8CP@LT%V(/)SPY@L:ALT"_L",)<7#P!1VL*@U"B=/$7H.?1A<7C
MS2K[JQ%JWO$!$]&ROQZA/G3V+D)E>Q'J P>-G8"K8R>7))]"48.E/:8>^':4 MY;\8,##=A[MD||/FK>WR($WI#\;ZVE&O1-[2C:2.[.0>]&%>!Y>^/T.08ULIB- M6./L,=8XCN*#7#
(DKQ'7YB@='0]J6#)1[04"3@PQF QTB3=^6):#7V\JB:EC MT$@^8)'1\ZAK)F7M6_RK)6KKO&YBS(*[1,B7W4OI8,VU.@GJ6^ MDQ-_;^='FCPC>=\5CLY
R54F.\H,8(NHZY#.#B:4(W/(&*=Y'@GNYLK%/]UZ M?*!5M3>97*,:PQC(5D88.XJ\W24(61C4FZ =Z'DE+X[U8"X:=#%K>NT:2&O6#^'$O#SVX&T6F MS#4|&G0#U%1J>0U:Q-
)=3PZOZ%U+P%EEJUM1/=KOW$\V,WD6A#=(,Y3B<0C# M):ZO; ,2R4FM?O1P^)+@433:!")\-'D>%/,?U]X9U/?YS%UN%I6X<=T]9FWV>E-RZ'#X$E>SOOA_? K)\
[2Q723X/D\QVSZ:*?;*9 MN-GT1?P"_=Y:72B1C5WYEG(^V):@ KQ4MFSG#B@9:\|:9=GPE%-CU_3S3_EL MU7!P(I[48)M\.+M%+?$IN|ZS)I?0K;")E(;$[T[&I)+3V3R<%X0-LBB],5!
M2_KQM :-A A +6.W!W^E5HS5E2I)\L$O:7+73OG'#N^L<,)7U9"W1P8&4X+8 M7ID%7>$DUF4Z #6R8^P/ES2\YYM L0&4N>:>Y2Q93KC%]9*_8G>7,H$!8 .. M
0N0O2_PE&@Z1+B+LS&-^7M\01.DR50**^,>:0$1=XZ| @_+;C[_&TKN.ZQ| MS(2N@QU!&R0HCKCT3%G$2JN,Y.0Q2:%HN&:L+<=N#I[T7K_A546F;Y|(]7/ER M-
&^5G0_F2TDLF;G8=#=?2SQXENM^+&52\OD><,MJ\^\D,G*4#R$_/=B M-F&_@S26%8T00GC'9JCIBM;ENB5% :#9[IM]C,-Q0R;R!F.X\MP-W>=IM.N+
M[I7LX_%R.ZC%)W/"H]..ODX+ G LJ,*J,$]>&^1-$IX,7,WVUT#"|*DWK9& M0:GF)CB2:7FGD/G9Y!PRV\C#+.GT]J5;C'LAR(4B=S3]3/D' ::!NSM#M\@H M%M*N7!M.H1%)L^G9#(?
PGZ^0QQ(BL0$$BK-^K7-^NDRB .XL&NQS=DXAGC:%M^#D<4D)I5VC"+SS7XZ-PSK%=LG1".IN\O)BSGB0>24H>I6/WXR9Z#E]72*N= MV"DPNTKN2S O\=X)V.J9B;8?
_=$@:C(^Y'W!SWF[>>#=D'0$]F4>^UZDV'?' MY8:$IRVSH\#YGI="_C+L_*FQG>LO?8Q.GA001U6SU.$2=@D:"0S!N^AA(=, M9SC55_S+"FH9B5U=L505QB,5"=H
FBWH991:=;5U&NK3'=09:MVX8KV2--LD M?$N ;O5Q,\ E#?=UBH4,:MP)7D0^XCI"$;WA@2J\3H%9,:*00$5_R318S,)B M1V:HDQWI8/[BA]^7(F@\$KR/[=C898\1*;CBNQ*
W&##'6AW.;U\]61D5BD. M#CFJ0UO&XQTG+NZ'EGJ)N[I"N9:Z:UE0,\?PI='?AV\-=4V\:G8 T>!X13_2 ME)[4@ZQ>VE5GDW=ZL/5*6$. D+3&-[FP'&\Q6O:!7O1A];I]L#Y#+UXW%!0.
MU; >-'LAL-YNT]&_/34:Y0&ZR06K0V=SLL_?17M\W<9"W98&)6IP!,'V2NOI M#?D]W.S@X QHAC3?UWD[9>GE2\R6DSZ15\+&!2Q<,35NUD_FP\R7 ; C<*2]
M)+SLEU+N&N.0(VKWYO'\=*)(=2D^LW48!#6K)"%)=* M6T8>?+M91EYI.-I/0$60R^-;(]*\^NS;TM)&8>@&FET<3 *?.1V#_=E-C;F)GRL1=>3Y.7 MD&L)$0)?
M<9K*^#$O8\7IRXB9SP MH=4;>]5YJ=M6U_3GK100A/ !^'VE00+^ QX0WW%_^_]02P,$% @ :*) M6=NTX4E!!0 !0P !D !X;"]W;W)K&ULE59M
M;]LV$/ZN7W%PFZ(%'%OR2YLVB8&\=%B+=0OJ=ALP[,MG2TB%*F2E!W_^!V1 MEN)DB8%^L27Q[N'SW!MYMC'VUI6('NXJI=UYK_2^_C HS.:\
ME_7:#U_EJO3\83@[J\4*Y^B_US>6WH8=2BKUX:#1:7Y[V+|,/EA.V#P9\2 M-V[O&5C)PIA;?OE4G/=2)H0*<\\(@O[6>(5*,1#1^+'#['5;LN/^]DQX4N!2-\E_-YE?"R]F9]9LP+(UH?
%#D!J\B9S4G)2Y MM[0JR<_/YLW"Y5;6(407*XM($?=G0T_8;#',=SB7$6?T#,Y[^&*T+QU\U 46 M#_V'Q*DC-FJ)78X. LZQ'L X[<,H'4T.X(T[H>. -_XIH?#/Q<)Y2[7Q[U.:
M(^3D:4CNEP^N%CF>]Z@A'-HU!F:O7F1OTI,#A"<=X>&4GHG#'QJN,<=]@1:RDQ#U<1\B7!EJEKH+9 56BQ :F\205V\AR,Z MG-P?LPGN-TM.GMPJ+V>D:;*G12\AAUNOOP-
G_0:]=AM'S:E@07FHD*@7;S);TNC M"])EEL0R-QJlO /AV37)E7%2KWBM1?IFA78B]OQKAP@<< =3$+J +'O3!QIE MP=H)A>PY3=-^FJ;0:.E=`U#D)>2DVDI'>LD@ U<*&VSI>T7
@5= 3 ?C-*'T M'R\;KGS8"LO'L0B>^,W DG[B^S%&K2Q L#^$:6S^1%ZEPU!?$7U/6W>$S1 M(=*U-6L9YN*FE,36XH|&4@DFO*=TKA$Z#W1%44A&%"I*YQ_8B65
DZYB\@[LI&]R(/0 I]:/C[* M.[)]0%2(O;T74-IS=Z'@S] MQC2*T]_5-IACW-,L/!UUO:M\KS8O:DX)19EK*T?+-N#O*]$E4E,LU^RWUU2A M*=^=.IBCE23OS$FH4$++"@,\!"-1>*6Y[9A
M250U JSPH>8F1WV&7F"+7K1%E@N5-THPS627L!SK3D5;IO:&"0[^LNXWS:-Y(+RG]#=>+*CS MB.GSI1:WR\|"47W&>^]C@SABQ.U!#OA"1+[J0MRN^&#'O%TR8%:"::[KYH%
ML^P!7#>=9ZLL2M\;(@$%ETNZ'P7>%OD2QY6ZPVXTI2)\;C2VR(?K37)_YH;< M2!17D7!T4"@I%E))O^4JX'5;A$"'\7\QOX+)"-=*47U&\|)VZ* MI345?*2^]]OD7BM?
#;H3:YSUDX]W:'.:V+O9!]HQ/)\@UM!:^W**QI0^/Z MW1BRP8C,:Q).1.,8C$[4HE2=@6Q&!7 $[Z=PE'R5]O9X22]|$N_:8S+(R(+^ MWD[@Z*E#?[AW-:O0KL(%U$&
(4KRE=5^[.^Y%O-K=F\<+\A=A5Y0?4+@D5Q(R M[8&-E\[XXDT=+GH+X^G:&!Y+NJ>C90-:7QJ:&;L7WJ"[^<_^ U!+ P04 M' !HHE9'K@KUY\< #R:P &0
'AL+W=OO0'F=7;F*&@V'P[DXB:MDQ=YX*XY=EI-LU:GSP!E"(VXX MY"POEG5^_>D+ (*WT^_M"@OKO+B]_+6Z4J^7F?9N7W M3VZKZO#\XJ+[*,*?
BUV%^6A4%%,#^W3B!ETNKC81TGY MY,5W!-W[XL5W>5VE2:;>%[*L]_NHN'^ITOSN^R?^$_/%AV1W6^$7%R^.T0[M=:VJ7PIO"_CMPK82)WN5E4F>R4+=?/_DTG_^5[_3!(
ML$\R_AE]UGIP'EA-1QZ8Z0=F)#=W1%+^$%71B^^*_$X6>#>TAA]HJ/0T")=D M."G750%7$WBN>G&59Y]4426;5,D/*E8PY?CQ/>A&%86*Y765;W^74:8_W>9I
MK(KR;_+5O^NDNO_NH@(AL*F+K>[P)7QH@l?J,)'!U).SZ6Q^I+W :B2@]H*OJO&M$/D_EYNR*L#8_G=(-]SU M?+AK=,#GY2':JN^?@(>5]OBDGKSXZU_\Q?3;(P.;VX'-
C[7^I0/[ZU]6,W_Y M[9$)/|[MSWFEY%I2,[-OY6E2B.-2R,NZNLV+Y/_@_JOHD%11*B]+F=](L(9* M[3>]L"9! _I!;?6W/GT;>**Z52#,_A!E]S(I9=2T6.7P15DK.0NGWG1*_V1Y M&\&44&-
^[UOH>)OO|Q!E2]O#@QT1?>=!""L/BH)0>N^!FU>W,A*']"?HA0Z M@S:>3B?0Z-27$&SE)H<;'FIU\MAA2W?8MU$,$:Q.=EE4J9ATIJH!D0l1-F6 MI*L/]!G?\T-
WI)Y6A_T56YEYRYZ"KE61P*=K!4UW9MLS%R^;*T)?(4/@JR_[MS[DZE6>E4I+,S0^?37J&[0K@6F'WOH\M#96]$>-@[#0(GII&BS(JCPU5GJ$E MSZ;?.O?0-
_ZWSVBLH/5"2>A'9GFCEF/ROLNX27;J^RTZL9NB!WP(>O M*WM;&MVA'L#HK!ERT;'3'3$]'K23U!WI[953BXRI#B* S%<:QH4;H/YB7) MI/]\O8VRG2*'QG9+556I
E!3D;\'DRDLZFF*^ 1NS\!V2WF([BDDQC6-_5=5 MU)Y\DVTGC8&7,B1O73Z;=*9_SM[OT6,0/D@\G/LTY5&(;4<'P5]= X>/5\[M*G64I$-SV0Y6!Z5'7)%?L^0)?(C&?
H=_C>E:0W&9LT53UM=74&[69QD M._2W1P5 -V1,FM#R@(?9AOSP/^E@Q^5XV-E>_NG.=B34]^+U9$238/I@'YD& MZE:Z]V_*3X6459&=,'#]8;ULC)Z.-0%N%>I\.$R
900\6T##CSS%NN%MYRM MAZ0\IG+K<@*7%%P:Q@8G[T"\)$NJ!'SMWK@>-4H^%!T.1?XY@40"URH09NY[MJ]GT$3[EB?H GQU8)"^Q4< /J!K(10!ZQ:C-RI5SW"(FK;5.
(0XA9\7'*U7L MK53\@&Q1*@9^24; #?LCJ3$"X/3G*72&LF^BE#JEE*@DFZ$PQ%K>1_=RHR & M6."YN:?K1L5CH-Y&Y;TG2==;T%W$YADGL;5;53A^ P@6M-@M;[AE]J _*T]
MD0#08GX2K:)MFW$.$FKYE>F8X6!4P(K!-P!SA,6:(.R#E3B%P<6K,:_0CC M3(':(5#(PR39U6=5;).R-T0MH!.1;U14U84ZP;X+A?.,1#J]#5IR2O2_ 39Z9 (V#L& Y\ ],
()H#3[TZFVD9UJ412 M45MEO?D7!!7O&]@!N-%.Y@BO),[9#FQCW)/*;9%L<)B; _)/R&F &YL&! M1+Y!BU0Q2Y4/K_ZNF:F;&U""=FMGUD&'B J.AL9!-&!CES@]=DWPZMY$KT=F
M+:)JL,+"V8+;|;RZ=9PZ7O3(!C+PSCZ=U,O?!":\0,OF"^YF7#E3=?KL68< MN.&)-G[X#>P@@OE_D\7UEH!=^5S^HP;+I>$T7^,TT_>^/SA)&01<"MZ@8.Y< MIQ9-QI? U)45@\
<#1PGKXTG340[S7<@4D"9ZNPL2'&E^XLLV|:"H;:*=$RG4 MYZ2L8-SBJ!@@LUV,'X$1(8C@/0 O=@G$QV8TX"$:%SWUI_YDQ7;Q=!Y,%E.! MR)
(Z\UKNZK(QR9W2__FXVA/SDV39/T\8F'"V]TD.6[|^\LPKR<(8 MUC":R+O;9'LKW* :]0K%U($=A%E*L&V(DJUF6QJ+8/W MA0QP3<)@ _,;=_1(:EQ. *&YFLO:J,EF*-UN:&
TV986R=3=4:L4(S;GZK.E M $:2736$X=H+ULM'] %B*=^D'Q6D:A,$6*TAY/2?0.>\Z)6XJ/A(=BA+N6] MB@I8&6*""4PIA4]&^TVBF94N3!T(+SC-
2[GH)$%4#]6D0I#ZE#)WNNU+I*,%X MHLZB+('5KI1W10+?LP7I5!8??)E'14P0$[(9-6=Z-,/E<88*!FT\L*S"KPR M=]PA4P@^\BVX&!E"&TL G4[6-HTV.A^(S!#Y;V XL+S#-
Z0^&+@>;;2#_\6- MTA0?XP2*I'B?^GQ0,-0F-]>]LB#/E;\)!9@5DEON$N2$2>.4#V.78!2?N'4V MLS)B7-.W#'G-'F"B7<$("^6@B<$GK,L/MM">B_:(EO(.#G=T;!QZ4^ Z7]Q|?\
MN'C,XR8%B'@";FK 58AA(5#J9P9T[HRN&<2S3DZ6[< R8_GCY_JQ1I*!Z^UN M*_Z';'| +GWBB9]^NK*D8G.'&V?!US%P(!Q5G[=I7:+>.J8_EH,IP:+4.W=$
M#B,@P[P/*>DHB84C6\2K'O@2)FT8\7*YG(3?&%7LBKPL&W>V[HX[C(.VW%XY M821W*B6<'D$^EX'X- SH3]C^_,ETK#\;((YVTW!M,P=OX:A[S< !Y0|);B
MLHHY5H@1C3XPNJQ/O/?]^=K3:^93S4QCYS9XV6@%SZ800%,(-35\D;JAK:[. M\YOS ZR:$%OM$V8^NP/+\NP<2(\D "4_91)T!]/'$";WH\#N(M7,Z29Q+RB&DX'^N5H"*O[,-
K>3.S#%? 12$M(JU'61?*60-_"A[E #H>O\4A M-^CA9^$SAB,CD;!T,LS(9K]9+,X2&!6M+!2">GAV>(GQ6D[>K-V=$;"! UQE M]H(S&=2<<(+'=*!=Y_DCDT[3G-
Z;L7>719*$)@>3]XU2C<9C3\/\.T 6IT.S M,5,]F6OKBF@B0N,TPKGE-^LNH_F,28,@!Y(#3[9]*%8H#/&(/!MHYQYTF]=I MC MPBYT3EI.#):VFW])-VO1 MG\/73:]N$8B
7!R*7\Y,#!FINGZ%QMB?LXG.%_^^12P_!N,FX5->)RVT".O M=,[^UA&-V,-7>N\)#4OH;?.K9OI^TQC^'CF@=SJ/?P.SINE*-B&]?07M-TR? M0R"B%(K8+YZN-
(DV20H]">@G!^2'$T4K7T ,DWZRL<@9DN^F%6O+M+7ES<.! M!X+!!^Z(M-LBQN05^NF4;)*Y8IO!DB3.XL-4+HR?&;G^@$KFG+(I*!/(?V6O1@D8G=983%&N;5V5Y$V_(:U+'-"Z0_
M#A65:XD26RA#=!B7/$05RC<7(,#-:>'Z[< M#IM9%TW(P_@#C>€\X$]=)H1=)IZ9R(3+<#LQBR 30&++=8>+>'V6AE<8F!L.K M& VO)$1>)WBU,[)!ST,HP4B<580PC\-=*
[>U&0:S*T#NUK*>8];L(^D*]DQ# M+##GU[1TVX)D8T;HG$AALE'T4V0TVL!T7T>K?[%G ; V#02 XK]YE&LL\L MDNWL+,5X-6[2=K*=_*!L,Z1ZAI=7P\D,5]ZTZ-ZHLW-N;TMZU-
H@WYOJ%/88 MT=OF>;,,T^L2O8/,GOB/$KTNS_L N2MHS7"'.LC63N1[AZT=S-EY/G[4\/<(M>XOI29>[%;/<[6(&D2M\C&[&R=).XN')09*W 3K$CW=(WEX%RHG\;H\T.H''
M%;K\9C;W M]_%&_[\>NRH5WF_P@=VF8X7#Y4C/&AH*:K=7N\:SF;!85E.< MRFH.D)KRBTG-7V@'/,T;K]9IS%L1.9WF2K*V^0 X7\/:,?1

M&ZSKB#4Y@O5*W!GMZHRR_?@A>+7D)EMRUY,G 1^H&HCIJ"\FH\G)$WC3 M-MEIP)O^<++BGZNY\Q9W_QI*.*>'(;EN7GM*IG290^#X"L,[U5E5,%MA:GXV1&)D,RK7P9;J@R\(6E! M$>TG;BFE<@[4Z3A&]0]MG5S5F?+\M%0>%$6*]P6Q*!*FLV)?,8N#I$$/YD1. M9#4)B)&2]7!!H:RE95U{IS"6Y5!%[500%PKGP-T*6WF.O1;2Q!4H42S&4A M=4H#<0T!0N9QC8/)N"V12*LO5%0Z UL+:\#ZH'ZW6I542$1GB$F-S1H.(E? M1',L^V))FJPLPB*9 4;Q'+!5)ML$^VTQ8\X0K .E8[KLBAE!V7I34T,$%(F@ MKME YW5N GM9N"C$+]Q%DLZ!#5]GGV2==F34;%?SA;*.LT8+BJ]HI-;@1N"- M8SNUO;N2111:/LJ8DEK)>4%]L%%'!OE4E36/"GY/:-WGT[-I?S1"W\D%<),H M(^\L@Z0KLAO>ZYNH\>FK)@I4{]:EX UZN[LW'GHV$BI/Y5ZG= 8(DR:T9,59 MHHB6=&NEK>.N.SE5:HJ4-A16UA3=MM,A#8;=*9[?RQV?2(Q"6AD5QD=\FV, M+7 (JM=%D)O0T[6F];G%-_/N)$<0&C|\VP-FX?E/MN MA ?BH]X|'9\)?&.P]@PHZ/=1SEUI5A5/ U=:IXC#R^_N[O\4'O2)\:RT}DY_ M$KA,O^2FR++?I@G*M#";31OZ8&W*Q7 MK%U&#D8X*F"^V3[,]SDF" ;J;@'K&1A)* MY$C;D?=?7G$T]3647)('X?1U,N6LT!C"YRR<;12N62EP& %4-EW!< M8H WXNR0*]@OH\+\?.X-3J;)'2E"Q>[SVSZ718HRBGK$E^8&OLLO,WQ54@CA M4"8[$ $&&9D5!M"Q,MMFYHY7*06OOK?@:TK*U&._S4|V5B?M1U"T'T%;+"@< M.\5O4H?,3F)F^[ZT&IO;"2X2%#H^>E)N%:ZG:S.]Z?MM>"""0=PUXG_[3JH M$>WI\,X*IJ33HLY"<;<^#F^2FS#+31?R\Y)TX B&?/*$M;&%"H+;+=C'XZJ M[N@8#0Z=F(:=\RV^$?V7<2;M4.-X4M$#H M:/#RM"=L/+G'&V^J<%J>&X^S=[C,\6.'+"_ ^X5!'S0WO$'[\VGV'U!+ P04 M "!HHE9H5L ^X@% "8#0 &0 'AL+W=O=7J)+054J7S,#+,RD:@9V:SFP-<7 [F%K#XK=C@6R M9"1YDO#K]{5D.PD; AQF8LGJH}?=KUORY=JZ3[XD"F}3:>.OAF4(]8O)Q&C*?3I].*JG, <'$9YI=XM(V02M#MTIX MIJJDVIZ0MNNKS683;Q3JS+PQ&1O6Y%/#*1,B35E@!(F?>WI%6C,0'QN,8?] MEFRX_]RA_QY[ARJ+Z>F5U7^K/17P:=#D5,&QW>V?4?U/ISP7B9U3[^%^NT M=GX^%%GC@ZU:8S"HE$F_#70 M^"&Z&JU!3AE.REUP>*M@%O9O3&8K$N_EAOSE) "1YR=9:WV3K.??L/Y5O+4F ME%[\9G+*#^TG8-+3F7=T;N8G >^H'HNSZ4C,I_/S$WAGO7MG$>_L:|P3_UPO M?7#0P;_'/$U Y\>!N#9>^%IF=#6$^#VY>QHN'CV8/9V^/$'SO*=Y?@K]NUDX M;?VG#21F<_'HP?/Y;/Y2'#C]OB3QRE:U--OX_ME++X+Q5+"Y4ME GD M5#6H\|=_F7B@/:6,*BJ-<-%Z9E9!&D *E4#"%B(6!K32"VH*"A65T1V6# 2 M,O\(|<*8X7/E,P<\H0)57DBG(J(R0)%!?&ZDPV9C,!9/?NA]E%,KY9?L2\"%9XM3*J4)G$_O>6.6D5MH,\H?B6[LD!IX"" MK?,C4,QTDW,@=V'JS#XWB$Q7CQ=#2=3N-N#V?S9SP8 <77*5MZR[E7_@!E+3V6($.4 M#Q#A<*3(<#20D=%6D6Z=.:(? M.#,[&T]_X3T&^S!%&\@3X>O;,)0V\LT^&;L?LYW =>YWL>W.)JLP>G=SL;[M'4F4DJ4%>7*@#.X@N&VP1! >UB+Y >\BM>YJJ6M0L0F;$".31QACF5O!QSVE MDN\8OS;#4LO2KHR>6?S'BOQV*U6W%$O8+29 I5Y@,FN*\)#*[!X?UW%'3+T^8OH1A0I8-Z/W2T!P?'OB W6?= M_%]02P,$% @ :*)6=IU)#"(# &"0 !8!X;"]W;W)K&ULI5IM;^,V$OZN7T&DNT4"N{IMC=.D^P(DV2UN[!IND/3E M@,-]H"7.YJTDJB05Q_?K(YDA)4M^279[0+&U)7(X+_,/,/XS/ M15ZZMT=+[ZL?3D]=NE2%=$-3J1)OYL86TN.K79RZRBJ9\:8B/YV,1N>GA=3E MT;LW_.S6OGMC:I_K4MU;X>JBD'9]K7*S>GLT/FH>W.G%TM.#TW=O*KE0\|\K_M5MU:?#MMI62Z4*73IA16S=\>78U_N#ZC|;S@=ZU6KO-9D"4S8S[3EX_9VZ,1 M*:1RE7J2((&_!W6C\IP$08T_H\RC]DC:V/W<2/^1;8XJW&/O_NOIXY M]6>M2B\^/.!?]^;40RR|/$VCB.L@8G)Q*7XV91^Z<2'.E-9?,\U&EUFC0Z M74^>%'BOJJ%<'U]OB$A\Z+5]*$4V8EQ_09L#U9[6AHIHX .;T<M#RZFYP>3KLWVW6#>MY%J>2#9LXE/J7P@J6@NJ5*9V\(E7U^,AY>B ,SAC]&@ M-&VK4*^EM,IC?L!<\^HBV-1{Q1-^V$T^2PBH1;C!ZUQQ]*XVN%,\5M0!&F]^MU)9X.*FI9$]L:C1H^FY[DJ>7L83*@_?;KYJIP2.NEU 19PVT3E]@$\;ET. MJ%"SQ!..C?8T@7] F\+I\HTJ,&UF*"Z-S%[M+YWE&TS,5E1.46CIY-$LG_.MHSC21|%8P9<2/+%1.'ER\]P&4"'@5NU2]\+U!:.N(5._L\V:6M1!Y6#I*[H M^XO)=#AJT'&(A)=]U8[K6^#MS+UT&2:1?[G&<*W/HP<1?.:)UV9#),.#\^G%8#J9'BQB5O&%=LF)-+[L$@IO//*DK(M9Z-4'2%]7GW3' MF=!UH_JH#&GM^U#=B-B3W#V//N)M*);IQ(ZM-=ZQ+GNDW\W,LG#,*LFLH!U-M)$V=ZC)#8G_1).0@)^GF[L910Y)I:FS&&UL=EA,N+I6C7*VSLD[-LQ Q/QW M?)50&2YDIKK7"LV %IK@ADIQCR3FU9G-VL$B;'UB-E8Y%>GU'O(5>%"R@RL> MWZ[#,1){B=_%W;U3W=X0-NUZ3B1L5F,YF4$L[NT3)IX!-T&X0L3OG"E"W) MCWO'[EC!W)IY:1I'UQ7][8+3I0,CD,94UHZ+Q9J[8\2:1/I(^UDU21K3[9FP MA_;<[0S,C#F!X1AJ#DQ=VQ1*IEfQ5;0VB?Y,LO!D@5(8;,+D^"6IN#PT42APO#X]-?'#&V&\973P]>5A\\>3PBWE0 M7!NO$(0LWM#=@51P)_G1V)F2[QO'IC1S'?E=V9H842M@/T%[1N4@&NV!'RK2RJUW?)4_M.FKE!%OS7%3K0A@-=VY3IFK^M+%^N MVI#"W9 "}B7;JNW?-PB.V9"'E20,<%&J(P&FDM;(=7*S5\0GE3H1"R0FI8MU1VR#%2@$'C=IP9\SP_^*N8UM>92THRMNZ;QX&8UH.(9B@9\QY)_H=:H[J57"$U M-?],:7U)W?"GGVZ8K31E;XOCM6[$:&@5%2PT-XT\%II%S3T8O272\8J?I MJAVL-GZEE4EH+1VY0W%%]8"SJX_'I^+5R2ZK"MGYX^=PWR\"3CN_UBB47?!O M4ESH4>&'&^W3]F%/Q;S]F MQGM3\,SXWQS1T" M !8"P &0 'AL+W=OGY,< MXM/=$?K,U@099CUCS7G1,4V6K"&/V0TI (LK2T+SF(LI79FLH! O%)1G MIF-9@9G'*3:BKEJ;T:A+-CQ+,DL)'H[W]B.5N\CE*69P1%[(_Z8*O>T9H MH 4LXTW&\AN E4^OO1+2,,4-]J56L\R4+)AG.05+"+(4US^QB_5?3@ A(\> M<"K .06\=P"W MRF@%_B#F<=2E9(>H5 LW.5 5I&CQS%,L:WW.J;B."HY'L_@5;1F: 57_&YP M&]0LR0C;4$#7Z'$^0%>?OW9-+C:3B)E4QOW2V'G'V%?W!/,U0T.\@(6&GYSG MVV=X4R199^KL_^TA[9PWG4-P@U_J&',OQ-/'OX^IP.UW\6'S MX%T-/FH>O X?-P]>AT_^\Y//YS[42&K=(TX8!W8(1??ED!]9W795=TFQP2;/A)_1*=T!0G)=T]9,PIGU)EQ:!LI!]SS:Z=D.GY5E^U]P>UJ5&:'NN%;0L M[U@YT"G%)_1;SK%RJ%'ZKA>TK?!8.-((@S#PG99U+!QKA$[H!8%W$N1$)VP[MOA.$]K%RJDO'M_PP=-[2*9^/>7#,YD!7]D=C*"$;S,O73[U:MX&WJOLY6>_; MG;&M69^(MK'L\M[LRYY3O(%7*68H@Z78RKIIB7:"EGU<.>&D4(?\$^&B95## MM6Al@4J!N+XDA.\G=@,A M7VT*2,FV57/8*DJV[=G! UAK;&J.L/OO:QM"TRIAI5S -C//:XP8HD;(9U4 M:/12,JYBK|"Z6QJ^2@LHL1]P"KAYD@E98FVF,0=5)0$3EU0R/PR"N5]BRKTDMOV6-O%\?*)_=;6;6@Y8P8-@ORC11>Q)\|"!#-=,|T3S#;IZ9I:7 M"J;<%35M|2CA)::5%VR<:@I+R]XY?N',X2#.=R0M@EA,Z[W!>ZA&:!+"

TX80>*:DQNU1U"YU>AMKO9JDJG$+LF0]#@3R"E[Q_ M-YX'GP;4I[WR=(B>[&H&:!P<9O?CK?%S0KGG_6'$F3N MNJ!":BY;EM%O]HWVE7;7_Z&MUWZ$&ULM5M;<]M&LG['KYA2 MLBF[BJ9$W2W9KI)O9U,G=EQ6O'G8VH"@0125K92 ME5@D+CU|[Z|[AB]N:_.[72G5BJ_KLK(O]U9MVUSL[]M\I=;23NM&5;BSJ,U:MMOAJEONV,4H6_-*ZW#\\.#C=7TM=[;UZP=<^F5 MG]/S_,"_M+JUR6=!DLSK^G?Z\F/Q M7))>3#\'ZN]9=L@REU:]JW*\)_+.MO7:OPP.UKIR?^57KX?DA?.#+2\<^A<.F6^W$'/Y5K;RU0M3 MWPI#3X,.:?6!1^6TPIRLRRG5K<%?CO?;559[77=7J:BD^U:7.M;(3,=^X+QOQ M%QO\^F*_Q7+TTG[N2;]VI -'WD'XN/M15N[+B756H8OC^/MB,O!X&7E\?[B1X MK9JI.#J8B,.#P^,=](ZB[$=,[V@;/>>(HEZ(:[VL]$+GLFK%BKOZ_FMC5P MH?^,Z<$M1?W5%ZM(M@'>VU?!19QP%\,'SJG6OEEK.=:E;[4AEA;9Y6=O.L$1@ MCJQ(*V][QZU2@!=Z@3Z/2DKO;6-'?46"M'!6=(9\!L]E[CGZUBBCZ\).6:GK MVK;")]f6*P*ZI 7>U.M&5IL?OCI_G)U=6A*A(.H%?;+P1F*U&&?2])+D@))E M]..UL%7F,)JUO!$W,BRBW;5U0W>K@W]RZ_*V=ON\/1,0E%43@J!=?+.&.)B@0P#XBN- MO&_@(B5[E]&JRA53N)%PIP[*AF"&'Z^-A4)*K6XF'=H$1G(>HKZVG)ZPB&+#!#*>_M+*F?M-S>*N7B](Y=!_Q,1B/9QT;@&0H L'QUJ+FER59SF4^54QW%(;36!A.M=J;U:\46$S]6#KIAH;':L)/(>.T:H2Q^=L+ M%8%3X&XP$>@2)Z/!+9NZDJY MK)G)2N"C,HW1,(ES*N>$UA4>O(MD;A3EC&0=N*6\D;ID[R8'57T^VQAOUQI M%;4+A@J5:\X;5'N,>$(F.3RX?//SVP_\<7;Y=)*!4GCNF??:O M4ESH4>&'&^W3]F%/Q;S]F MQGM3\,SXWQS1T" M !8"P &0 'AL+W=OGY,< MXM/=$?K,U@099CUCS7G1,4V6K"&/V0TI (LK2T+SF(LI79FLH! O%)1G MIF-9@9G'*3:BKEJ;T:A+-CQ+,DL)'H[W]B.5N\CE*69P1%[(_Z8*O>T9H MH 4LXTW&\AN E4^OO1+2,,4-]J56L\R4+)AG.05+"+(4US^QB_5?3@ A(\> M<"K .06\=P"W MRF@%_B#F<=2E9(>H5 LW.5 5I&CQS%,L:WW.J;B."HY'L_@5;1F: 57_&YP M&]0LR0C;4$#7Z'$^0%>?OW9-+C:3B)E4QOW2V'G'V%?W!/,U0T.\@(6&GYSG MVV=X4R199^KL_^TA[9PWG4-P@U_J&',OQ-/'OX^IP.UW\6'S MX%T-/FH>O X?-P]>AT_^\Y//YS[42&K=(TX8!W8(1??ED!]9W795=TFQP2;/A)_1*=T!0G)=T]9,PIGU)EQ:!LI!]SS:Z=D.GY5E^U]P>UJ5&:'NN%;0L M[U@YT"G%)_1;SK%RJ%'ZKA>TK?!8.-((@S#PG99U+!QKA$[H!8%W$N1$)VP[MOA.$]K%RJDO'M_PP=-[2*9^/>7#,YD!7]D=C*"$;S,O73[U:MX&WJOLY6>_; MG;&M69^(MK'L\M[LRYY3O(%7*68H@Z78RKIIB7:"EGU<.>&D4(?\$^&B95## MM6Al@4J!N+XDA.\G=@,A M7VT*2,FV57/8*DJV[=G! UAK;&J.L/OO:QM"TRIAI5S -C//:XP8HD;(9U4 M:/12,JYBK|"Z6QJ^2@LHL1]P"KAYD@E98FVF,0=5)0$3EU0R/PR"N5]BRKTDMOV6-O%\?*)_=;6;6@Y8P8-@ORC11>Q)\|"!#-=,|T3S#;IZ9I:7 M"J;<%35M|2CA)::5%VR<:@I+R]XY?N',X2#.=R0M@EA,Z[W!>ZA&:!+"

TX80>*:DQNU1U"YU>AMKO9JDJG$+LF0]#@3R"E[Q_ M-YX'GP;4I[WR=(B>[&H&:!P<9O?CK?%S0KGG_6'$F3N MNJ!":BY;EM%O]HWVE7;7_Z&MUWZ$&ULM5M;<]M&LG['KYA2 MLBF[BJ9$W2W9KI)O9U,G=EQ6O'G8VH"@0125K92 ME5@D+CU|[Z|[AB]N:_.[72G5BJ_KLK(O]U9MVUSL[]M\I=;23NM&5;BSJ,U:MMOAJEONV,4H6_-*ZW#\\.#C=7TM=[;UZP=<^F5 MG]/S_,"_M+JUR6=!DLSK^G?Z\F/Q M7))>3#\'ZN]9=L@REU:]JW*\)_+.MO7:OPP.UKIR?^57KX?DA?.#+2\<^A<.F6^W$'/Y5K;RU0M3 MWPI#3X,.:?6!1^6TPIRLRRG5K<%?CO?;559[77=7J:BD^U:7.M;(3,=^X+QOQ M%QO\^F*_Q7+TTG[N2;]VI -'WD'XN/M15N[+B756H8OC^/MB,O!X&7E\?[B1X MK9JI.#J8B,.#P^,=](ZB[$=,[V@;/>>(HEZ(:[VL]$+GLFK%BKOZ_FMC5P MH?^,Z<$M1?W5%ZM(M@'>VU?!19QP%\,'SJG6OEEK.=:E;[4AEA;9Y6=O.L$1@ MCJQ(*V][QZU2@!=Z@3Z/2DKO;6-'?46"M'!6=(9\!L]E[CGZUBBCZ\).6:GK MVK;")]f6*P*ZI 7>U.M&5IL?OCI_G)U=6A*A(.H%?;+P1F*U&&?2])+D@))E M]..UL%7F,)JUO!$W,BRBW;5U0W>K@W]RZ_*V=ON\/1,0E%43@J!=?+.&.)B@0P#XBN- MO&_@(B5[E]&JRA53N)%PIP[*AF"&'Z^-A4)*K6XF'=H$1G(>HKZVG)ZPB&+#!#*>_M+*F?M-S>*N7B](Y=!_Q,1B/9QT;@&0H L'QUJ+FER59SF4^54QW%(;36!A.M=J;U:\46$S]6#KIAH;':L)/(>.T:H2Q^=L+ M%8%3X&XP$>@2)Z/!+9NZDJY MK)G)2N"C,HW1,(ES*N>$UA4>O(MD;A3EC&0=N*6\D;ID[R8'57T^VQAOUQI M%;4+A@J5:\X;5'N,>$(F.3RX?//SVP_\<7;Y=)*!4GCNF??:O M4ESH4>&'&^W3]F%/Q;S]F MQGM3\,SXWQS1T" M !8"P &0 'AL+W=OGY,< MXM/=$?K,U@099CUCS7G1,4V6K"&/V0TI (LK2T+SF(LI79FLH! O%)1G MIF-9@9G'*3:BKEJ;T:A+-CQ+,DL)'H[W]B.5N\CE*69P1%[(_Z8*O>T9H MH 4LXTW&\AN E4^OO1+2,,4-]J56L\R4+)AG.05+"+(4US^QB_5?3@ A(\> M<"K .06\=P"W MRF@%_B#F<=2E9(>H5 LW.5 5I&CQS%,L:WW.J;B."HY'L_@5;1F: 57_&YP M&]0LR0C;4$#7Z'$^0%>?OW9-+C:3B)E4QOW2V'G'V%?W!/,U0T.\@(6&GYSG MVV=X4R199^KL_^TA[9PWG4-P@U_J&',OQ-/'OX^IP.UW\6'S MX%T-/FH>O X?-P]>AT_^\Y//YS[42&K=(TX8!W8(1??ED!]9W795=TFQP2;/A)_1*=T!0G)=T]9,PIGU)EQ:!LI!]SS:Z=D.GY5E^U]P>UJ5&:'NN%;0L M[U@YT"G%)_1;SK%RJ%'ZKA>TK?!8.-((@S#PG99U+!QKA$[H!8%W$N1$)VP[MOA.$]K%RJDO'M_PP=-[2*9^/>7#,YD!7]D=C*"$;S,O73[U:MX&WJOLY6>_; MG;&M69^(MK'L\M[LRYY3O(%7*68H@Z78RKIIB7:"EGU<.>&D4(?\$^&B95## MM6Al@4J!N+XDA.\G=@,A M7VT*2,FV57/8*DJV[=G! UAK;&J.L/OO:QM"TRIAI5S -C//:XP8HD;(9U4 M:/12,JYBK|"Z6QJ^2@LHL1]P"KAYD@E98FVF,0=5)0$3EU0R/PR"N5]BRKTDMOV6-O%\?*)_=;6;6@Y8P8-@ORC11>Q)\|"!#-=,|T3S#;IZ9I:7 M"J;<%35M|2CA)::5%VR<:@I+R]XY?N',X2#.=R0M@EA,Z[W!>ZA&:!+"

M&ZSKB#4Y@O5*W!GMZHRR_?@A>+7D)EMRUY,G 1^H&HCIJ"\FH\G)$WC3 M-MEIP)O^<++BGZNY\Q9W_QI*.*>'(;EN7GM*IG290^#X"L,[U5E5,%MA:GXV1&)D,RK7P9;J@R\(6E! M$>TG;BFE<@[4Z3A&]0]MG5S5F?+\M%0>%$6*]P6Q*!*FLV)?,8N#I$$/YD1. M9#4)B)&2]7!!H:RE95U{IS"6Y5!%[500%PKGP-T*6WF.O1;2Q!4H42S&4A M=4H#<0T!0N9QC8/)N"V12*LO5%0Z UL+:\#ZH'ZW6I542$1GB$F-S1H.(E? M1',L^V))FJPLPB*9 4;Q'+!5)ML$^VTQ8\X0K .E8[KLBAE!V7I34T,$%(F@ MKME YW5N GM9N"C$+]Q%DLZ!#5]GGV2==F34;%?SA;*.LT8+BJ]HI-;@1N"- M8SNUO;N2111:/LJ8DEK)>4%]L%%'!OE4E36/"GY/:-WGT[-I?S1"W\D%<),H M(^\L@Z0KLAO>ZYNH\>FK)@I4{]:EX UZN[LW'GHV$BI/Y5ZG= 8(DR:T9,59 MHHB6=&NEK>.N.SE5:HJ4-A16UA3=MM,A#8;=*9[?RQV?2(Q"6AD5QD=\FV, M+7 (JM=%D)O0T[6F];G%-_/N)$<0&C|\VP-FX?E/MN MA ?BH]X|'9\)?&.P]@PHZ/=1SEUI5A5/ U=:IXC#R^_N[O\4'O2)\:RT}DY_ M$KA,O^2FR++?I@G*M#";31OZ8&W*Q7 MK%U&#D8X*F"^V3[,]SDF" ;J;@'K&1A)* MY$C;D?=?7G$T]3647)('X?1U,N6LT!C"YRR<;12N62EP& %4-EW!< M8H WXNR0*]@OH\+\?.X-3J;)'2E"Q>[SVSZ718HRBGK$E^8&OLLO,WQ54@CA M4"8[$ $&&9D5!M"Q,MMFYHY7*06OOK?@:TK*U&._S4|V5B?M1U"T'T%;+"@< M.\5O4H?,3F)F^[ZT&IO;"2X2%#H^>E)N%:ZG:S.]Z?MM>"""0=PUXG_[3JH M$>WI\,X*IJ33HLY"<;<^#F^2FS#+31?R\Y)TX B&?/*$M;&%"H+;+=C'XZJ M[N@8#0Z=F(:=\RV^$?V7<2;M4.-X4M$#H M:/#RM"=L/+G'&V^J<%J>&X^S=[C,\6.'+"_ ^X5!'S0WO$'[\VGV'U!+ P04 M "!HHE9H5L ^X@% "8#0 &0 'AL+W=O=7J)+054J7S,#+,RD:@9V:SFP-<7 [F%K#XK=C@6R M9"1YDO#K]{5D.PD; AQF8LGJH}?=KUORY=JZ3[XD"F}3:>.OAF4(]8O)Q&C*?3I].*JG, <'$9YI=XM(V02M#MTIX MIJJDVIZ0MNNKS683;Q3JS+PQ&1O6Y%/#*1,B35E@!(F?>WI%6C,0'QN,8?] MEFRX_]RA_QY[ARJ+Z>F5U7^K/17P:=#D5,&QW>V?4?U/ISP7B9U3[^%^NT M=GX^%%GC@ZU:8S"HE$F_#70 M^"&Z&JU!3AE.REUP>*M@%O9O3&8K$N_EAOSE) "1YR=9:WV3K.??L/Y5O+4F ME%[\9G+*#^TG8-+3F7=T;N8G >^H'HNSZ4C,I_/S$WAGO7MG$>_L:|P3_UPO M?7#0P;_'/$U Y\>!N#9>^%IF=#6$^#VY>QHN'CV8/9V^/$'SO*=Y?@K]NUDX M;?VG#21F<_'HP?/Y;/Y2'#C]OB3QRE:U--OX_ME++X+Q5+"Y4ME GD M5#6H\|=_F7B@/:6,*BJ-<-%Z9E9!&D *E4#"%B(6!K32"VH*"A65T1V6# 2 M,O\(|<*8X7/E,P<\H0)57DBG(J(R0)%!?&ZDPV9C,!9/?NA]E%,KY9?L2\"%9XM3*J4)G$_O>6.6D5MH,\H?B6[LD!IX"" MK?,C4,QTDW,@=V'JS#XWB$Q7CQ=#2=3N-N#V?S9SP8 <77*5MZR[E7_@!E+3V6($.4 M#Q#A<*3(<#20D=%6D6Z=.:(? M.#,[&T]_X3T&^S!%&\@3X>O;,)0V\LT^&;L?LYW =>YWL>W.)JLP>G=SL;[M'4F4DJ4%>7*@#.X@N&VP1! >UB+Y >\BM>YJJ6M0L0F;$".31QACF5O!QSVE MDN\8OS;#4LO2KHR>6?S'BOQV*U6W%$O8+29 I5Y@,FN*\)#*[!X?UW%'3+T^8OH1A0I8-Z/W2T!P?'OB W6?= M_%]02P,$% @ :*)6=IU)#"(# &"0 !8!X;"]W;W)K&ULI5IM;^,V$OZN7T&DNT4"N{IMC=.D^P(DV2UN[!IND/3E M@,-]H"7.YJTDJB05Q_?K(YDA)4M^279[0+&U)7(X+_,/,/XS/ M15ZZMT=+[ZL?3D]=NE2%=$-3J1)OYL86TN.K79RZRBJ9\:8B/YV,1N>GA=3E MT;LW_.S6OGMC:I_K4MU;X>JBD'9]K7*S>GLT/FH>W.G%TM.#TW=O*KE0\|\K_M5MU:?#MMI62Z4*73IA16S=\>78U_N#ZC|;S@=ZU6KO-9D"4S8S[3EX_9VZ,1 M*:1RE7J2((&_!W6C\IP$08T_H\RC]DC:V/W<2/^1;8XJW&/O_NOIXY M]6>M2B\^/.!?]^;40RR|/$VCB.L@8G)Q*7XV91^Z<2'.E-9?,\U&EUFC0Z M74^>%'BOJJ%<'U]OB$A\Z+5]*$4V8EQ_09L#U9[6AHIHX .;T<M#RZFYP>3KLWVW6#>MY%J>2#9LXE/J7P@J6@NJ5*9V\(E7U^,AY>B ,SAC]&@ M-&VK4*^EM,IC?L!<\^HBV-1{Q1-^V$T^2PBH1;C!ZUQQ]*XVN%,\5M0!&F]^MU)9X.*FI9$]L:C1H^FY[DJ>7L83*@_?;KYJIP2.NEU 19PVT3E]@$\;ET. MJ%"SQ!..C?8T@7] F\+I\HTJ,&UF*"Z-S%[M+YWE&TS,5E1.46CIY-$LG_.MHSC21|%8P9<2/+%1.'ER\]P&4"'@5NU2]\+U!:.N(5._L\V:6M1!Y6#I*[H M^XO)=#AJT'&(A)=]U8[K6^#MS+UT&2:1?[G&<*W/HP<1?.:)UV9#),.#\^G%8#J9'BQB5O&%=LF)-+[L$@IO//*DK(M9Z-4'2%]7GW3' MF=!UH_JH#&GM^U#=B-B3W#V//N)M*);IQ(ZM-=ZQ+GNDW\W,LG#,*LFLH!U-M)$V=ZC)#8G_1).0@)^GF[L910Y)I:FS&&UL=EA,N+I6C7*VSLD[-LQ Q/QW M?)50&2YDIKK7"LV %IK@ADIQCR3FU9G-VL$B;'UB-E8Y%>GU'O(5>%"R@RL> MWZ[#,1){B=_%W;U3W=X0-NUZ3B1L5F,YF4$L[NT3)IX!-T&X0L3OG"E"W) MCWO'[EC!W)IY:1I'UQ7][8+3I0,CD,94UHZ+Q9J[8\2:1/I(^UDU21K3[9FP MA_;<[0S,C#F!X1AJ#DQ=VQ1*IEfQ5;0VB?Y,LO!D@5(8;,+D^"6IN#PT42APO#X]-?'#&V&\973P]>5A\\>3PBWE0 M7!NO$(0LWM#=@51P)_G1V)F2[QO'IC1S'?E=V9H842M@/T%[1N4@&NV!'RK2RJUW?)4_M.FKE!%OS7%3K0A@-=VY3IFK^M+%^N MVI#"W9 "}B7;JNW?-PB.V9"'E20,<%&J(P&FDM;(=7*S5\0GE3H1"R0FI8MU1VR#%2@$'C=IP9\SP_^*N8UM>92THRMNZ;QX&8UH.(9B@9\QY)_H=:H[J57"$U M-?],:7U)W?"GGVZ8K31E;XOCM6[$:&@5%2PT-XT\%II%S3T8O272\8J?I MJAVL-GZEE4EH+1VY0W%%]8"SJX_'I^+5R2ZK"MGYX^=PWR\"3CN_UBB47?!O M4ESH4>&'&^W3]F%/Q;S]F MQGM3\,SXWQS1T" M !8"P &0 'AL+W=OGY,< MXM/=$?K,U@099CUCS7G1,4V6K"&/V0TI (LK2T+SF(LI79FLH! O%)1G MIF-9@9G'*3:BKEJ;T:A+-CQ+,DL)'H[W]B.5N\CE*69P1%[(_Z8*O>T9H MH 4LXTW&\AN E4^OO1+2,,4-]J56L\R4+)AG.05+"+(4US^QB_5?3@ A(\> M<"K .06\=P"W MRF@%_B#F<=2E9(>H5 LW.5 5I&CQS%,L:WW.J;B."HY'L_@5;1F: 57_&YP M&]0LR0C;4$#7Z'$^0%>?OW9-+C:3B)E4QOW2V'G'V%?W!/,U0T.\@(6&GYSG MVV=X4R199^KL_^TA[9PWG4-P@U_J&',OQ-/'OX^IP.UW\6'S MX%T-/FH>O X?-P]>AT_^\Y//YS[42&K=(TX8!W8(1??ED!]9W795=TFQP2;/A)_1*=T!0G)=T]9,PIGU)EQ:!LI!]SS:Z=D.GY5E^U]P>UJ5&:'NN%;0L M[U@YT"G%)_1;SK%RJ%'ZKA>TK?!8.-((@S#PG99U+!QKA$[H!8%W$N1$)VP[MOA.$]K%RJDO'M_PP=-[2*9^/>7#,YD!7]D=C*"$;S,O73[U:MX&WJOLY6>_; MG;&M69^(MK'L\M[LRYY3O(%7*68H@Z78RKIIB7:"EGU<.>&D4(?\$^&B95## MM6Al@4J!N+XDA.\G=@,A M7VT*2,FV57/8*DJV[=G! UAK;&J.L/OO:QM"TRIAI5S -C//:XP8HD;(9U4 M:/12,JYBK|"Z6QJ^2@LHL1]P"KAYD@E98FVF,0=5)0$3EU0R/PR"N5]BRKTDMOV6-O%\?*)_=;6;6@Y8P8-@ORC11>Q)\|"!#-=,|T3S#;IZ9I:7 M"J;<%35M|2CA)::5%VR<:@I+R]XY?N',X2#.=R0M@EA,Z[W!>ZA&:!+"

**M&ZSKB#4Y@O5*W!GMZHRR_?@A>+7D)EMRUY,G 1^H&HCIJ"\FH\G)$WC3 M-MEIP)O^<++BGZNY\Q9W_QI*.*>'(;EN7GM*IG290^#X"L,[U5E5,%MA:GXV1&)D,RK7P9;J@R\(6E! M$>TG;BFE<@[4Z3A&]0]MG5S5F?+\M%0>%$6*]P6Q*!*FLV)?,8N#I$$/YD1. M9#4)B)&2]7!!H:RE95U{IS"6Y5!%[500%PKGP-T*6WF.O1;2Q!4H42S&4A M=4H#<0T!0N9QC8/)N"V12*LO5%0Z UL+:\#ZH'ZW6I542$1GB$F-S1H.(E? M1',L^V))FJPLPB*9 4;Q'+!5)ML$^VTQ8\X0K .E8[KLBAE!V7I34T,$%(F@ MKME YW5N GM9N"C$+]Q%DLZ!#5]GGV2==F34;%?SA;*.LT8+BJ]HI-;@1N"- M8SNUO;N2111:/LJ8DEK)>4%]L%%'!OE4E36/"GY/:-WGT[-I?S1"W\D%<),H M(^\L@Z0KLAO>ZYNH\>FK)@I4{]:EX UZN[LW'GHV$BI/Y5ZG= 8(DR:T9,59 MHHB6=&NEK>.N.SE5:HJ4-A16UA3=MM,A#8;=*9[?RQV?2(Q"6AD5QD=\FV, M+7 (JM=%D)O0T[6F];G%-_/N)$<0&C|\VP-FX?E/MN MA ?BH]X|'9\)?&.P]@PHZ/=1SEUI5A5/ U=:IXC#R^_N[O\4'O2)\:RT}DY_ M$KA,O^2FR++?I@G*M#";31OZ8&W*Q7 MK%U&#D8X*F"^V3[,]SDF" ;J;@'K&1A)* MY$C;D?=?7G$T]3647)('X?1U,N6LT!C"YRR<;12N62EP& %4-EW!< M8H WXNR0*]@OH\+\?.X-3J;)'2E"Q>[SVSZ718HRBGK$E^8&OLLO,WQ54@CA M4"8[$ $&&9D5!M"Q,MMFYHY7*06OOK?@:TK*U&._S4|V5B?M1U"T'T%;+"@< M.\5O4H?,3F)F^[ZT&IO;"2X2%#H^>E)N%:ZG:S.]Z?MM>"""0=PUXG_[3JH M$>WI\,X*IJ33HLY"<;<^#F^2FS#+31?R\Y)TX B&?/*$M;&%"H+;+=C'XZJ M[N@8#0Z=F(:=\RV^$?V7<2;M4.-X4M$#H M:/#RM"=L/+G'&V^J<%J>&X^S=[C,\6.'+"_ ^X5!'S0WO$'[\VGV'U!+ P04 M "!HHE9H5L ^X@% "8#0 &0 'AL+W=O=7J)+054J7S,#+,RD:@9V:SFP-<7 [F%K#XK=C@6R M9"1YDO#K]{5D.PD; AQF8LGJH}?=KUORY=JZ3[XD"F}3:>.OAF4(]8O)Q&C*?3I].*JG, <'$9YI=XM(V02M#MTIX MIJJDVIZ0MNNKS683;Q3JS+PQ&1O6Y%/#*1,B35E@!(F?>WI%6C,0'QN,8?] MEFRX_]RA_QY[ARJ+Z>F5U7^K/17P:=#D5,&QW>V?4?U/ISP7B9U3[^%^NT M=GX^%%GC@ZU:8S"HE$F_#70 M^"&Z&JU!3AE.REUP>*M@%O9O3&8K$N_EAOSE) "1YR=9:WV3K.??L/Y5O+4F ME%[\9G+*#^TG8-+3F7=T;N8G >^H'HNSZ4C,I_/S$WAGO7MG$>_L:|P3_UPO M?7#0P;_'/$U Y\>!N#9>^%IF=#6$^#VY>QHN'CV8/9V^/$'SO*=Y?@K]NUDX M;?VG#21F<_'HP?/Y;/Y2'#C]OB3QRE:U--OX_ME++X+Q5+"Y4ME GD M5#6H\|=_F7B@/:6,*BJ-<-%Z9E9!&D *E4#"%B(6!K32"VH*"A65T1V6# 2 M,O\(|<*8X7/E,P<\H0)57DBG(J(R0)%!?&ZDPV9C,!9/?NA]E%,KY9?L2\"%9XM3*J4)G$_O>6.6D5MH,\H?B6[LD!IX"" MK?,C4,QTDW,@=V'JS#XWB$Q7CQ=#2=3N-N#V?S9SP8 <77*5MZR[E7_@!E+3V6($.4 M#Q#A<*3(<#20D=%6D6Z=.:(? M.#,[&T]_X3T&^S!%&\@3X>O;,)0V\LT^&;L?LYW =>YWL>W.)JLP>G=SL;[M'4F4DJ4%>7*@#.X@N&VP1! >UB+Y >\BM>YJJ6M0L0F;$".31QACF5O!QSVE MDN\8OS;#4LO2KHR>6?S'BOQV*U6W%$O8+29 I5Y@,FN*\)#*[!X?UW%'3+T^8OH1A0I8-Z/W2T!P?'OB W6?= M_%]02P,$% @ :*)6=IU)#"(# &"0 !8!X;"]W;W)K&ULI5IM;^,V$OZN7T&DNT4"N{IMC=.D^P(DV2UN[!IND/3E M@,-]H"7.YJTDJB05Q_?K(YDA)4M^279[0+&U)7(X+_,/,/XS/ M15ZZMT=+[ZL?3D]=NE2%=$-3J1)OYL86TN.K79RZRBJ9\:8B/YV,1N>GA=3

>:3Z]19TX]>D/B>_7^CG-H.*=# M:(C^&\7CH!B^U)L3XJ[_MR2#IN)K#K>./,4J=D%N^Q%]$K/5X]CW5]>OO2X2 MM6;7OE6RXDO#Z?AC/>6WGAUEK?:RB5;JV4_FC.]Q]'6>:[WP^'7,@_>3W M. B<)?_JB"($B[N?YL2K\8=-5^[W//WC[E=1'Z19(@^*4BWPZL'T[&3/S6[" ME[9N^-<]\[H%E/+'E9)H4^@!W%_4P-C^"RT0?^[UZK]02P,$% @ :*) M68FD!G;6! 8 X !D !X;"]W;W)K&ULM5?; M;MLX$'W75Q!N4[2 &TOR-8YMP':;;H&F".*T?5CLRW1$E&)5$DJ;O;K.Z0D M6D84.>AB 2>2.)R9,S-G>)GMN?@A8T(4^I4F3,X[L5+9M->304Q2+,]Y1AA(M=ERD6,&GB'HR$P2'1BE->K[KCGHI[JRSF)FQ6[&8\5PEE)%;@62>IE@\KDC" M]_..UZD&[F@4*SW06\PR')$-45^S6P%?/6LEI"EADG*&!-G-.TMONAKK^6;" M-TKVLO:.=":1;SG_HCT_AO.J0"0A@=(6,#P>R)HDH38$,'Z6-CO6I5:LOU?6 MKTWL$,L62[+FR7<:JGC>F7102'8X3]0=W_]%RGB&VE[$VG^HWTQ=PR3@UPJ MGI;*@""EK'CB7V4>:@H3]QD%OU3P#>["D4%YA15>S 3?(Z%G@S7]8D(UV@". M,EV4C1(@I:"G%INB&(COT(9&C.YH@)E"RR#@.5,41>B6)S2@1**W]WB;$/EN MUE/@6*OW@M+)]G#B/^/D MUPIF*)/K"0A,?Z/0!L4?L5ZI7?:G!#LG/4=[O(M=_U!B[V^S4+?V.O_]RS\O=Q*)8!,_S3EH7 S:':C&VPJ,QR0>04)T%->8"O0-)WGQ11EF <4)^L0 ? Y-I22Z M(5CF@H1(-P>Z(T$NA YUA2653<&UNF\.[CXF:*>Q/%18=A8+K6%)2RR.P2(L MEJW&@N"')=KQ!)80\ZKK1#)%TBT1E@<(LQ!=D: <]&>*X#TF3R0!'GETR^??>"Z&)DI3R1_0:>?Z@M.^I[Z,VKB>_YE_9I)I*Z_RE!?G4GKY+G=?^B\91H%KL%R],!Q6N6):G11+K7MG/&M=FIGL9;+3 M- M1Y:FHQ?3] B\]YJQP#('E;9CX018"1P%M,="*H5>.6T>[X MWK1!FF'V:/IO?"F!?P< T1$ 0\\#G:,# %$ 0&%N-@T]3\5 G)-D0Q]R >=; MS- 7SM[;CZ^,:J=7FL<\,XS7Y*8!-(T'2\P9>E_^W0H>Y@&(,9R,S(B5.VVV MG=.VG0;;(_@W&:"SEJ*/;=''+R[ZVIPS(3% ^P 00WU:%K>&P_3B[G6#103',920':BZYV/8;$1QGRD^%,_'6++%4 T MKS%<8G0$T" ^XUQ5'IJ!O50N?@-02P,$% @ :*)60)M"$WX!@ TA(M !D !X;"]W;W)K&ULG5A;;^.V$G[WKR#<19$ M[%HWZI)- CC9;KL/;8--VN+@X#PP$FT+E40O2<=)?WT_4I#-2JJ:&VS5>J&W M2O#"':JK1>!Y\:+F93._'?/;M3EN=R9JFS$C2)Z5]=9E7<"?Y1BKP_6 MQ-[D7LJ_[.9S<3'WK$.B$KFQ&CC^/8AK4556$=SXVNF<#R;MP<-UK_V3NSON M*[RGR1^Y[%=Q]F]>6RTNXOV;>R+)]3?*>-K+O# M* NF_8_?^SB<'@]8X<"+H#@?.[-> 2_,@-OSQ7/WE="GYPL#&U9RD7?ZKE]P1%] M&?E%-F:CR8]-(8J7YQ?P;7 PZ!V\"B85WHKM>Q)ZE 1>$$WH"X<+ATY?^$T7M_N_R7AL%B/OO[,JMQFA-6"$*CER]XYD"#3-(RP"N.(>BP@$^ED0SK9F]-YH\26EPC7(RA6"^UB]QO" MH,CU3BDDABRU%F8TV9-FQI/=VQ.'I]2SEW?VN+,WD9?9L<13I^U5CB?SV#M4 M-GJG7%4BUGY H]AW\0^HYT6#E!+K'0 IU1-9"7B?^#2)0W> ,?] 3 NN &3K M3R$>T'>VM;U;#X(THW[&!GE@96,H$4@ZTYQF%H0D<2C";#TQ_*.&/Z(YP]^'MEP^6&0D+:<327N6@]PVF[]$X\XB?,/QG YZB-*8L];!*H-IGX12>X@%A3?0 M@^'-NK3^'*&&C(A6XGA0[90%BX?*$#!!A.\!K1"#; M%E]-UY;WI=DXB/6D8=,&OC%"UJ(H']&WO^Y*75IA-"8M!/D5+PD[I:2T2*U! M6+I%:MLO8:#J2E;(O6+/J@8%S1N2;1E9R_=1"F!,T@D*0AM>B M?7*\&H[2X-%JZ-L/-^1S#;$CZB?!@!E D4TR&(:1Q%TG80) M#;T *X ZC5 8OC^['@TS@7T6@%[#P:L3J,G<891%,?5QMBV&\C6BUNZ^[TC M:!0E.)>Y2QWX@BT]*O,2M[;D@*T?I8X%R^!K2DZ/A>N$489+(L89^,)WJX@&@;W> MB>]Y"-4'0\8/W(5YV%,4S_H',D835C6>9C0).U>Q+%'0[#0Z6RDP!L,1VTR M;.+3Q&Y\;"*:9&R*N)*!N)(W$]>GG=F!299-L\-=7^2PZXUC3#:I?YS).D.\ M-?0B:EU3[(8>I*PZ)KL&#_#FR2$Z^0!<8'(^U3X*5&\SHIE)*X[?M!'V>%L M]A\0I+8,:4GD14]T0Y0--]"/801;1E+45<:8W<2'F^1PDPZ;.S0AP5>8CTA*MF9>"%_R#J8;Z(>:=Q)O*8CID,7US%G_"++4OJVHL5Y-:QG/5J_L&^IV]F$*G MV'=\($5X&'IV JJ*@MD!/U>6FTY\5 ;.O^>AW&<]N;234_YDNT:CVP*'* UCMD)X'WOJ7T9&1^9V=.%+(!V$ZE91L2$KVYJ2 \-1./,^88\F9U#:>G%[M,$K^ M'SUR]NT#8V_6=GW8[?DN<%G+W(R54)9D@^#183",T;K00F,_QI27#=>3X-! M@*X'SF0,E.RS63N@\W\'(C IJ%/@IBA43Y[4-;;2EB3K;..9=\?LQ!L_&Q[M96?@#8:9;MZ,/(%#0I;:(-?+?9%, RAO4 A5@*8M)G PF8@E]H<_M_@"JT/O,R/ ;S3[KE1F*4E8 M[U<24V"WL0:&SUB7_P!02P,$% @ :*)601KU%2#!@ !A !D !X M;"]W;W)K&ULG5=M;]LX$OZN7S'P=A1L M$L!)V[T;3=HLKT##0>]=8G4DE0K*0\M$N;LO+ M46 !886%L1H8_3SA#5:5540P_NQUC@;3=N/A\T[!9^<[^;)@&F]D4]>FO7E M*!]!B4O65N:[W/P#>W]2JZ^0E7;_8=/)9O$(BE8;6?>;"4'-1??+GOLX'&S(M@[_8$/4;(H>[,^10?F2&75THN0%EI4F;?7"NNMT$C@M[*/=&T5=.^\S5O/BSMY9K;"&DX>V"+"O7[BXDAU59@4O1JKCLUT5^HF<%7*VS&$ _<^1$&4G- 7#W[&3E_\%C__/5]HHX@0_SGF::U7]Y1T95LAR"7,5RN%*V80;@@TM+U$Q1^0'Q81>HE)8 F4EF#7"7<&IR7ZO4!=&Z=-'S9\85/+&J==$5TI +#=LZK[C6 M+>T,(W^69$[:19EU6 JI"7YA_'P+M\(PML>+60ICYLV!Z<)#+%ZR@X K#E]RA>6W^\&1/Q7@ZQ'CZYA@[2&DRO$QK%"_NYEB56^]/=LT+SE:#3*)@P MX.QW6,Z]3\^H"J[1J4![,N,PA5]^RJ,P_!6B?)S'7A>T08!>AG3H! S.MLB4 M?@_!,,R&3?$XG9'>ANH/X=8'FYJD10E7<;,%6?"S]YWKQP]+A0C*UCW+&D'^MHC:0C(/LYT%C.DYH=8(HV4"4[,U$^:0-IV&$(.XIHX]D*3!1PA48 M:TY;_=M92\(5I].G&<_# >V>:GI'G=?Y91%7>\0P,,YTXOL6#B7I//>^T=#: M%X;IM&U^M)ZWN/8$PF?EY')(RFID5L<4J M00+=T!1K?! D$]LF,K/=I400K$:@DA+FKES=N'&/3%(7877:]Z013^?A4ZM%)=M84!9V]KUU1*?:+!N*$H&B[60E5QM(22GDF[+;U*6&UY5D,;^C* 'Z:Z7 MO(Y^-B4[$?U-][';M<>S**:MT0S>VV_*MLHA4F=93+O"A+[!WKC61,2HD";E MX3"W<-;'AH0^[G]<8<-'$M1Z9Q3:J35RUT_]"Q2XY!3F1<577=,[2Y/UH?S(?7S-Z>`'29DQ4N73_>&?BRO7#KU-MD;?#K26=':D4KFT4GQ"^2'TT_4];/I[^MW2/*DN7@WZ?[!+X-2>ZVU?ET=[CI.R,9 N2Z7J5LT=:NXKQAV MP:=/[J(""^S7=\8"*F_>= M+(C6=@Q+M(PH^PXB(E;D9]/0'3F-EAIHW)P-Z/< M7KD;J :78-TU;7@[7'+GW=UN+]I=D+\RM>(4I0J7M#489S1UJ>[6V2V,;-Q- M;R$-%1+WN*:+.BHK0-^7DC*F7U@#P]7_ZG]02P,$% @ :*)61\9,X78 M @)08 !D !X;"]W;W)K&ULE57?3]LP$'[O M7W"*Q@02-&E2V.C;2.7'-*0Q(0KC8=J#FUP;]TZ.QL-RH>R]H(7N*- ET7!5-/9RCD>N(-O&?#+5_DQAK\ M>%RQ!<[0W%(J MG7B!)80"$V,1& TK/$MV1-G!S_HS^R6DG+7.F\5R*!YZ:?.)] M\"#%C-7"W,KU9VSU"%N\1 KMOK!N?0,/DEH;6.3!Q*#@93.RQS8/_Q(0M@&A MX]T,,/BL9)K4-:;T.S$27711(Z7]E)F1M$NIS@3S^]Y3A2O7(JF"X5(M&3>P?\?FO7!V#=TB'7UDQ;PK $,7P$\A6M9FES#99EB^C+>)W(=P_"9X5FX M$W"&51^BX!#"(!SNP(LZQ9'#B_Y/\??I7!M%C^3'-LT-Y' [I"VY'!ON."_4,,77*& "*[*JC9ZF\;=+.[H%,T7)<]XPBA? M;(-)_0J3HF&R=DSJOYEPQP3V-2)\E09[T<$A,(4$#9D4U"ZTG9)J>@(&BSF] M[AT *U.XP*2U#IPU&O5>>FXZ]"X?425<(U2*)PAO81"X3^\.50'[3\B4/H"@ M_SZ"03\D]XH:!^FB$DR6;=!*"F9EF"<*#& /3H]AKW?+]?(HHX<$BAEW39QR M0 _!P+ _(\;3H:PM^TM^!NE6Z!:N .E(9%U:9HJ[JQ=#YPVI?_'O6F@UTPM M.-V&P(Q"2&ULM5A9;]LX$'[7KR#<8U- E47=RF$@2=,]L&V#)-L^+/9!D6A;MB*Z2E)WLK]\94H>=.FZZV 6"2"(Y)[_Y./3QNN9W8LF8)/=E48F3R5+*YG Z M%>F2E8FPZH95,#.O>9E(^.2+J6@X2S(E5!93Q[:#:9GDU61VK,8N^>RX;F61 M5^R2$]&69<(?SEA1KT\F=-(/7.6+I<2!Z>RX21;LFLD_FDL.7]-!2Y;7K!)Y M71'.YB>34WIX%N%ZM>!SSM9BXYU@)+=U?8Z_]O8H=8KE-!#NOBR]Y)IU>M?6!>/ MC_K2NA#]/UGKM:$W(6DK9%UVPN!!F5?ZF=QW>=@0B.PG!)Q.P%%^:T/*RW>) M3&;'O%X3CJM!&[ZH4)4T.)=7N"G7DL-L#G)R=EY7*\9E?ELP0 M&\8YR\BUK-,[DE3=V[(N,L;%3^3B:YO+!W)P@^O%F^.I!&]0YS3M+)]IR\X3 MEF/RH:[D4I"+*F/9MOP4HAA"?>Z0&E?I<__;MU/29^?/T5D@.J/MK5VZT:6^W:.S$0]$D*3N90*DQE=L,GO]@@;VT9[O"$P M;Y_VV354=M9"*/6KY#"]*YR] M!G>'<[-D9%X7P IH1Y-"_C<31,+$>5TV2?7P^D7DT/!(D'ITTU@/;K+!S71T MLY\FN1"MVK&V@?)G]XRGN5!!HX4-C=LBL+%YI9;J/?K90*) 6SE M*2-0R&"\X7FA;7_J;)'+G)88I"G6SM"]!F&E+PDKAM9H4^*8V!EIU@*X3O MJ_%-W_$(=7U4$DTI127A5MS?5^*:H1,3W[-\&W0X6L5O;?&@DK)+P1A&%)A> MX)/LFT23JD2C!\I[(:.&;O.MG"P7_AQ&EW3]CT2HNNC+9M:)L6(D4W@^)%K M>I"KV*(VV5.9_E"9_K,K4[/+)X6/G36W5]4/UIPZ')&U."L ?1F1-9: \;@.MA7*JUDZ1%IB;JU)Q;!IC7BM5*'H$(*=&H'-0(Q5X2$K-^0PY?V:?%'G*$R> M OE"6S .7#%L,M#Q?@K)"1FVA?W946N_YW.V75D'4-D/+.'BS1;QZ0I^Q]+. M&6IJL'NA&4!<+TG@6PZ@V?+(SP@"<$9EQ#GZY@FMPISEN&)*TJ1*H=V]P/7 M-7TW)F^($UFN/ZSN7845GAWM(W0ZV>_=?';A"%F@Q >?F#% ;A(>\B0%1/H M!VY(1WZ*#9_4%)F!ZT*P-/:LP(4JB/=!.A@@'3P;TN^3G)//2='JHZ?SLTOIM+HCO5PUHYHRL\5]5/X+FHMNGK%4ECUA^#OXLHDH$_5SU?CZM\CF0=H$Y8%+(MQ,3",EK1"X^%F,"Q4VHKA\9[72X&RAH#EAN%WY>>@^RF$*/B$^MP#9N&"_) M00=K?W.>VO %.AIH@<$WG2&M:55#G><%ECREKD5?C4(TMOQ7QE4N[M[..6.$ MXW$$>><@A>B@E25R8'Y:[5O!J#TS"2;ALV%R!4; 2=FW6+N0L5?;_T1^?/1+ MIS*!0R$;@;%)A_^*_(R>ZXR.X8R1U525J-; Z"AMK";C(:JNMJ?H#(X6*D' MQ>U18#*C9S$:F$$0P1ZZD?%9*SCPS,AW@(I<@$%LC'QVX%(7AD$!8.JQP5W$ M%)HQ*#9$\+>KO8Y)H@$CT8X?CVI,$J1.W"6Z)NJE"L%>"[8+,7NV[(:/-W"HS MZ:89ILUL(D9!PNC)EGW,5[_0URB86%:YZ#"[5PH!+XTR@>N0)("_5MWJ=(_M/_41#6S.&$JE4C>\&==P3D%5F 0:(D!>H4PF&5PX<[S$X,T9P>/#$8$HBF(SM@E8+S@K/,>T(W]S ,6E,#2A>8*)TJ31D; 77_D;U6OVI1J'++&W F0=/1!3T M#CABZ#YKPPJU?=.S47D-R_5O$AX0O$*XOM_K#UDWZDY]6TNXH:O7)4N@ M_'$!S,_K6O8?:□V#U!+ P04 " !HHE9+@QY;!$# !N!@ &0 M 'AL+W=OMFP;L43;L]#'M0;#H6*DN>)#?MWX^24S<%TF OMD61A^=()#W;*'UG M*D0+#[609AY4UC:G463R"FMFCE6#DG9*I6MF::G7D6DTLL('U2)*XW@(W2<"5!8SD/SI+3\\SY>X>?'#=FYQN\G]$]>.VE9,8,72OSBA:WFP32 DO6"GNM-I]QMJV?D\'(EC'_"IO,=90'DK;&JW@83@YK+[LT>MN>P$S"-7PE(MP&IY]TE\BPO MF66+F58;T,Z;T-R'E^JCB1R7[E*65M,NISB[^$[W_E49 U>H85DQC?#VAJT$ MFG>SR%("YQ;E6[#S#BQ]!>P$OBEI*P,?98'%R_B(B/7LTB=VY^E!P"4VQS", M0TCC-#N -^S5#CW>\/_5_CY;&:NI./[LT]O!9?OA7,.PP6M1V^2$KLF;2V]N4'-5&/!L),&$P(S;>:0.;T4!%;M' M>A3 J*NEY>]],FKN :])B 75 ;E#8_+QZ,TT328?#$BZ?9?S='!3:42*+> [MG<:+]AVX4G/U-AS\:)P>X^@VK40DDN:9$U*'Y23#*#S)8)B%V209 M_&):S#H^F0#"-(3B9A=I(,;N4]FMV#*6FP4?GQW!L[$EXDDQ@&&H[C='"CM+!,P3D9A/!Y#FL7A:)S!ON**=F9 C7KM)YTAEJVTW3CHK?TP/>MFR+-[-XF_M,;WFI%M@2:'Q\604@.ZF6[>PJO$39:4LS2?_6=$/ ;5SH/U2*?NT<GZ7\SB M'U!+ P04 " !HHE9?BNY-_0# 2"0 &0 'AL+W=OI%(JG[\=VG[WB>[!3Y9M!\^55'81E<[5 MU\.AY256S%[H&A6]V6I3,4=;4PQM;9#EP:F2PS1)IL.*"14MY^'LWBSGNG%2 M*+PW8)NJ8N;+#4J]6T2C:'_P((K2^8/AV&?91<5*BLT H, M;A?1:G1],_'VP>!/@3M[L9?R4;K3WIS/E]$B0>$$KGS$1@]GO 6I?2!",;G M+F;4I_2.A^M])*[53+AEF\U?(OD;MR$],Y7[.H) +F6-OS"MKK--(N"-=;KJG E!)53[9,\=#]_CD'8.:<#=)@HH[YACR[G1.S#>FJ+Y12@U M>!,XH?Q'63M#;P7YN>4=;NDDAQM4M')P+YF'LT>VD6C/YT-'*;SAD'?A;MIPMZ3?"7<$'K5QIX9W*,7_M/R1H/;YTC^\F/1EPC?4%9$D,:9*.3\3+^GJS$"_[M/_7^O=I89T@@_QRKN TX/A[0-\VUK1G'141=8=$\8;3\\8?1-/GY!-QQ#W=\M*OIR34V8-Q)!;V$M"B6V@C/E8,5=PXQ@$E:6^JGV"K?PD9KX'HW0N>!]A;?:.MNF-EG4[\6")LM:2>%:H >Y";]:G92^K!#@U"8XE9H8SR1O)G'=U%&C30=$; M*0K6=J/*PRM%D.L]Y+T=)\@4/12-M<-J@Z8707"]0]Z=CL)I=CUX;7EH,+@3 MENN&L!OF$$8720)OZ3&>P-O!N^>:+@C"+;4J?G)HJM:*]*VQ0G%Z8*T"-E%YFVSX')"#I->#I/OEL.*^QG;?$LWVKJ M-^7IIY754N3,U[1V]* KU 4N?R>B6:L4S^$MN1LL_07[A/";MO:83$X.JY^MKQV/3:M]YF]_91HK Z\#5QK$ $M1"JC:6P3]+7)$ S'L2L%+$-9S+1MOM1.N M).W1A4\@BQ@*2F.\2BDFR^GJ%+[' 0P ?/;?"KUS$"$[H'+>RKY(97V%97Z M-97\%962J(R!44.0AMLFLM<#&B+@F7D,E1Y>DU5Z T]JH^>B$,[DKAY$AQ; MYMX \7 U2FFQF<799#IXKTB^:#MF+^-I-H,TC<>SJQ>5']?T))XF4S@;79)Q M N>#5:6-$_^V:NZ^WUE!(_X'PU(M-'[8CD-S >Q;.Q!S.=QK/+ M,1Q3^_!@3E5HBC"-+83>;$=6?]H/_%4[YU[,VW\+'Y@I!+$O<4NNR<4EZ=2T M$[C=.%V'J;?1CF9H6);TIP6--Z#W6ZW=?N,3]'^#EO\!4$L#!!0 (&B MB5D!-8O, @, 'T+ 9>&PO=V]R:W-H965TM[WM#-*-.,+7W%C*8BHU.&8>%)&J3950^74$]=C.G MZSS?N&?K1)L;;C#-Z1J6H+_F"XDSMV*)6 9<,<&)A'CF?.Q.YF.SWV[XQF"G M#L;$*%D)\6@F-]',\4Q"D$*H#0/%RQ;FD*:&"-/X67(Z54@#/!P_LV=RVE'+MBBJ8B_0[BW0R42NJ&**B)@L)"C@NE@YNP9-6:K.IZ[& MJ ;KAF6$JR*"_T*$)>0=XOA.5TO!F3FY8Y1:64/Q&(M8SRT$!'Z1M9$0^MIFA*54%1G9DPKPI3:& 0^('SW*(T#QM>&,L.GL[1PJ@DM MWVKFIY_(67?2]\X[=6XW)OZ/;OO,:1&[3I1TMD1WX,*S^&C46PW*P4BQA^_(G8 M<8@N2 XR-#ZLH4YX(]NIP@NRL24SG_AMT)VZVQHUEY6:RT8U"RDTB PBMF\LMYT:64U6T1'8D>%0)'KU&.8_:]*,ELB,_QI4?XU;+N9'M5.'COY:S>] F!:LZ M[N W4$L#!!0 (&BB5G,K&UF00, $P- 9 >&PO=V]R:W-H965TMC@J\!P>0#P6=TS6](8E(1GDG- <,9B- MM2OS(@K4^'+ =P)KOE5&*I)G2E]4Y289:X9R"%*(A6+ \K."":2I(I)N_*HY MM<;D FZ7-^R?R]AE+,^8PX2F3R01B[$6:"B!&5ZFXIZNOT(=CZOX8IKR\A^M MJ[&NKZ%XR07-:K#T("-Y]<6OM0Y; -/9 [!J@/46X.X!V#7 /M2"4P.<0P%NM#2A#UZO82^&F6.!PQ.@:,35:LJE"J7Z)EGJ17*V3!\%D+YX7ZA))^C"GR8HM./9R-=2!\4 MDQ[7]B:5/6N/O2&ZI;E8%WZW@1@;0*XMCH)IQ/D.%^0I9A.6W^ M=,,?H!@@V]@+GQX.MUO@T0'.VV8;?$<,NYE-N^2S_W\V?WR36'0C(,,_6OR_MK@PY[8;4Z77!"QS#6)Y'$P>V BT\^6!ZQF7;'1)-NV3+.J);&>VG&:VG"[V M<(+YHDWZ3M2QTE=D7DFF+HU5:!OJ-]):7VZ+V:3/JB6Q'5+<1U>T4]4G>2VH3 MQ+@@ J?JTB Q$6TZ=Q(=JW-%YF[H;'JM2O=I->J);$=IKU':ZU3Z*HZ7V3+% M I(NE3M)CE79>Z?R>> 9=A#X[AN9^S0;>>\VT;GK^8%G#IW&[(Z&?J.A_\\C M,EL#\G$CV&A%FZ9.A%!@+>IV4EWK)K^^["&KA^8WO"-F&T#+6]HVN;NP*@G M]W:T#!HM@^[UF"1$)9]RT\=[3M;@71Q.RQ:==-

HY]KKJDRSJB:S25]]*&S-@ M\S)?YRBFRUQ4"5C3VCP)KLI,^$W[Q+R85IG]7YKJG7&+V9S(;".%F:0T!K[<
MNJS*W:N*H$69G#Y3(5/=LKB0SQU@:H#LGU$J-A5EH'E A7\ 4$L#!!0 (M &BB5E%]\BN40, #40 9 >&PO=V]R:W-H965TPFL29;:#[]['.=
MD!*1NL"B\@!Q DS$/?YE,F17;'$)(6,$YHA!HNQ=>5>AJZG #KB M!X$MWSM&2LJ*EF#GF,*')3Q*+U=@:6"B&!5XGXHYNOT(I]*?
X(IIP_8VV16S/MU"TYH*F M)5C.("59\8L?2R/V)[W#, K =ZQ@$X)Z!P+Z): KG:FD*)]"+' P8C1+6(J M6K*I VVF1DOY)%/W?2:8O$HD3@2SXGXCND
SLLS(@D0X$^@JBN@Z$R1;HBE- M2$2 H_VHS')=9/&>R=)!MS03*XX^9S'$#?B)&3]\"1^: M\:YG(+"E995OWLZW:_(.(/\ G6-J MFDXS34UEIUH='N;Q*
(; 2G_W;1 BD3=YD2JNEWR'$PX,:R,Y+&4Y%4W6&2E.M:X@ZVDR M]5#8!.[(WNS[88JHB>Q5(GM&D7>P@6P-3=(*H+^7J^NH3WU*D\,P=] 0%QKG
M<>:M]"N5OE%EN2FX?!I&0#9XGC0J]@_<'0X.!1\5%?J'MO1JKM2$]"LA?:.0 M4-ZNA.9J-:*9-(E$:GO?
0CH'UKBUC72GKL\VR<*6R&HV#BH;!Z]5.P=M&MPF M6=@26D-SC#JGC,;K2.Y%G+RP M$/E!31@N5+9#,OL2CQ/MU'WE$?CQEMA?
RI5HQI["O/"C4.5EJOK\)0 MI2N64W4FU]PP3Q9"YE2;IER&:BT9G9=&>1:2*$K"G/(BF(S*>W=R,A(;G?&"_MW4FD-GE.Y>,GEHGM.,#!TXU[OEQI>R.:=Z-
0Z& 9JS!=UD^EYLO[":T+G% M2T6FRK]H6_>- I1NE!9Y;6P\R'E1_=)?]4#L&.#! 0-2&Y"7&L2U05P2K3PK
M:=U032;%$=R+C*6<*O;MAFO),O4=_H*D)I_DF8]:N,^42_:#9IFKQ@A8I MIQGZ6B@M-V;*M4*WC*J-9'-D9P[=LW0CI07_1!57!N_[] :]^^W]*-2&D_4L
M3&O_/U7^DT/^L_49BJ/?$8G(H,/\&C:_8:DQQZ5YW#8/S4@VPTF:X20E7GP M[QNG,YYQ;<;KJHM,93WHMK8I>Z76-&7CP.2D8O*!!9.W;W 2?
>BBY@FL131N MB,80^N1:E-%A)A=MJ90V9K*:^V,7\0HM*='LTO(PP620Q'@4/NQ2VN]&DH'K MU')UT+@Z %W]4VB:=?
E4F9WO^G09#_>=VN\W3)*#;ITW;IV#;GUC#RQ#&/U] MR_(9D_]T>0@B] T73V MLDE#-CDI+Q*?1#V!M8A>-$0OO.8%B-;M*^KB?#I.
MB^ZPH3L\+K= LQZ\3L=I\;IL>%V^(#D)F)P@0M^8]036(HLC)P*BD]*S-O?$ MU1=:F^R.XL%>4Q2&ZQ'+'H#:E)TJP:
6.)RFL%T?;J<#M;DY(8)A)5*E:@RF M*@S1.WX]H;4).SF#!ZI/UA-8FZT02AE52[V0]WQ=U74*SH!]AI8F= MS,&@N 2+7FAV.SH"*E-[(0)AI7)/CMFR'!^
.2=3"L M;3!T#LL1@J3[PW#9$<^#*(JZXYDXS4) F>"1:_VB5FX.<L-]A'"!/G+$ M:18":Y;NY$7_H9?L(F'LWE4'3VCMD=@IL)Q88?%;8GF-&@MQVH;
VL9CC'M5 M0,>@@8G@Q ^!BSD>1^0(8=.YPAT#]'R,.(5$8(7TS-([V%A[-YA\1HE)N+$ M%SFMR$2\5IE\H;7).CE'8#GG,1&\RKUCT,"EP2D]
M>B/(Z(K^K5,4#/QXB3 M@P26@\\L#?">&<;N'1:O4>"*G5B,3RMPQ5X+7+[0VF2=6(QAL>@O$> 7]1X6 MO'>Z VT%8J<)8[B\Y9$PV3^GZMP*P!
[UG>)PYP#7GI[?4KGDA4(96QCXZ.S" M?%AE=2!=-;18EV>Z,Z&UR,O+%:-S)FT\WPAA'YJV&/BYM\")O\#4$L#!!0 M (&BB5F;Y;]T*P, %4* 9
>&PO=V]R:W-H965T T)!@>>OK:"NU&Q-(3*JHV#Y,?'#3:VK-L8/MM.S? M8SM9&E@;#;3QI;4=/\\]=[ZS;[03\DYM$#7\S!A78V^C=7[F^RK98$;4JNQ-
PW/9F%L 6[' M-<6=:HS!NK(4XLY./J_&7F 5(<-$6PIB_K9XCHQ9)J/C1T7JU38ML#E^8+]T MSAMGED3AN6
W=*4W8V_@P0K7I&#Z]JA]PLJAKN5+!%/N%W;5WL"#I%!:9!78 M*,@H+__)SRH0#4 4'0%$%2!RNDM#3N4%T60RDF('TNXV;';@7'5H(XYR>RH+
M+PEPPFE!4<'*!FE"FWL)[6)CL M6!4,+6YJ TOU/5P2*N&:L +A"R5+RJ@VN)&OC4YKS4\J3;-24W1$TQ"N!-<;
M!1_Y"E>_XWWC7^UD!.#D+&HE7&!^'G'P#J(@ZL"WQ064-&K5?1:59QO"$\1*(>U#>'6 MAO"0]9*EV[^[9'K?
=KZ_VGQL#DN:Z"4"7[(1G]1S+"07@\"H-:QZ]"L+= M%[8 ;HB4Y,F%T$K[CPDTK$4/_ULA#%_ CS#8W^/!LY9"1=#=,@ZC7"0_G0-AX
M3L)6&9=U!4"1FUN1*E5870Z9IF6GL-]> M-EQ71*:4*V"X-M#@M&_"(,L>HQHD;N^82FTZ4+<<&/Z/I1V@_F^%D(_3*R! MNI.<_)02P,$% @ :*)64Z?
V\C: P WQ8 !D !X;"]W;W)K&ULS5C;CMLV$/T50@6*!$A6%WOM]<8VL)?<@&QAK)'V M(<@#5QI+1"12)2D[!?KQ(259L@J9M7;YX!=;%\
]AS)D9^GCF.\9_B 1 HI]9 M2L7"2:3,KUU7A ED6%RP'*AZLV$\PU+=\M@5.0<-W$S3*BSG)?/ M5GPY9X5,"8451Z+(,LS_N864[1:.[^P?/)(XD?J!NYSG.
(8UR*_YBJL[MT&) M2 94$$81A\W"N?&O[P)/&Y0K_B2P$P?72(?RQ-@/?2,Y6CB>]@A2"*6&P.IK M"W>0IAD)~?
%W#>HT>VK#P^L]^H!7,$Q9PQ]*_2"23A7/EH @VN$CE(]M] M@CJ@2XT7LE24GVA7K_4<%!9"LJPV5AYDA%;?^&=-Q(&!PNDW"&J#X%2#46TP
M*@,M/"O#NL<2+^><[1#7JQ6:OBBY*:U5-(3J-*XE5V^)LI/+=94^Q#9H36)* M-B3$5**;,&0%E83&:,52$A(0Z-4]2$Q2\1J]16M53E&1@K9[A"W0 M
."_01 M*' L(4(;SC(D$T ?6*IJ12-]!!9SG"D\CB'KL[\SV,X.]J[AK" SV!-X&1L UY!=HY+U!@1>,^_QYMGG' MG5&3SU&)-SZ"=Z^2D;)<-9I$:^!;$JK,?7N [
GX=_0O>E]P=01@BKY2W47[M-WV),&ZDCY=KD>,0%HXZ/X3:"ISE[]_Y$^]=`PN6P#J%V\%,BM:],_%
M=NG/W>UA$*85'<\FC6>3%Y7W'XR^5#BQLV&9LP26(>7:T YGHV^@7,\J AK$ U(TT:",-C)&N.(N*4/4+ M3I\MG3TC0+MY'YYALSK[Y>7 W4C
M:;6B;Q:+1_MEH!8S;S,X_9;0NJ2T,M6?G$?/6%PMM"ZI+4:UCI=3-51S*MI:G4C65X.))^8E"PK+Q/ $"]0+W? M,";W-WJ#9J:]_ 502P,$% @ :*)67=& W;.
P GQ8 !D !X;"]W M;W)K&ULO5AMC^(V$/XK5BI5=]*5O,"RRQX@+6RK MGM25T**V'T[WP9L,8&UB[:!J]0?7]L)"6ZSWH6U^)Y\3R>>68F>3+C/>//
M8@,@T? M+K@Z"QN4C!1 !6$4<5A-@KOX=IY$VL"L^(/ 7AP=(QW*$V//^N1+-@DB[1'D MD$H-@=7?#N:0YQI)^?
%7#1HT>VK#X^,#^B\F>!7,$Q8P9_F?)),;27 3H Q6 M+3W>)O+1[;_%>] KC1>RG)A?M&^7AL%*-T*R8K:6'E0$%K]X^\U$4<&"J?;(*D-
MDK<:]&N#O@FT\LR$=8\EGHXYVR.N5RLT?6"X,=8J&D)U&I>2J[M$V41,F@RY^SS2UW^DWN^P9O\ )>DY*[-@/_H'N5@9R5JE4E6@+?D53E
MWI4$YR;Z,70K2IS")%#/&:$ (9C^^$,\C#YW,>)S.)CT/ Q,.C]E_@]L:B_ M_J8 T!
<)A>@D9N"3&$]@%C%7#3%7]D*Q6I:KEOV$2N#ZFGK4=X5>X8T,GGZ3 M[*;Q.-P=Q^-:83DY;)P>OE+$3_=1L>0*SB+ANB+B^:!E?
M^R3&$YA%S$U#S(WG,G;B=7N+NJ)^/XX5*@)>/2VEIB]ZP'OW.34 O $9O$1
M1ZW:B2[:&_5VGKCQA6:32TZC!V:JQSVN,,T=;='H/_J:6H=S/H%DQQ*^OB M5W1=D^)WO1_MBHR'EVT!K[K2%YI-3JLL8Z<^.Z<%SA!\W2WP M?B
[Z%8UQJ_(QLXN.>$-<8;ZD+S9[NM.HR<0JT M,]JC!G1]*"T# MYFNBTIC#2IE&O6OU0.;5-+0ZD:PT \4G)E7^S>$&< 9<+U#W5XS)PXG>H)E)
M3_\%4$L#!!0 (&BB5GF005T(P8 *XP 9 >&PO=V]R:W-H965T MY-Q M=>V63<9T(_*L)+<,\4U18/9P17*ZO>C9O<<+'[+E2J@+_I$I&<
MS(5"8/EQ3Z8DSQ5)EN-K ^VU.57@_O$C/:HJ+RMSASF9TOQ3EHK516_80RE9 MX$TN/M!M0IH*>8HWISFO_]M9@$$3,#@VP&T"W&,#O";
>Q+@^,\$^$V ?VR&LR;@[-B 81,PK)YN M_3BJ9QE@@2=C1K>(J;LE31U4@JBBY2/,2J7=F6#RVTS&BH!M:BA5'89F25!,? MF>-
'AOB^K&9;5^>QKE>.$3@CZW=H8+U!CN6XFO),S>%_;$IC>& .O\%,AMO/ MAH?"%WZ@:\P?JW0\8]D3V^G-],EUL<89DT.X0'+\S439 \
(%W91"ISTC[U3MU3"_@JG)R?W$ MM=2_2N!RF=WE!&'.B= *S#_H8>S1*""F1I+<*J:(&$A)"PZ M;
UOY!^T1@R9,P&"=:1SUDKGS"B=*>5"2841.;!MB$X@-<#;:Y*!9;NN]T0@ MQCRG"@02%KX AG3:.&P(V]7/+/NI.(#R)4"-T-'%L-7%T*B+6T;3S5P@I@P!
M?M"3Z'1B!)XZ[X&$!9"P$!(6#0]_6\[(]UWWB:0@DR9 L(ZN1JVN1M_1%9'S MZ90C7*:(BA5AAJ%I=- ZCF;R.S5F/%4KD+ 0$A:-
#H8F76O$D#D3(%A'*K:U M,ZPLHU@^578D2=_B>\+PDLA12GFT6;E4RZ_=E&=-6$9UMM.5.<&IG1(H+0"E MA:"TZ#L/QG;K635R4%$;=_8(I?
A!.\T&+5D"1>M*C)S\l,%!DD+06E10_,UR0Q:-KDB+1=83@[83C'^D3S M%69+_6K>##E^;CAJ"]W0.@M\2_=3"T#SAJ"T")06@](2*%I76#N#
MVC8[U.&?2U\&T37Z?$.*.*T[T/,B),E!4D+0&DA*"T"I<6@M 2*UI7=SL&V MO9_P8LZ&-%VGH+0 E!:"TB)06@Q*2Z!H72'NS&_;['[/2"XO+=^@)2GE,C%_
M4WD+."WD-)T+AM6.F4=77#\I\S4.IV9R#FJ!@])"4%JD:9"1K9F9@;K@4+2N MBG8^N&TVPE]@>)J)ITSF0;US4%H(2HMLSMJ;^>EVV8S?4K+
M5/4^*9)'G.996KWZG0GYH18$7*T(_EH35ME9M3"K]NMUG=4"%I4ARN"4\+4#?+[!:7B M\40E:/^+PN1_4$L#!!0 (&BB5E?,0Y*CP(' 9 >&PO=V]R
M;W-H965TOZ,.V!V#<)*@8/2-S]^P%VK#1QHCWLO>;CGL,Y%[AD#1>O<@V@T%M%F9PX M;Z7J&]>5Q1HJ+*]X#4S/++FHL-)=L7)E+0"7%E11-
_"\Q*TP84Z>V;%'D6=\ MHRAA\"B0W%05%G_N@/)FXOC.;N")K-;*#+AY5N,5S$$]UX]"]HR>I205,$DX M0P*6$^?
6OYDF)MX&_"#0R+TV,DX6G+^:SD,Y<3PC""@4RC!@_=O"%"@U1%K& M[X[3Z9>M=>%EC"E-,74JKUQ!D[J(0EWE#UQ)NOT/F)#5_!J;1?
MU+2QB0XN-E+QJ@-K!15A]1^_=7G8_C1"4#0 8)_!80=(+1&6V76U@PKG&>" M-TB8:,UF&C8W%JW=$&9V<:Z$GB4:I_(]3#$K ,WMD9F!PH1*=-
$U+M$(S?7! M*3<4$%^B![8%IK@@(/7,\WR&+CY>9J[20@R=6W2+WK6+!B<6G4-]A4+O,PJ\ M(!J 3_#9U!HN&_AX7NXJ^WW.0CZ'
26+SPEYX3#G[<+J80^:+^&++:2T MA2<6;JK"-D^O4S,.W.V^A>,H/TP#;]R'O1,7]>=!$8$3;]!2] #LH[M2S"
<.S2T!RU/O&\@C<9>/&P@[@W$9PW<$T;T]2S1BO-R4']\M&X0IGYZD-[C MJ-#SPG187-*+2\Z*^\X5ID.:DN/-#/QQ&!V(.@X+D\B+@P-5[EY],F_#-RQ6
MAE8:F!WM6UMB7:>MMV%*]MR5IPI0N@;:[U$P7"!.CY)>=JUS%5L'_T\K]0 M2P,$% @ :*)68S>3VD0 P 90D !D !X;"]W;W)K&ULK99=;YLP%
(;_BL6FJ9.V\OV1+D%*DTW;Q;2H:;N+:1<.'_*J MP&\Q\]f._B,MY2]\!1 H%U."C[14B'*.UWG40HY MYK>TA$+>22C+L9!3MM9YR0#'M2@GNF48GI[CK-#"
<7UMP<(QK03)"E@PQ*L\ MQ^SU'@C=3C13VU]XR-:I4!?T<%SB-2Q!/)4+)F=ZER7./V+MFVLH:&H MXH+FK5@2Y%G1_.-=6X<#@>F<$5BMP+I68+
<"NS;:D-6VYEC@<,SH%C$5+;.I M05V;68W=9(5ZBDO!Y-U,ZD1XPDN(D#+NF7F('!&.+U!^_11[24C1-7!!!-_MTO!B;,8?=[)+N+ $2YB]$.DP-"L8@P*@:;
<@^!2]![2ZD)AJ,3UJ MD>X;).L,TA+*6V0;'Y!E6,Z ?'99/H=(RLU:;A_+=5F?P_DG M_[^F*RZ8;-+?0P5H5G2&5U0O[ATO<0033;Z9'-
@&M/#=&],S/@V5XS\E.RJ. MW17'OI0]W!'4*M:ML0MNT',\8_2CIQG7-84RWPW2OQ.2 6936 MG17#1FZSI=PTQ1#OQ8S##QX--9#;O6EX(^.$?B#*=
[USG3#JX$87X1ZIP&0(M:M1[X9W 'H/H ^8[96FY+B$ BA<:M+WVQYE!O)H*6 M],FXHD*>LO4PE=|!P%2 O)]0*O83==1V7U;A7U!+ P04 " !HHE92X-(
M82L% /&P &0 'AL+W=OLU+\LN"BH MTK=BZ&Q6YAWP_] J;E:/IN'YV*Z9COE%Y5K); >2F**AXNF YWTY& M=U7N99P4J9\1((MIB,SN'9!4&50?W&
M'QG;RIUK4 WE@?.OUC /5+)+GO^9S=5J,HI*&>),K.[!C;4#"BI_*<]E_1=LFW=# M,@+1FB1>M,8:09&5S7_ZK9V('0.$+ :H-:@GPFL"U2BOJ*+3L>!;
(*JWM;?J MHAYJ,:W!966U*C,E]*^9ME/3"YK3,F5@5F^!*Z9HEDOPH;WX"$[3&^$^29G M@"_=:EHN

]-VY£$S)L:\5"L)?BGG;/[2WM/@ MNQ&@YQ%<(*?#&5N? NQ_LA'!'R978$//WYT^,7=S.#:+[;X_55P*:L5S^39 MT# ;;S)L7273F5S3E$U&.ELD$X]L-
/WI!QCZ/SNPD0X;<7F?WG-%"6XW C!RO0)W M:RIQ6*3^;(^SC MB(+$CX911!V*Z)#*U!%L]&UZ,J <'(3*((F' <4=H-BY>< 3=%-L]#2P.: %
M%RK[MYZ2P9TLN'Y@:[A/?^H&Z=U]P() MBJ(868#L$##<;^]0RQJZT[N-]C+3PAC:<"*#$QT9IWW;MZ%>@ Q#'P?8@M*0 M-
G3R[O2ZCZ_4PN:>,MS/PH! /XXMM -3T,W45O@.&:&]+% DF4!!8LAI^A MFZ#U!I\S\#LM&/CKAA4/3/P]B,#I94\Z@(;/87B0[$*G'NP+SQ]/(CIW?NL
MS_8)ABC"-C(S; ^='/V*]KJ-AZ<,N&;+D#MTL_N;27: [C%,H(46D&%[Y&;[MO04:]6D_0;$?H] "R? ^#S3:I _2$D@?[TN7WH_Y,6FL>O6?IJN0Y
M7SXY<]4=8L]D0$82$#HH5Y%34?:%9[0 N;7@D%Q%?4W0-!PC&%@*T 1E-0*]H M@C-945\ W)4R,@*W +PUFQ$0T5[A'U+*8$,QR-WT;Y_-
O;+=RW31"\+M& R MQ(ZBXU7,R"D2^VYL0_?(3?>O%$]"WZ]JQ@/5O99FF_!@P_+XV-6]???C@=(^")+$MWPL8D/DV%W;7]:-M)B;
'6O64JZRM71*C]OCGBF =YHS!W9GWJ,]@PW'X_=KT."^ L DT$6';3,: M <"'M&CZ.*$86+1)6PT +]3&P?W*WN8D!#:9 D;JL='
M;.3@]^CD8",.^+!>#AX0@\0/H>7SAQ@Q(,?MY9 !MB<(62H[8LB>?-=6#K'P MO06F87OR_3HY;:C==O()'U"_J_PWLX9A5::97T2(T'*-
Z5JCBNZ]UISWES MQF%>;XZ*;JC0LR9!SA;:U#^-] R)YO2EN5%\79]X/'"E9:V^7#$Z9Z)Z0?^^ MX%P]WU0!NC.PZ7]02P,$% @ :*)63&ULE95=;YLP%
(;_BL6FJ96V B80Z A2TJ!: M+B95S;I=3+MPR"&@&LQLDV3I];_1=GF)LI-\-=[GONZ[(2ZB)N&(M-&JF8+PF4G7YQA4M![(VHIJZV/,BMR95XV2I&;OG
M6)0S)RY?JU(]'JSX&L%.W'01CJ3%6-/NO-I/7,\;0@HY%)'(.JSA1N@ M5 =2-GX.,9T1J86'[>?H=R9WEK:+IADG5J)6YJM%_RE)R-5LIGH:6J M@W5'
;$"W76RXX#F3=,1BN8UX[+Z3BGN6;_1]OA*2JR+Y84NA M1TWL*'UPKD5+O_,A[?R218$PD.!8]T_MB\]2K(J/29V^; M83_
09*Z6PMM,M(FIVBAC=:KP@-:'.(D#.VT<*2%IVB1C1:>18M&6G2*-K71 MHK-HTY$V/46+;;3I6;1XI,5':5]*4)=R(8';F+&%Z<6)[]NAR0A-CD.9)-3&
M2_ZK35\59Y!,O7^ [L'5I5^!SX1OJD8@"H62>E=3Y9GW-VO?D:PUM]F*274W MFF:I'B/@>H&:+QB3SQU]08[/6_8'4$L#!!0 (&BB5D8@+E&/ ,/X- M 9
>&PO=V]R:W-H965TBW/=_MWW#Q))>$*/2<4B8'Q6*IK&>;,EJ2%,M+GA$&3^9*)HS<"R17:8K%RY!0OAD8MK$=>$@62Z4'S+"?X069
M$O68W0OHF15+G*2$R80S),A\8%S;O4E'S\\G?$_(1NZTD=[)C/,GW;F-!X:E M%T0HB91FP/"S)C>$4DT$R_A=%J"805IPHI?_%S&80=@'P,X M)< Y!'A'
&X)<$\%>"7 .W5)?@GP3U4(2D"0Q[X(5A[I$58X[N^04+/!C;= MR.W*T1#@A.G$FBH!3Q/ J7"(*6810=,\BT=$X81*=%8VSM$%FD(NQRM*$)^C
MKYS'FX12&'Z@<4731'6=J*=&8Q22NP8^;\5<- M>!-V7X7 V89@Z#023DEVB5SK,W(LQZM9STTS_ X+@-M'X:/3U=VZ:+QO\9/
M5M^+I5NEDYOSNQ5YEL=?$'E:V#LDB82QA"U0>(G7N-G*] MU=V"+,C)!!MS'?I^T ELS^F;ZUWGVE0=GZHZ:4EUSQ6_/O"MJ^Y[NO%"?O5]P+?E %
M/V@,/M0X4,$P>%\+05CT@N"T8Y)B703O5.='(]M8_19MDHS;)QD&-;VY@7UG> M@6TMJ>YYUZF\ZYQVG$$Y\8^SK/,J\=UN-[
=M[N_GYM&Q;=:TB;9^-0M3%I2 M+2PQ=^K3E(A%?I.0*.(KIHK:HAJM+BO7>8U^,#ZT>R.[9GP,EYOB+O*7OK@9
M074&;RF)*)F#E'79@704Q6VCZ"B>Y=7QC"NHM?/F$BYH1,@)\'S.N=IVM$!U MY0O_%!+ P04 " !HHE9EX&1U6 # #&"@ &0 'AL+W=O?%;D59[:P6[;-
GN5J(MO>:LAF=)U+ZJJ/S[$;@X+AW?>7WPF>U*;1ZXJT5#=[!_:5YECAS!Y2<55 K M)FHBH5@Z#_[]VF\=6HO?&1S5:$R,E*T0W\SDIWSI>

(81<,BT@:#X=X U<&Z0 MD,=?/:@S[&D!2SI0K6@O_!D&1PB0;*^T]'IG9%"QNONG+WT@1@[^{()#T#L$MS]$O4/8"NV8M;*>
MJ*:KA11'(HTUHIE!&YO6&]6PVASC1DM<9>BG5X^4TSH#LFESY@DT95R1M_W@ M'?E -I@Y^9X#$05YR#*YAYS\\()II$#A\I?-$WG[YMW"U<--
'PDQB$0PS":^A###)1F?.EIM!L@CN4N$4Q?>*P"J(H3N8+]S"6,C6; MI4DT,CLA.1M(SFXB:>13F96$UCD6[@$[4H/]1=L(=XC1B$D8!VEX3GAJ%OMQ
MXB5VPM% .+]) <"_% Y\GKE7-[KI-$X4^-Z_+SKO)@WXC@?LZCF^ MSW# ZAVV.Z6M$;^,^!]2IP<:!\V.[HDF%N>+]0N6.U(AP*]/3N$E0GNTM3-
]&B:>\=6Z'Q M%M,.2[QH@C0&N%X(H5\GYBHS7%U7_P!02P,$% @ :*)61!;ZP?3%0 M. $! !D !X;"]W;W)K&ULM9UO<]LVNL7?^U-@ MW+1CSWAMD?
KK)O&,8Y(=IK$4Z?9SMVY+V@*MGA#D5J2LJ.=_? 7("E!D&E(MS)YV!JTL"3^ U"'X =\\.XYR[\5,R%*\GV>L,7[XUE9+GZ]N"BBF9B'Q7FV
M$*G\Y"'+YV$I_\P?+XI%+L)I56B>7+B]WNAB'L;I\=6[ZKW;_.I=MBR3.!6W M.2F6\WF8KSZ()'M^?^PJ-BZMWB_!1W(GRC\5M+O^ZV%"F\5RD
M19RE)!*3!H"@P.;=*P*3#<+3!ZI<"H*3 ZM(9Q4V!\ M;(%)4V!R:('+ID"EKXOZ]ZM^?"\LPZMW>?9,5O'J=*['=E
M+C^-9;GRZCKZUS(N8B6\@IQXH@SCI#@E?R-_W'GDY,WINXM2UJ*^>Q$U1*\F MN]\0+\G'+"UG!?'3J9BVE _LY1W7 KB0A[X=4+S?
JXH/6HK[AQ=OJSTXX-C[SJO%J;WXWY>I/'7] M5QO/[,6O%[D\=8-7B_,#BCNM9]X00G\C]G[%ZQ\B]G_^)C\EO!3SXG];FO:A
M1@W:4>]&NQ""/Q_EC>9 J1/XGC]U'ICG AY5Y#2O0U7,NHH"Q+R@BS"57B?B#8A6WE=A8R$>?8C
MC4]).1/D)ILOPG1%LGMY;TK%E#B]WL\D>Z@^E.%;48;I-$X?293-YS)\DB^0I*]7[<5H*V9A2E;G]^.<9.8DE.BQ)E&2%^D+#DI^1+WF8%F$5AYT=
MK=\L9O(,S[)D*O*"/$L6B8MB*5L2+A9Y]CV6(9=(5L095\WZG$;RURGC[[_\ M-'&=\=O"WLA4_91-"U3L*O(7=1[-1#(E\TQ67,["E Q?J<=@Q[*^IWBZ#)-
D M51URQ MK*ENI0Z;NL(K:2N'2$2YM6PRPJFAJ=/5[WSWNC= MQ=.V-)$U!D@81<(8$L9!,$,.HXTT1U9IWM62W-REY]DR+=MT:<5TU242YM6P
MT98N77?84__L:!-9:X"$422,(6$EC'Q$(56IAT1G9"J* M*(\7ZH\VG5J1776*A'GV@SV1H<^;_OF0S.,D47&/##*BL)BI&+ *)70,^(\\
MO).QQ/7M]=LZ3'PS:"DG7ZHO)S+NRV7)HY/OI^2R1Z;A2I[0A{.;5Y'JP#I M9%6'8U/)4%&=#+]29!.1RC!FV@Q3E^FTX6T!5,0 %Z4"R2!'Y,]Q(8Z>0QF
MR7A)?5?%A&[O;5/DIL%ZLK+J$^?MZ=LF)G2'9_)RKJ.T8MW6)N9NCRRW*UB3 M[ZKB;_:1BH_5<&1]IEK:L1748PSJ@M2*[]D-(F(>$^4A8 M@(11)(Q-
7L08=82Q$V)P4*6&3"\W,KVTRC0(XYP\A"]V706D<13/%MV4?.E;O M599*+L/..'V2"LSR5:OZK)#.ZD/2O!^AD;;[=0,R].1>5HHR]11 #X!":0Q*
MXRB;J4Y7J].UJO-V,Q^H1C;QIJ-LU:@5U5FC2)H'I?E06M#0MBH&,W V_7O6=! MI]):@-&J4*@5"*5Y#>T A4+-0"B-
0FD,2N,HFJE0[@=I>LBD1+-7]DO<=# M34 HS6MHQ@#<:54HU":"TBB4QJ TCJ*9"M5>D6,WB[!XN,<SK_9I8+9QZ8V] MOL[R@[H_4%H
I5$HC4%I'$4S-:J-(L?N%''E?*=1-=]DNN9QVKCD;<]4?&BP MVW?72V3:[:/U"LH\+%O[47OQ MKG=*,UK:'L63D+K#* T"J4Q*
(VC:*8PM;7DVJTE;;JWRA)J*4%IGMOB!,F^ M?#P>[RKSY1?=D=/O.3N12@!M'X72&)3&4313=-HQ!"K>J;RGMWT3Z) M9"_?67=0FZBA&;IK':)#JPV@-
JE,2B-HVBF.+59Y-K-HB]Y.!7D4S@7!?GG M1S&_%WGKHXMV3&>-0MTB*,V'T@(HC4)I#$KC*)HI9.TIN;4; 'D0UX7;2E"; M!Z7Y4%H
I5$HC4%I'$4SU:R])]?N/7EQ$:GYTM>'4%#C"4KSW+9GSYS=> %J M.D%I%$IC4!I'T4QA:M/)M9M.-U7^$)&3*JI5G>TL7NP)'; .%)3F06D^E!9 M:11*8U
:1!%,36N;RAT#0P>H6P6E>5":#Z4%4!J%TAB4QE$T4\W:TG+MEM;^ MT 'ZL!.4YKD0';.6T 'J8T%I%$IC4!I'T4QA:A_+M?M8MWDV748EJ;+?%<03
M3R+)%F)*OHAHEF9)]KBRQQ'0!Z&@-_]*\Z&T $JC4!J#TCB*9F8"T[97OX>+ M(_I0#PQ*\Z T'TH+H#0*I3$HC:-
HIIJU5]:W>V5[XPA[^V&FJ%,E4'MQMI'G?ON3L+C2!3D^C$7]5NV.-<.[BQ9 M;)Y0;*)0;*90;*I0;*Y0;++0O\)JZVNKK0^TVOI0JPU*\Z T'TH+H#0*I3$H
MC:-HIIJUU=;?\YC788_+VBF==0PUW!K;]B*=0>LB'6BU 91&H30&I7$4S92H M-MWZ=M-M*TV;-7" &FU0F@>E^5!: *51*
(U!:1Q%,W6LC;8^T&CK0XTV*,V# MTGPH+8#2*)3&H#2.HIEJUD9;WVZT_5#"4SNSLZJAYMN>XSV)3^NR;]QSMWZU MSF):9D?W*K]B/-
U*@E]GQ=\4Z1M%SE1Z]W69."5SM3]+LI(OBS),DC]_O)!)%Z6N_O8;H,\U7-4]N -'D_.[6-]Y?UBSH%Z9'DR/MGK+*)
MJG>OR6TN'D2N#N8/S'T(TV_Y]QSOEYF049)(IW6\E!09D;'R M,A+U'D[I4MV85'2^J)=T%<:N6L]A!6XQ^GZXRR5(X#-.,,FEOB')/L>RJB?],[[/U=?
#Y)E)M_($I72OW?>X*!4C[?-P_P;^?SE\U?_MZ.J0MG@ZV4YR_+XW_*0]$CE MX" B7T5>[;=:;<&EMCVH,7_+L+O84[NELE#Y7"KK/5ET7I8_R/'3?
%37*YLS79[M@\EDU+XY%=1=AM(HE,:@-(ZBF3V2=I<'=G>YF1'^>&>?$;93.O=!4"L92O.A MM !*HU :@](XBF;J>&OG2:"5/(!:R5":!Z7Y4%H
I5$HC4%I'$4SU:RMY('= M2CXL(Z,=TEG&4"<92O.AM&#PTN5NS19)H=4R*(VC:*9"M9,\L#O)UVK74G*[MS*-96(@#%Z39F9T%"_65H30?2@N@-
JE,2B-HVBFJK6O/ #ZR@.HKPRE>5": M#Z4%4!J%TAB4QE$T4\W:5QE)8?=:;9L/I:HK$XE;9,9V%/+62H30?2@N@- JE_M,2B-#UYNA%XL?XT04I?
+NFMFR MHMIZW+(WLQW86:Y0(W7/P5;;Q(_.>YOMWJELALM%LX?Y>F_V9HOT+WF8%F&D MKMXC^8WK11XGQ+D\(V[/[=>.(PGEA3VM-W(/$[65?
&][*WE%>B22IEU2\<7]JREGZUIKI>'DTVRZ/)-9$OQ)/(RUCU#KNKI$\4]Y>? M)JI,>UL7.'JQE+KZV'E[NN[3UHM"3@HAR"?5]XQ/VZ]?
J($+I5$HC4%I'$4S MKU]MX ZMEMJ!FS7;(9TO6*ASV]",Y<:M\2;4DVVIU7';S"QHM0Q*XRB;J3UM
MMP[M=FM+*&F;C;+.3.HL0ZKM':3Z4%D!I%$IC4!I'T4P]:W-V. +.1D%-62C- M@1)*"V TBB4QJ TCJ*9:M:F['#/YH^'SD9!_5@HS1N^MY/YQ\LIL%-1KA=
(H ME,;@-(ZBF2+57NO0[K7^P&P4U'6%TKP]!ZL?X#7G<#9S,7IFZB'."SDXC>?" M&,6%T2P63W+-GRZK*9\0CF.340Z#7.R$F%N
M/AK\%S;&/:@QU3BZ?TK>#/_"I@P/:$K[R!CJ?D-I%$IC4!I'TZ1= M\Q'0-1]!77,HS8/2?"@M@-(HE,:@-(ZBF6K6KOG([IK_D -A9W96-=1"WW.\
M.@H<_G?!#MD7!!YU" +'Y\,_JBWN06W9Q(#_;6QL:TK_@*:TQH!0A010&H72 M&)3&432S;]&+'49V__^KR)=[T_;9&9W[$NCZ!BC-A]("*
(U";0Q*XRB;J6+M MT8_ZP'@/ZLU#:1Z4YD-I 91&H30&I7$4S52S=JQ'=L>Z^Y2?'=A9TE#W>L_! M5@%*._SQXQ\OD_B1YUWXV@J2I'/90&5U2,L5>:[]:
(TT;(D]:QZ(V\V,Z\# MG/GF7"ZVSV6:E21]IO_E=Q=Y=E\O]5)!5EB08AG-SK:#IZ-I/*U*Y2+*'M/X MWX*HD&I=61*']W%2);FHVSA5:3%>-K$]=(+Z]E :A=
(8E,91-/,RU>;^R&[N M-QDNK($3U-"'TCPHS8?2 BB-0FD,2N,HFJEA;>B/@(;^"&KH0VD>E.9#:0&4
M1]$T!J5Q%,U4LS;T1W9#GZ=2R6&ROM6W:ACJY4-IWNBEE]^:/L*'5AM :11* M8U :1]%,>6HK?
V1WMV__KD="]HC!ZB)#Z5Y4)H/I050&H72&)3&4313S-H\ M'ET"(P>H80RE>5":#Z4%4!J%TAB4QE$T0\UC;1B/[;FMS:6 I>]DFV=&RJP, MDS9-
VXE=-0VE>0UMN!5)C(9.6R@!K3> TBB4QJ TCJ*9>M66\-AND=[F62DR ME:?VNS6,L&,ZBQ3J D-I/I060&D42F-0&D?13"%K_W'LXL*(,=2'A-(*,V'
MT@(HC4)I#$KC*)JI9NU#CNW/S@9AG).G,%FVNC3VPIWE"S4>&]KVW,.X]3$" M:+4!E$:A- :E<13-
5*;V%,=VF^V@=1YV1F>!0FU$*,V'T@(HC4)I#$KC*)JI M8FVYC8? : %JOD%I'I3F0VD!E$:A- :E<13-5+,VW\;V5,>?MA+=M H8ZKU>H5F*H;0 2J-0&H/2.
(IF2EC;;6.[W?:I2N)U MVVC8&O="S38HS8/2?"@M@-(HE,:@-(ZBF5+69ML8:+:-H68;E.9!:3Z4%D!I M%$IC4!I'T0PU3[39-K&;;7Y1QO-
JV>RR2BXYC8M(Y=X@"Y%'(BW#Q]88PT[M MJFLHS6MH3F\KNNZ=]R;NSNP9M-8 2J-0&H/2.(IF*E;;;1.[W797)Q_\8$T^ M:
(LP[/S.VH7Z<%":#Z4%4!J%TAB4QE$T4^':AYL ?;@)U(>#TCPHS8?2 BB- M0FD,2N,HFJEF[<--[#X<7Z>:S1Y(E,WG64J*.D%LG)*[*J?L::NP^R_6S;BC
MRI'8O33OXS?V^CMK%OK4'Y060&D42F-0&D?13,UJAVYB=^@V,4:GN +JV$%I M!3F0VD!E$:A- :E<13-5+5V[*9 QVX"=>R@-]*\Z&T
$JC4!J#TCB*9JI9 M.W:3/8[=LLIO+Z.*)C']OG@"ZN!!:5Y#VXYUG!>K?:!5!E :A=(8E,91-%.G MVKV;[';/(]L02Y#^DR]-(]NHZZQCZU!R4YD-I
91&H30&I7$4S12\]OHF$V"8 M ;7]H#0/2O.AM :*HU :@](XBF;J6=M]$WMBUA^>OH Z?U";U]",1Y+& V?B MO@@YH*8>E$:A- :E<12MUNQ%,1.B],
(RO'HW%_FCN!%)4I#*IWM_K*:5-^\2 M&6-(33N_7KO'%R_>]YQ??4>]?Z$Q5^\6X:/X&..:/L>RN$_$@D;USM1HOCQ]G
MFS_*;/'^V#DF]UE99O/JY4R$4Y&K+\C/'[*L7/^A*GC.\F!5LZ_-'U!+ P04 M "!HHE9KK3Q%R0# #G"0 &0 'AL+W=O32-FE9&ZF%H2$-J:*[/*
]N,EI:I'$P7;: M[=_OV FA0!*DB4GK0^/;^X_AV1EENA5.SMA3AE)P$IW\\LU[I?N&;)5ND%.YP6-($5J&_%4N#,;E!BED$N&<^)@,W,FKNG"]?3 M
N;$=P9[>3 FVI0UY[=Z4P^D!7&/RY3('Q#YDDB(*$*R!D> M8S$(:ESZ5=!<;D (B DF"%%;(',I04EB<'%]:BMDJ7794(CNE<4":;(MCJ:E<7K.%4A2T-
]TC5%@4I;M^59AC@[(N-YD&'2R\1LV?B\;$UQ:O2X1ET]V M*?>?*0\F0>"V:PX:S4&_9JYHBCH[@M/&
(WCNA(GC^9U4Q@V5\0K4&TIGNZ(W_RA(U]4'LS$(GI,"1]*W-5E>%FM>EBYE7M?CA>M4!75"0, MRW *&Q1U3@)TAJBZBF]B>&$J^9HK[O,<(N=&
A] /J(5-+U=^ =0 M2P,$% @ :*)60NBKBN) @ Z 4 !D !X,"]W;W)K&UL?51M;YLP$/XK%INF5MH*(0E9.X*4-*T6:9VJIMT^5/O@P %6
M_4)MD[3[];,-89E&^0*^\SW//7?67;P7\DF5 !J],K5W"NUKBY\7Z4E,*S. M1 72$09<$<&1A'SN+487R\C&NX ? M!/;JZ(QL)5IAGJRQSN9>8 4!A51;!FQ^.
[@$2BV1D?'</ZLI()&CA5*@%7*Q$C)SVWKN(!4% M)[^_[_$&V!;DK]C71I8E]]-6PK*1$+XAX1S="*Y+A:YX!MF_>-^4T]44'FI: MAH.$&ZC.T#CXB,
(@G*"'S0J=O#\=X!UWO1H[WO%;O ,M>?QF@M%: U.]+6B8 M)_W,=O(N5(53F'MFM!3('7C)AW>C*/@RH'O2Z9X,L2=KO@.NA7SM$]9 (P>U
M$[Q+1B,ST4$0^[N>G-,NYW0PY]7W^\7J>HW67&->D"V%ON0-Q_0X^>P\B&:S
M47_VJ,L>#6:_%QI3E&,BT0[3VKT8R4P32$ZPT8)P\WRX?;X^;=!_C3D/PAYM M_M'T,9"%VS$*I:+FNAG$SMNML44SO7_#FQUX@V5!S"!2R
TT.)N9ULAFKS2& M%I6;Y:W09C.X8VE6,4@;8.YS(?3!L FZY9[\ 5!+ P04 " !HHE9BPL4 MT:T# #R% &0 'AL+W=O2NO\(@A4O).E2]RR,R3I9"<
M;M.5=X'*)="D#.)I0,)P$'#*,F\V*<=NY&PB"IVR#&XD4@7G5#Y<0BHV4P][M/P9NV=U*VX%@-LGI' M)+.@"MZ*] M+]&KJC3R4P)(6J;X5FS^A3J@D&
(M4E;]H4[\;>B@NE!:\#C8, M.,NJ?[JM"[$3@/L' D@=0$K>U40ERRNJZ6PBQ09)^[9!LXTRU3+:D&.9796Y MEN8I,W%Z]B;^7C#%;
(44>GD%FK)4_8Y>H[E9_Z1(8DE>D^91)]I6I0[O0)T M(X4&P2%A6S37(KY"_,28Q)HP\IB!W'-X+)B0 XPF$/NHU[X"I&0]!^']R:9
M)B/29$1*O/X!O'=;D#%3@'+)8D!?KX$O0'Y#_Z!KEC%>\&9H'U_X4'XAX-YKV'>*]%[_]-:H*]_F1G0!PU<[4VVUT&R_2;9 MQG.9KD"R-
;5;$J6,+EC*],,KQ(&J0H+9]AJQ+"_T/MH5,*XD;3\[ZQGV<30) MUGOX1 V?Z%C9T.U/9>/$/K*2@X;YX+QD,^@@V6&3[+ KV0R?RH:,_%%OOVY&
M#:&1DU!5NL>BV3>[$^7(HHT:CN/S4LBX@V1QV%I:V)5&:N3'WQ:C$HSWJP3O M^"QVDOH,)$KHP8]RZ,7;ZWTGJ&3Q53\^/Q@?4
MTWHF=IOFNVUN#D&0(+5C5FN1&I:6G5L]3NACJ]FZ*QZ=F7JZ,&K<.C5V>N-)
MZJF0HQWQC,/TB&MEQ*WE]XR=?]Z*0&0I+HL+\LTF,SU+Y^LG!,=65C2^B_! MYR4DTH5IDYU3L/L8?(*0:N1'GZ&^'QXP,=+Z*G'[ZC.U] Q+-E=
$Y#V!?-*4RMZXZ])VNN.6?_ E!+ P04 " ! MHHE9'Y*/(7($ "Y#@ &0 'AL+W=O*U2)VWMH$]-.D"FW213=*+H!>T/+:)4*)"4O;NVWS
[#D*9>%64QVUI:7LYG)=I!S?!3;G74/9LMYR;?P"/9S^:#Q;G:*LA8Y%$:H@FC8+"97]/*:^:Y! M_<47 0=S=DU<5U9*?7,W=^O%Q'..0$)F70B.?WNX
2E=)/3QO0DZ.6FZAN?7 M/Z*_K3N/G5EQ S=*_BW6=K>8)!.RA@VOI/VH#G]"TZ'0QA.2 M5<:JO&F,#G)1'/_Y4Y.(LP:,#31@30-
6^SX*U2YON>7+N58'HMW7&,U=U%VM M6Z,Y4;A1>;0:WPIL9Y=7V?=*&.$R9,BK6[!<2/.:3,DCCO^ZDD#4AOQAK, $ MP)J\Y4*3+UQ68-R+*V/ &E('T?
B:%VMR+_A*2(R(GTS)=650T33?'(7(U_>0 MKT#_,Y]9[((S,LL:N]='NVS !B.4%\3WWA#FL8!\?KPEKWY]_7.8&6;@E 9V
M2@.KX_I#KMVM!#T6W#E=VE*GL%B@O5E0.]ALOSM%QIY MOX]TT#]UT!^+OKSA9M?GZ=@JJENY"MXOJ1=&89S,9_L>N> D%XS*7669J@I,
MEH8,Q)ZO)/2I'X.$9^I)' 1AOW9XT@Y'M>^*/116:1R2/LVPJ^F%J=^O&9TT MHU'-
!PTE%VL"3XA+@W/!S0UE=Z"QB+5&/X37LZ?/4=1Q1&D0T8$TQ"=+\:BE M&K!NVE8&CN)]VG%7.T@3G_9K)R?MY(5TX+*A[7.=!L!R*1'D]@TI^DTD'1-
^ M&L=IOX?TY"$=]?!)\S60@N>],R_M2*8>33S/ZQ>E7LM3;[S0:F;CN&N0O,;J M3I2]P]X$^BGW24J'/9PQG;Z4_G656:+=%# $UVY#W_$01TG*DC0:\-
#2D/Y'');\>8B%M O#*?,#CPW4 6UY2,>!B.JZ M@A9.O>I=+$YCGR4T&%!OR4C'T?@7D@ +H=@2";A](K)9.?NG7Y>%TS$@T9:& M=!R'M[![59MRY]>\-
!EXI2E:1!%0R/18I&^P,5F.[N" C8"Z;R28EM3HM=(MEXO3,$C\9&A,6C32<39^4!9&YV(7CU-*0V^H$EB+1S:.QV,URK-=$U9FE?=7 M).L26:M8ADXXC\
&,K,NM2,&84UX=X2/ALHSE.P7NW&2Y4,Z]UQO!1XL)&RPJ7<18R_T\9QTO+&JK,\F*V5QU:PO=WBV!.T^P/<; MA3.UN7''G=-I=?DO4$L#!!0 (
&BB5E)TOBRH (.8& 9 >&PO M=V]R:W-H965T: MM[WL#-*2N<.+)G M,QE'HM*<%3"31%5Y3N7O,^!B,W9ZSO;@BJTR;0[<."KI"N:@K\N91,MM65*6
M0Z&8*(B$Y=@9'Y[9U,0A-O WXPV*B=/3&9+(2X,\9%.G3B(P@X)-HP4%$6, '. M#1'*N&\XG?:7!KB[WQ]_MKEC+@NJ8"+X3Y;J;.R,')+"DE9<7XG-
%VCRL0(3 MP97]DDT3ZSDDJ906>0-&!3DKZI4^-'78 2!/-\!O /[? H(&$-A$:V4VK7.J M:1Q)L2'21",;V=C:6#1FPPK3Q;F6Z&6(T_%IILQT>0WD4BB%5+/I
M+_)=TD+1NG4W4\@7(&_1=3T_)P=O#R-78RY&D9LTNL]JW?XKN@,R%87.%/E4 MI)!VX"?[\<=[\"[6L"VDORWDF;^7<
[E$0F\!\3W_*!+SS_#G\@)VKX&EB]X MC>]_M>_F$IG)!6+4;5>;;AG];AEF'!VHDB8P=I!8@5R#$[]!TQMX'[MJ])_(
MGE2LWU:LOX\]OH(U%!5TY5@#!Q9HQN(Z#ONC8="+W/6N^I=AOG?L#P>/<4^$ MA:VP<*^PKSC+,;:B2UG8H>RX/QB.GDE[&=<+@]$P[V?:7-
W1DD._Y!I D<<*^3,62NUN7!=F:PAI_*<;Z#0WRRYR*G2NV+ERHT FI9!
M>>8&GC=T<\H*9SXMC]V*^91O5<8*N!5$;O.W0N^Y#25E.122\8((6,Z<2_\B]D.9$4$&B3((JC\>X!JRS)#T./ZKH4[3IPD\W'ZFQ^7)ZY.YIQ*N>?:=
MI6H]<\8.26%)MYFZX[O/4)_0P/ 2GLGR/]E5;?M]AR1;J7A>!^L1Y*RH/NEC M?2$. ORW H(Z('@9,'@CH%<'](MH5\']([_M85 '#([M85@'#,MK7UVL\DJ'
M5-'Y5/ =$:;UIIF-4E<9K2\P*\PO;Z&$_I;I.#5?L%7!EBRAA2*7*P&@?S5* MD@\A*,HR^9%\(E\7(?GPY\>IJW1_)LI-:O9UQ0[>8$_(#2_46I*H2"%MQ[MZ

MG,U@@^?!7@56X T5YR3HG9' "WI=X[&'+V!S3GI>&=[O"__MX2$D.MQ_L_?(M'O[/-M.#G[P9'A\3WME[ZUKV&O&]DM<[3?R/?W4[\D5!+G]V#/*J@O:[H28- M7L@-36#FZ#PG03R , __K#W_H_=VE"Q,68L(B3%B,!&MI[C>:.^S:ZOF745C#U M1!2(O$NH-?Q4H9BP$!,6V:]2>7/Y_3-B[JY!ET.DP;0<#A]'^OH%OJYRXK5 M&5E! 8)FA!8IH:E^&C"I!#6/9@*/>]XAHZ&+UR$0RZ7&!V M&F'"8B182]BX$3:VWSIHRLRKB,Y^^5'NK+A3W8U?W1^=ZC#[C#!A,1*LI6[2 M])M8U7V#(N5B/ADD/VX@OP?1.;^THD[5A@D+,6$1)BQ&@K7D^M[^!=)[CQ>) MFHID&I46HM(B5%J,16O;/B@7^/;Y*-7)]Y.C"I(B>&S!"190N=DQ@X[63(F M+42E137M\!'1-8.*.]H%DQ=SLK::8*\F^,VF5SOB9"&8M!"5%J'2 M8BQ:6^V^5N._2[*&1ZW6H-)"5%J$2HNQ:&W;^Y*-;Z]&W/$GFJDGL@&1:,]T MU9U;*\CD()-XY]Z@G6^N[5V=+ VU)H-*B[%H;6G[&HUO+|+)YN;D&FH(P#*23W2\[5\X[I MH%GSG_\/4$L#!!0 (&BB5F=2Q-PQQ< -N> 0 9 >&PO=V]R:W-H M965TCN M=<4SLQ=3>P%3L,0*#QH0BNVM^?%+4K"@)J$FF+PS%Q-;(IX&1?5G'#X ;S^O MR]\V]T51!5^6B]7FYXO[JGKXZ?)R,[LOEOGFS?JA6&V_\VE=+O-J^]?R[G+S M4!;Y[7ZAY>(RO+H:72[S^>KB^NW^:^_+Z[?KQVHQ7Q7ORV#SN%SFY==?BL7Z M\\\7O8MO7_AU?G=?[;YP>?WV(;\K/A35WQ[>E]N_73XKM_-EL=K,UZN@+#[] M?/&N]Y.=3G<+[%_Q]WGQ>?/BS\'NK7Q_GQQM5NC8E',JAV1;__S M>W%3+!8[:;L>_ZS1B^V;^9AOBIOUXG_FM]7]SQ>3B^"V M^)0_+JI?UY_3HGY#PYTW6R\V^_\//C^]=GQU$

-]5Z62^\78/E?/7TW_Q+ M_8-XL<#@M07">H'P8($P?&6!?KU O^L"@WJ!P>$"TU<6&-8+#+N.,*H7&'4= M85PQ,#Y8H-][98%)O<"DZRI-ZP6F75>I=_7MD[OJ.D;O^<,^_+1?7^3;Q]WK M_'GWOGW@O:-/_+6?5N_;1][;?^:73[^^^]_]**_RZ[?E^G-0[EZ_]79_V$^@ M_?+;7_GY:C?7/U3EKOS[7+5M5U7Q29XGW_-/RZ*X+NHJ/+Y8O/]V\MJB^]> M_M.RJC=^^-U# M>0RW,%&7]9ONF;Z'$1V8_M7!VWSO<7=-=]*)>A*I>=H-VD9-ZDM\C-1,=LR/9=Y?:6R+K]5PY._5;H#TYN>9(R?4?EJNS;]DXSU,_\]JJX$5_WZ M1]3VHW&F=O\Y]?I[MM\I]?ZAM]\.9%4L-__;LHJ_/%F#=FNW,?;3YB&?%3]?M;+>V-D7Y>W%Q_9__T1M=_5=;-)!81&*"Q&(22T@L)3%)8HK$,A+3)&9(S$*8 MDR*#YQ09^/3K=[\7Y?9_*+B=;V;KQU45E'E5_! \%.6L6%7;[[2%B9<\-TQ(M+"(Q06(QB25/V&Z?8*OM=H5_O[YZ_19\-U\%'_9'*+X/_O7Z89Q?O/2Y4YO$(A(3)!:36$)B*8E) M$E,DEI&8)C%#8O8)&[[<$AZ$X\'T.6*=N)@\Q\7$&Q=/J;#[9_\/!887/S

UGSIW2]!:AFD"U&-425$M13;*:0K6LUHZ.'[N)H]%!#:I92G-S MXD4)J^?/B>=3AON=A-UIA;*8%?.'JG4#P*^='1>D%J&:0+48U9):FSIG"'O#M@PV%3J^2Z)HI5,M03:.:035+:6X*A$T*A-X4L$45(/)3K65'H%J&:J#7OI(G1(9,N0Z;HD!+5%*IEJ*91S:":I31WUC?-P9ZWMEW2PP;_<7;BP^/JM2M3^CS_9FKI!MO5!*K%J);4FIL7X=$V?Y=7273-%*IE MJ*91S:":I30W")H&8<]?(?0'05#\\S%?!.MR?C=?;?_P:5U^+/(R7\V*(+\KMBV+WJM:T0,N&]!:AFD"U&-626CMUA*#+JR2Z9@K5,E33J&90S5*:FQ9-G;#G M[Q.^K[O&NP+ABX,%)RXY*-GAP':)D0U@6HQJB6U=K!1<)@%'5XDT?52J);A MFD8U@VJ6TMPH:!J(/7\%T=UPF*]F99%OBML_LJV %A)1+4(U@6HQJB6U=N)(M1(<7272]%*IEJ*91S:":I30W'IK&8<]?.7P^K%A\>2A6F_;M K18B&H1JHE: M>WF&.FRYP"E&1TU:1AVVC)JBHTI44ZB6H9I&-8-JEM+?U-D#;Y/<3YTY^5(M0383'[;2P?S7L'^Q5 MQ^BH2<=14W14B6KJCVAM5TMFZ&II5#.H9BG-G?E-CS#T]PA/E@G\RY\][=''F M(*J)6CN\@<=X/#V<]V@IL.NP*3JL1#6%:AFJ:50SJ&8IS9W]37\P]/<'X_DJ M7\WF]JO@4]%-?'OZHPU"5!.H%J-:4FLOMPW&;<<%T%$EJBE4RU!-HYI! M-4MI;D0T;&WL[344ATOC"Y=MTKX ?AX# XR)7A&H"U6)42U M136):@K5 M,E33J&90S5*:&QQ-F3$\468LBQ_/>YNOQY\SLLRWS48]VD1/)3S6;'/D6B] M6.3EOK+T]+U=I#0W56^-E:=1>Z&S3]T_3!6TI(AJ M5B5$M0+44UB6H*U3)4MTZAF4,U2FILJ3>DQ/%%Z+(O#4"F^%.5LOOFSN?(T[L0]5'>TM8+V'5%-H%J, M:@FJI:@F44VA6H9J&M4,JEE*+)TOZ&I M?0UN7[D$P[_\V=.1?9XT^T!I]HG2[".E3_1DOST%??_\\M9_S?\D(-'WHU M M0S6-:@;5+*6Y:=%4+?O>1M9QU?*U"[?\SMFI06H1JHE:\]\%%ATRZ3)DB@XIM44VA6H9J&M4,JEE*V3]5C^QR;!&]=R2J1:@F;JW#L46T]EUV!0=5J*:0K4,U32J M&52SE.8F0%-O[/OKC:RW;CS_M24"B[T>A6H9J&M4,JEE*<].B:43V_8W(JH M"QV@94Q4BU!-H%J,:@FJI:@F44VA6H9J&M4,JEE*9Q]_C-UL! FYVH%J&:0+48U1)42U%-HIHZ\2O;"[X6>=F;&FB)$]4,MJEE*Y%/:O[Z)8^H^!H-5-5(M03:!:C&H)JJ6H)E%-H5J&:AK5 M#*I92G.CI*EN#L;D,1"TPXEJ$:H)5(M1+4&U%-4DJBE4RU!-HYI!-4MI;J@TM;="!OP;8],'SY?IQ5;7>$-=OG)TE:",4U<3@^(Z7O5YKS0,M>W8=-D6'E:BFM4"U#-8UJ!M4LI;D)T#0\!_Z&Y\F.%UKL1+5H<'ROQ=8[J@ATV!C5$E1+44VB MFD*U#-4TJAE4LY3F),2P:8$.N[= .Q3!_-JY@8%JT8EW>O*B"(&N3HQ"[E M]"913:%:AFH:U0RJ64IS@Z1IE]]Y<']G3'V:>([',I'SLX/M$B*:@+58E1+M4"U%-8EJ"M4R5-.H9E#-4IH;)F$3)B%X.'2(]DQ1+4(U@6HQJB6HEJ*:1#6% M:AFJ:50SJ&8IS0V5IF[NIWSLX3M&**;J+6_)>[HD,F789,T2$EMJBE4RU!-HYI!-4MI[NQO"[%#;X7L6]XVC^6NVQ7$\]7VO_/5G7]/A>RWW:!: MA&H"U6)42U M136):@K5,E33J&90S5*:&RM-RJ:*%XO]\WJ6_JUM=CC\W-FQ@I9,44V@6HQJ2:V]/&$]GAS7/-!!):HI5,M03:.:035+:6Y>-.W1 MH?_&G_)%3KRO<*_25 M^?[ES\X1M)2*:@+58E1+3GR*=OW[FZW]ER9_VS-^XMS 0+4(U02JQ:B6H%J*:A+5%*IEJ*91S:"; MI30W2IJ&ZHA\GOL(:JB6H1J M5B5$M0+44UB6H*U3)4TZAF4,U2FALJ81,JM)VZ&6E3!0[F>%<5MZZD9_^)GQPC:344U@6HQJB6UYI,.PN'!F9E.KY+HFBE4 MRU!-HYI!-4MI[K1ONJ2C4\^,=W=+@G\%W2Z\;MGYP':+44U@6HQJB6HEJ*: M1#6%:AFJ:50SJ&8IS7QB]X@' ^FA_F 5D$[CIJBHTI44ZB6H9I&-8-JEM+<>&B: MH&-_$[390+A]+.KGP[9& -H&1;4(U02JQ:B6H%J*:A+5%*IEX^.;L@Z/-[\T M.JA!-4MI;DXT-<_QJ5N+U@]+*;X\%*M-ZPV[_,39&8&6.U%-U-K+WZ>P=3<" MK6VVC#IJW8M "YFHIEM0S6-:@;5+*6YT[\I9([]A;?<8WN=E]36(MBH_%JGHL_;4L/WEV'* E3503J!:C6H)J*:I)5%.HEJ&:1C6#:I;2W&AI:I_C M*7G>^UZHEJ$:@+58E1+4"U%-8EJ"M4R5-.H9E#-4IH3*I.FZSGQWRZTTWD/ MOW%NEJ!:A&H"U6)42U M136):@K5,E33J&9JJ>2]#2PUK!L337MSXF]ORE./M@/4O?W9$H,U-5!.H%J-:@FHIJDE44ZB6H9I&-5-K[G6!5X/#?/AW=#LG89,/ M_F[GM$8$6N]$M0C5!*K%J):@6HIJ$M44JF6HIE'-U%J'K8A_1W-SMTC0W)_Z;@#8/DOY4M!N[\N[NR*/;/:/2=/? T<&J46H)E M M1K4$U5)4DZBF4"U#-8UJ!M4LI;G!TM0I)^1SYR=HD1/5(E03J!:C6H)J*:I)M5%.HEJ&:1C6#:I;2W%!I2J$3?RET?\<=WR$/M PZ>;6<=[A='J'#"E2+42U! MM135)*HI5,M03:.:035+:6Y"-'70B;\.^C(A@G4YOYNO\L7BZZY$WAH8:#/T MQ+J]>RC?!+WIZT\4C=#5$:@6HUJ":BFJ2513J):AFD8U@VJ6TMP@:8JE$W^QM]$-1SK<[,.^"]V7QJ2C+XC;XL+M4S7]L!&V6HEJ$:@+58E1+4"U%-8EJ"M4R M5-.H9E#-4IJ;+4VS=$(V2R=HLQ35(E03J!:C6H)J*:I)5%.HEJ&:1C6#:I;2MG%"9-LW2J;]9*C>;Q_UIG/I2^J[7T/O9<^,%U2)4$Z@6HUJ":BFJ2513J):A MFD8U@VJVUIP[6+X\%.G&1M,TG?J;IO5M.$[OV_B=LW,";9RBFD"U&-425$M1 M3:*:0K4,U32J&52SE.;F2=CD20CNVTS1CBJJ1:@F4"U&M0354E23J*90+4,UMC6H&U2REN:'2%%FG_B(K<:^P>HB7VT_#7G\0'C3[;_RKG>'1&R)G>#:A&J"52+42U!M135)*HI5,M03:.:035+:6ZT M- 74*5E G:(%5%2+4$V@6HQJ":JEJ"913:%:AFH:U0RJ64IS0Z4IH$Y/W96T MV5])7VRO['9"XMU5-/N=D]QV9HQ:#L5U2)4$Z@6HUJ":FFM]?I'.Q4'3Y)%MAU6HEJ&:1C6#:I;2W/AHVJE3?P/TU,[.COT>G7WXU^+;])R1@:MHW8<-45'E:BF4"U#-8UJ!M4LI3U-_/'5H"P^;:.A]],[\.+RZ.NB]U/<:_EZTOM)[K]^MV?#7;Q_RN\+DY=U\M0D6Q:?M4%=O=H^<*>=W]\]_J=8/VWWKB^#CNJK6R_T? M[XO\MBAW+]A^_]-ZNVU3_V4WP.=U^=O^[5S_/U!+ P04 "!HHE9V6"- M(<0% ?, &0 'AL+W=O9,D@SY+*S:J51V6X_5/O!) :B)C%K&VBE_?'K."$A3,80 M[9GY $GP>>SDO/CRXID>*/O,-X0(]"--,G[7VPBQO34,'FY(BGF?;DDF/UE1 MEF(A3]G:X%M&<*2"TL2P37-DI#C.>K.INO;$9E.Z$TF&^"Y-,?OY0!)ZMN.M9O>.%S_%Z(_(+QFRZQ6NR(.++]HG),Z.B1'%*,A[3##&RNNO=6[>!;>9D3I.O<20V=[U)#T5DA7>)^$P/OY/RAH8Y+Z0)5Z_H4)0=M.ST4[KB@:1DL6Y#&6?&.?Y0/XB3 &KP08))^S0B1.A/HG4L$CA/^'OV&OBQ<].Z7]U-#R/KR M*',LV5![!ME]@.^@3S<2&(R^+2-02[^OC;R[%!_IXR]8#/F@JJ=E'Y_6@ZTE M+LBVC\SAK\@V[4%+@^;Z\#]PUD>V\V*XJP]W2=A'UD2%.VWIN*+QCOEB[?[_M"P^N;+QCM36^D0JG$JZC>$XWX7[[*,NA1T%2_G=+(Q*Z* =FO?[MWR+0W+7 MDQT])VQ/>K.W;ZR1^:$MVY P%Q+F0<)\2%@!&MH9E!I9]"CSQ8X(8BNT"Z+ M!4?OX@PM-EA6T];W/6A1794""7,+V%#!\JG&?C8T\[^IL3_5 &2=/B0L ((U M-#"L-##4:N")Q2%!6*4"I0(7)HDF'%UD>>":-6#%MM5#Y PMX"-3O1@G6OA M7O,!)%4@1@6*G^A;]E69+DM55I2UU05L)N3YV+V MS4'SR;B0-7J0,!\2%@#!&@(85P(8;P7P)\,9Q\4"1B[!$._2F8^OZC+GVA9T M_5I"PCQ(F \)"X!@#4U,*DU,M)J8TVQ/F%H62R7@*(IS>>!$KG!#MB,1BH^]MANK7+\ID\DPFEC.PS[[L-_M"&T97>)EG,3BYX4A1$OL.H1 PEQ(F_<)\V^>C936V03B>0FS/QQ6A1K9M#'^)CJ;Y](NB2L=4&H9W?--"C-!:5YH#0?E!9T9H*.C'!K-

^L*"D^Y@?9Z7'"4>K7+2@SG*QGRW8 MBCGMV:36!:W6 Z7YH+0 BM940NU(6EKSZOIQ"/V+/I-$S4B>,+LT0(%:EJ T M%Y3F@=)\4%H16M*JS8NK<&K#%"@)B8HS06E>: T'Y060-&:VJD-3TOO>#:T M@ROM),=NJ54XH&XG*,T%I7E6B^\YL0;/AE'_VH)!2\')]P%&NF=UK2#.J>@-!>4YI6TMTR3=V).6K+>4&SZ?9 50K6M*H_9&+;TY,J=I*I,_$#3\KI]-0'I_W47JJE-U,[_8:N M9W56#*B/6M(:9O_9KZ;@%?]@M_"*UMP'57NNMMYS_8H9PWF?H1EK](BNV0>E MN: T#Y3F@](":*%I3*+6U:K^*M6J#6JN@-!>4YH'2?%!: $5K:J>V5NU+UBI! MJUT6H4/9VUR_6T=/[JP?2)I;TBR\3N8?;J(L76<_8;.,XX2LI*AQN'GL4W=6[$8O3@3= MJLW02RH$3=7AAN"(L+R_`Q%J3B>Y!54_Q,P^P]02P,$% @ ;*)62;@ MY1-- P 2@\ !D!X;"]W;W)K&ULS5==3]LP M%/TK5B9-3(+FJRV4M96@;%HED! =\(#VX*:WC8439[;;PG[]KMTT)%W)AI1)MO#1VXGMRS[DG[G5_+>2CB@$T>4IX]@9.K'5VZKHJBB&AJB4R2/')7,B$:IS* MA:LR"71F@Q+N!I[7=1/*4F?8M_>NY;OEIJS%*XE4#9P/),1<(BT@:!X6<$(.#=(F,?/'-0IWFD"R^,M^E=+'LE,J8*1 MX/=LIN.!<^*0&@*>/JSDB[3.;,F!B#DY4UAQNUB1M6P4SPE*B8R!7(M5P-**2"QS/@!^2^YA%,;G5C+-?H,@EK("3D(S3;*D5PN[< M>+B"9 KR1]_52,LDYT8YA?,-A> U"I"U2.@=DL+VGO"1_7A%O!AN&_#[PLX MBV(6B@:%HH'%:[^"]^4)9,04D&O)(JCE50MD/N!3E=$(!@Y^H0KD"ISAQP]<MU_N\CV5#8!7.8<$YM.CA:R7X'Q9YN,2WD+&&1.U5+VQ2O8; *NJU"_7:M8XI M*[;5@%D-]M'>8'4LEMFD5T/?Z[NK,IG:)944.T6*G=H4OX-,R,$S4(E;0IVE M:V'>6I2&P"J,NP7C[ONS=+=)]1H"]ZAW7*AWW*"E-UB^7S*LUSH.=UR=KVJ7M;=T*]OOZI,CSY"^;=8;]!%9THD7TF&_9=X)34T#]7&OU6N2W%JLAL(H(O4*$ MWONS>J])1H"]ZCG>R\ME->@V7.PZNZ\NX/O6=3K[+>Z7VKU_-H\;YAZ/)IC MBT=NJ+;5'F-141%=WWW5HKZU5$VA535X:<[\X/UYW6^TT6L*K:K@2ZOGU_9" M;W5[^.?>WF[YG5V_[UW6;>]8WBT==,P!\XK*!<,\.,PQ#A$\(.1FX/;9]% M9LV^4Z'Q)&6',1YV09M%^'PNA-Y.S'&].#X/?P-02P,$% @ .:*)6:J5 M CZ>" 56< !D !X;"]W;W)K&ULQ9U?<]I&M%,6_R@[MM,E,$M ?P$YMSR36[K8S3>N))^U#I@\RK(TF E%IL9M./WQ7(+,L MDI==]W3(0RPP]W>%[T%[=;B(LX>B_%+-A)#DKWF^J,Y[,RF7;_O]:C(3\[1Z M4RS%0OWFMBCGJ50WR[M^M2Q%,ET'S?-^.!B,^O,T6_0NSM;W79479\5*Y%E" M7)6D6LWG:?GUOT'N\XV-V-Y/U'?V+LV5Z)ZZ%_+2*M6M_I8RS>9B M467%@I3B]KSW+GC+XW$=L'[$;YEX]':V2?U4;HKB2WWCI^EY;U#ODR\=]{C4W&:MKG+YL7CX431/%CS)D5>K?\G#\UC!STR656RF#?!:@_FV6+S,_VK^4/L! 3Q M$P%A$Q"Z!D1-0.0:$#"U+]=M,Q2"?!13H81>;UXI M08BR%%-R+8O)%Y(NFJU9D4]%67U/Z)^K3'XE+Q(ATRRO7I+7Y"HM)0G4QJ?K MA+SX]B7YEO1)-4M+49%L03XM,EF]4G>]J0]9GBLE5F=]J9Y$O2O]2;/#[S<[M'#ZQP]=B^89$@UV,,3,5'9@W5XU!%.'<*#X9/AS![^ MZT2^(8/HR7#N\MQ/N\+[2C9;[81;[81K7H35SJ-T/O^L>.0G*>;5'UTZV"2/MNY/7A^BWU3*=B/.>.@97HKP7O8OOO@E&@Q^Z5(&$)4@81<(8$L9!,$-;T59; MD8VNM#6?]Y6[JG7SZO$@DJ[DK"BSO\6T2R\;X' -K%?@^XMP.-C\.^O?[XK! MFMI7#,YI*3(M0\(X"&94.MY6.G:N-,FJ:M5=W;CU9SZ)PE%X$NS5UIK,M[;M MI,-Q,(BBO<(BQ6^87J)(BSU.U M&"Q%N7EYO^RJ^B;#>*<.@7@]&.[5W+H?OC5W2DF1*1D2QD$PH^2C;-P%25?J?4G06V\GP7>20L0<(H$L8VL-&.0O<.2!R4SM# >*N!M\8'CN>X*E]M68K@"\K>!VUEN$$F9&V,X:CT]$X/#63,F12#H(9 MY3W9EO?$?;EN^K)B)2NIVOQL<==5XI..I3N(HGB\=QBW)O9]^;:3#HG+]]_B#F-Z+L/$>S8GQ?O4A8@H11)(PA81P$ M,U02#+1Y-#BF]!D!\D+2DN@-_JE,2B-HVBFQG8,R@!Q?MA0=@_X0??9?\U)!@=,2=.1:-Y:L/450^>^FI#.N>ET+P,2N,H MFEEM;4<&=C_2Z#[VS"B?!F3DUH!_4>WI!2:E$%I'$4SJZ^-R,#N1.K7>J86MEDK.Q4*28EF/P!STK.SH[ETGG>L$TOE+4+M%H;O%H#2.HIFRT09G8'+Y1&H306MB=-V],M')735(/V<$.K M?_?,WJ0]9QET=290R]4M*84F95:1]',6FLO-;1[J4U?\MZO+T'ZBY=06@*E M42B-06D<13.5HWW9<'34O@0Z50JE)5 :A=(8E,91-%-CVOT-7=U?GY6H8YYS MW/5FCSVYMR@U9H-

H=8LE)9 :11*8U :1]',#RUJ:S9ZCC5K.1F.VOYHZ|.* M4$.V(V'[+))"BMEG7 M*C?V8^@N[B"%YF10&D?1S&IKYS)R=2[-
\PGR#WGN1(@]HV]+"*4E4!J%TAB4 MQE$T4U?:)8V&QSSMB*!^*I260&D42F-0&D?13(UI/S4Z,.?ZK*YDY#@18D_N M+0JH 0JE,2B-
HVBF*+0!&KD:H$\M:'[OW-C3>1]IH 8JE$:A- :E<13-%)6V M8J.3HZYF4*,62DN@- JE,2B-HVBFQK11&QVZ^H#7%43L-&_-G+;?8>FZHD<" M34NA-
:E<13-O#R8]E1C5T_UJ77L^6\,V5/[:@=*2Z T"J4Q*(VC:*; M*,; M!\=(72V%DI+H#0*I,&X;7MW M3$FB+_GA6:E4!J#TCB*9JI!F\:QTVCM?VALH;8PE)9
:11* M8U :1]%,%6E;.#[JF&T,';.%TA(HC4)I#$KC*)JI,>TRQXTO,L6%?B7U!+ P04 M " !HHE95JK27ID# ?%P &0 'AL+W=OT?!P1D425 MI.UDV(\?
*5[F2.1DS\6#3 4>0VRZAXNH64[Z>6:QTOW+'[1)D+]FQ2T'M8@OJK6 C=LVO*FF602\9S(F S MM3ZX-Y'K&T'YQ-\,]O*D3W M"FK5,8WPM'VD?
RPGKR>SHA+F//V'K54RM:XMLH8-W:;JCN__@&I" \.+>2K+ MOV1?/>M8)-Y*Q;-*K$>0L?SP2Q^K1)P(W. %@5<)O$L%?B7P+Q4$E2"X5#"H
M!.74[9I33._ONE6N>+Y6:A+)?0=YG6J=FP!KT,37.A[0(A8$V6BL=X08M\?H'<"UZ4A]WR M$&(=W2WE?HL\ND#N#MKDMC:E=L:KG?%*GH_KS-
&8+W]J'OFD()-?VYPX! _: M@YOR=",+&L/4TO5'@MB!-?OEC3MT?F_S!1,68L(B)%C#0;]VT.^B-QPL:MND M,;O-D4Y87T<.L$$),R^+WN@S:2&-1)##]3
M^/UZ9SE3C*;I$XF?T]N6SN!L/,-1X%Y[WR5AWAF^[]K%A$5(L$;;!W7:!YUI M7X)@(,GM6;WY\AFR%8C6FM*)[+N",6$A)BQ"@C5\&=:^#%_SK3#$=!
3%F+ M(B18P\%1[>#HPH)6O@G>5U]+A&Y5P@7[M[68C6C5^S.HTQ'<2$ MA9BP" G6<-!UGC>$#N97:S>MKRD5K>LKLMK*88:-L&C-E)_LP=T?
I#S+>'Y! M">OF]$XV)BU$I458M*8CSWMQ4UWWR[J[AN5%J+2(BQ:T\?G';B+N@7OIO7V MY7Q+W+H%#5'#1EBT0\KMD[-%.HH7Y7'C MBBO%L[*9
-7_'>8!?7_#N3IVS EF?28^^Q]02P,$% @ :*)6:E=77M- M& 5J$! !D !X;"]W;W)K&ULQ=U;<]M&FL;Q MKX+2;NW.5"42 ?#HM57E"*?
&467OS%RDY@(F88D5BE0 T(=OOR %$6P2:@'. M?\NY2&19^+V4:3U!@P^:;[]N\C^*^RPKM6\/JW7Q[N*^+!_?7%T5_OL(2TN M-X_9NOJ=SYO\
(2VK7^9W5\5CGJ6+_4$/JRMC,!A?/:3+]<7UV_WG;O/KMYMM MN5JNL]M<*[8/#VG^_;=LM?GZ[D*_>/[$A^7=?;G[Q-7UV\?T+ON8E?]XO,VK
M7UT=E,7R(5L7R\U:H//[R[>ZV^2F;$[8A5_UQF7XNCC[7=M_)IL_EC]PNQ M>'?_N8GJA+;+/Z795?MA\];+Z&QKMO/EF5>S_K7VMOW9PH+(I/]OZ\].M
M=WZ^]>^3G7GY_TI[_P5T]_X_<_+E9:IM=O\\U7+=]]?>7M M/MC_S.V/KWY*ENM=/'PL\^IWE]5QY?7-9OTER\OEIU6F?<@6614^NP]OJQ_2
M+,^SA?:QW,S_T-)U_='l9K7(\N*_?O/I;+\KOW-RLITN2K^KOVJW:9YJ9G5 M!__X;&E_^\^_O[TJT>XFW,UKQ^.^_1HC!
<>C:Y%FW5Y7VCV>I$M6HX7ZN/- MUXX/U,?/%,=?57^RAS]>X_F/]S=#"?K;U:6FZ[]HQL 8MCR>&_7A[[=WE]K MV!]NMAQN=9ANZB\>;JL/CS=?
J@<_W1]NM!SN=#E\\.+A;H?O7?'@O>Z'MTT7 MZL_,9H_5X8,7GSB_^^%M#S[X:]/#OS8]ZG"X,7QO>JP^W,KFRBUAYFBBSA^+?
+=_,;T_#A^W#=R=W;XK'=)Z]NZC. MWHHL_Y)=7/_7?^CCP?^TI0&)621FDY$A#8BZ)>20F2,PGL8#$0A*+2"PFL03" MI P,'C)LJ-*K#'MXJ-
92Q3ZIED6Q;3VY^4V)],TB$K-(S"8QA\1<$O-(3#QA MHSVVNV3PY7IJ&F-CJK^]^G(<,^30H./0D!P:D5A_AV,)OK -.5O((%F2MDP M.F3#J'LV%/=I-
4';,,NBK,YHENN[MIQ0@GUS@L0L$K-)S"$QE\0\$A.CEA]9 MW32'DY.<((<&'8>&Y-"(Q.+S[V TF@YFLY.<@&9*.3$^Y,18F1/VMRR?+XM,
M>\R7\^P7[3'+G^)"^]MRK5F;U2JM5CV'S[9=O?E-.;%O<)"816(VB3DDYI*8 M1V+B"=,.HQ^!V>7IV04Y,>@R,20G1B06DU@"85*P3
!!,E$&R^TVG]^G5;"D M=W=Y=I>667T:TI8@DY:@G)FSDZ2_4W8[AP(NB7DD)C,]& Q$(2 MBT@L)K$$PJ2LF1ZR9JK,FGC[*DZ0]E\?
E[IO'PQ9'J6-/IT/!R/3I)&.:]O MTI"836(.B;DDYI&8(#&?Q (2"TDL(K&8Q!((DY)F=DB:V2N75=9EGL[+;;K2
MRBQ_V&7.US3/TW79EC9J;*1]SZK55=LJ2'E@W_PA,9O$'!)S2HC^R=2*1FHYJ#:BZ]>:@F4,U'M0#50E2+4"U&M832Y$0RFD0R MU!=\LE)[S#?
S+%L4QR]4M;X\55OCXU<$!KM_3L^&E#-[9P^IV:CFH)K;\N=[M\D?KH0,%JOFH%J!:B&H1JL6HEE":'"A-&UA7%O6J4YPB765:GMTMB^K,9G^/
M4E&F9?:0K4MM?;B^O$B_MZ^XT,(OJEFH9J.:@VHNJGFH)E#-1[7@E1^.\>"E MQ_1^DZO7M*H\]9MBODS*N/JT^UI'2ZIU& MI&:AFHUJ#JJYJ.:AFD
U']6"5B5$LH34ZAIJ:LJWO*\6;]:SJ?:[;52<_N1LWN,82VDU'-0C4; MU1Q4J@E4\U$MT,\;^;HY& U/TCN4T)8TJMFHYJ":BVH>J@E4\U$MJ#7I
MWJ]Y>@TD] :-*K%J)90FIQ)315:5]>7__=0!GK*II?KB&3!\@:5+%2S4TXDVU)WH]X=:,3+/#[>S* M%\C47M]$0C4+U6Q4/+K9/AZ&2?* ^=*5#-1[4
U4)4BU M1K6$TN3T:5K4AKHHZJ3+ M7/N2KK;[\Z#R/FM)(6VU3#\M5_M=XE]YZ5X]K7:@F:DW:.VYJ#D\OAOCHU*#CU!"= M&J%:C&H)I_?
J^$7[59]]1=M)J.:A6HVJCFHYJ*:AVH"U7Q4 M"VJMYP48M*>,:C&J)90FYU#34S;4/>7WB\5R=_=HNM(>T^5"JY8X_1Q65:_ M?
G6Y@$S:54N<1VE@V6OJH M0_R?)I':149U5Q4\U!-H)J/:D&M38^>>?-2/[T] IT9H5],:@FER3G35)$- M=0E3[/=!/5/58?
3'+22C&I6K4GWWAA#4]=/J@E4\U$M:'GN MS9EY?ED9;1:C6HQJ":7);Q+<-(O-KKLM;]?+XY!I"Q6UU3=44,U"-1O5'%1S
M4;\QM&)/IR342'QT:=!L:HD,C5(M1+:$T.5.:MK#9JRV<%O>[W75: M P5M"J.:A6HVJCFHYJ*:AVK";&OCGKZ_'CHRZ#(R1$=&J!:C6D)I'1]@6
MHUI":7(,-CFHUJ#JJYJ.:AFD U']4"\WS;8\-L>;.D$!T;H5J,:@FER3'4%(I-=:'8 M_G.[NU=R?SJSGN_NJ"S*UT,(K1*CFH5J-JHYJ.:BFH=J M5\5 M^1-/:>GXU
M)+WR-1@-9N;)C9KHPX]1+:$T.7Z:%K&I;A$?UE-UA>_%)17:&T8U"]5L5'-0 MS44U#]6$>=[>WKTI]>F2"]T-=Y#9HC,C5(M1+:$T.4R:.K"IK@-
+%V>RA?9Y MDVM%5I:KIS>V:M^UYO63';0BC&H6]MFHYJ":BVH>J@E4\U$M^!&M_61G>K9T MTXV9/AV>GNR@-6)42RA-SJ>F1FRJ:\3_/-
ZZIOL^-6JU=P"A96)4LU'-0347 MU3Q4$[4F7589GUU4\=&A@7G>)6X9&J)#(U2+42VA-"E=ADV7>/A:E_AP(V;W M&Q749M]L034+U6Q4=ZJ&:0#4?
U0)4"U$M0K48U1)*DS.H MZ1X/7^D>__!;QZCAWD&$=I%1S:XUZ7_6Z_?5Z^]J+W> MD8+VAU'-1C4'U5Q4\U!-U)HB!'QT8- R<#0[O^Z"#HU0+4:UA-
+D3&DJP4-E M4?"OK'G(/N,-JEFH9J.:@VHNJGFH)E#-KS5Y0Z'!Y>DVY>C0$-4B5(M1+:$T M.8>:0O%072BNWYLE/VPID1^MF5X]ST%KQ:AFH9J-
:@ZJN:CFH9H8GE=W==TX M?Y$)G1UTG!JB4R-4BU$MH30Y99J\%#=%_ZX_53,\^7C;A-B[7VUFGKJUOP> M90^?LOS?
K=F"MH51S4(U&]4<5'-1S4,U@6H^J@6H%J):A&HQJB64)N=44RP> M/G4-S1=RZF:S_I+EY?+3*M,^9(LJIG;58NTVSSYG>5Z=$>W?RD%+U_5']YO5
M(JM6;/7]$+^'E:>),GLHVC,-[2.CFH5J-JHYJ.:BFH=J M5\5 M0+42U"-5B M5$LH3;Y5TP?OFQ:T[G-:AN,_O;U7?-&!A#3:QWV|"_O@Y$>\RH9J&:
MC6H.JKFHYJ&:0#4?U0)4"U$M0K48U1)*DU)JU+2B1X.?N0XKJ)_SO:%\OIM?%H32FGU3BA2LU#-1C4'U5Q4\U!-H)J/:D&MZ8.C MY
MJ@E4\U$M0+40U2)4BU$MH30YF)JZ^6C\4Q=Z:#4=U2Q4LU'-0347U3Q4$ZCF MHUJ :B&J1:@6HUI":7*F-
=7TD7K/ZYNC/=GJK6LJ.LPFMF*:,A6HVJCFHYJ*: MAVIBU&G+:W1FT&EFB,Z,4\U&M832Y"QI*N$C=27\X]%.CV=;6[>F"KJ;-:I9 MJ&:CFH-
J+JIYM:;^F13H3!_5 E0+42U"M1C5$DJ3TZ>I@(_4%7 G7>;;E^-= MK<]3J,=&U^HO;,)+8BCFHUJ#JJYJ.:AFD U']6"T?DFW+K1LC$3.C5"M1C5
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72R<9*/#@VZ#0W1H1&JQ:B64)H<)TWK>OS*WM:'%^3WRZVTN-^]3M\: M*&BW&M4L5+-1S4$U%]4\5!.U]MH+X#XZ->@X-
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5WJL7I/[*YOP:IF>N<.6HI&-1O5'%1S4*%*58-6N[US"*U!HYJ- M:@ZJN:CFH9I -1_5 E0+42U"M1C5$DJ3TZJI08]_:@UZC-:@47K\>RGK@G1,C:J6:AF
MHYJ#:BZJ>:@F4,U'M0#50E2+4"U&M832I$R;-)7MB;JR'6>E]IAOYEFV>/T5 M0;75-Z%J33H#-
UN**18ZUD8U!]5<5/-03:":CVH!JH6H%J%:C&H)I:@F4,U'M0#50E2+4"U&M832Y$QK M6N<3=>O\0U:D58;EV=VR*/-T_W;B19F63Q?;U]O=&=CN=
<%%^KWUIETUWSNT MT#8ZJMFHYJ":BVH>J@E4\U$M>.6'PQR\]/<^1!]'A&HQJB64)@=4TV*O/E2N M!M-OKZ\&E43O$"
(U"]5L5'-0S44U#]4$JOFH%J!:B&H1JL6HEE":'$Q-J@E4\U$M0+40U2)4BU$MH30YTYI^^T39-2WK MJT&TP(Y%JK9J.:@FHMJ'JH)5/-1+7ECD6
VB9754BU$MH30YH)JR^J33 MGMU/IU;*)2%:0TCFH6JMFHYJ":BVH>J@E4\U$M0+40U2)4BU$MH30YTYIZ^T2]M_C)
M=IM'[YG2&E%H6QW5+%2S4IH0^59?0?VA+8+79.X/05CJJV:CFH)J+:AZJ"53S42VH-6EO MO/800@OGJ!:C6D)I<@@930BI]R473QMW%D=O+J=>?
JF]W@&$5LA1S48U!]5< M5/-03:":CVI!K1WO(#PV]-'I!L+HT C58E1+*$V.GZ8;/E777V]%4BA?9%,?
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M91J16:AFHYJ#:BZJ>:@F4,U'M0#50E2+4"U&M832Y$QKNN13]2[H\:%96:_U MGMZRH36?1F?W:9%IZ=U=GMVE958O EL3:GJV M^M.GX^%X?
+KZ0\O=J&:CFH-J+JIYJ"90S4>U -5"5(M0+4:UA-+D[&G*W5-U MN;OS[71JI_>9$=KK1C4;U1Q4&Z)SHY:Y M(]T<&D-
Y:MSY\274XY.3P&B20%WNMK]E^7Q99-ICOIQGOVB/6?YTX>?X-I/F MLZTWG*A']{X)M.]=:U/IB= OIR=/F(U.=5#-134/U02J^:@6H%J(:A&JQ:B6 M4-
I3)%T5]UE66FF97K|]R/*[|"9;K0IMOMFNR]V0H\]JU9JJBBS]S7OCXNKL M\Z[^QM-;/B_T-
WJ;YP/]3;C__%4S]OKM8WJ716E^MUP7VBK[7#V$P>5NO[M\ M>7=_^$6Y>7QW407SITU9;A[V']YG:;6LVWU!]?N?-YOR^1>[5\W^1_[:_/Z
M_P!02P,$% @ -;*)6;7A>#O.$P "ED! !D !X;"]W;W)K&ULQ=UK;]O(H<;QKT*X!SU:X-06J9N=)@:2\'YG@G8++,X+ M1A[+0G1Q2=K)?ON2LFQJ)'HD;?
^%W^S*MN8WE&4]X5!\Q/<_5L7W\DZ(2ONY MF"_+#V=W577_[N*BG-R)15Z>K^[%LO[)[:I8Y%7]93&]*.\+D=^'L!RWF%T:O M-[I8Y+/EV?7[]??
2XOK]ZJ&:SY8B+;3R8;'(B]_B?GJQXSY&U]FT[NJ M^<;%]?O[?"]^BNKO]VE1?W7QHMS,%F)9SE9+K1"W'\X^ZN^RT;@9L+['/V;B M1[EU6VL>RK?
5ZGOSA7?SX:S7;)&8BTG5$'G]OT?Q6; 9>[X:O#+C:#+@Z=@:] M]_S,]8X>\0)D[SW;KVV6_OQTZT<_W_KS$Z[O/N/&Z+4AST^Y?O1SKC_Z?K>
ML_[JD.>G7=]{WE\=\OS$Z^MG_N+I=;5^49IYE5^_+U8_M***Y?^TU-]:O[/7X M^K4X6S8A]+4]ZI_.ZG'5]>?5\E$4U>S;7&A?QC(YH(ZZYF=91((I"W&A?
]]7D MNY8O-[?N5O,;493_JUG_>IA5OVN_F*+*9_/R+]]?M30O*FU0W_C[5U/[Y7_^ M\OZBJK>PF>=BLMD:[VEKC%>V1M>BU;*Z*S5K>2-N.L:'ZO'!0^-
C]?@KQ?B+ M^C?[\NLUGG^]GPPE^%7U>OCG8/C:Y_<<;KP[T#O_>' MZII\ MT#UYI_OZKKS/)^+#6;U_6HKB49Q=__E/^]CWMZXD(C&3Q"P2LTG,
(3&7Q#P2 M\TDL(+&0Q"(2BTDL(;&4Q#((D])U\)*N Y5^;<]^UA$Z62T6L_)I49Q7HBLG ME-V_I$S^B06D%A(8A&) MQ226D%A*8AF$2?
DW?,F_H3+_S.>]R-5M?6.VG-996%:E]LMLJ9FK^3PORJXU M^">E>FH6Q<[406.6-\S(P).6-*8AF$2;$V?HFU M\7&QMGJHRBI?WC2[9[?YK- >_F#V-
Y'T^Y%H95W>2$Z]|:4\YP:?"1FDIA% M8C:).23FDIA'8CZ)!206DEA$8O$3IAM;"3D\-W8"DIPQ):$,PJ2 O'P)R,MC M
E*;S_)OL_GZK>0#RU:E=VH0DIA)8A:)V23FD)A+8AZ)^206D%AXN;>2N7D+N2AER7T55S<5"U#FWWL'KBC6E<&JL
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M%J!:B&H1JL6HEFPTZ9#AH+|[S#!%)\TH38Y.HXU.0QF='Z?30DQW@G)UJY7K MDY]7]TT;[?!9*^I)3LY+4C-1S4(U&]4<5'-1S4,U']4"5
LWVO91N6%__T!@ MQ]WT_GCO?G''_0RCMW^0K^.^HWH3=^^7H@\VHS0Y0=H*AZX\A[E9$U?%;-+L
M^CTMA)_V_#KK99_4ULDAA78R4,U"-7NC;>^VC_HC^<_*Z;A3?SS<^>-ST0WS
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M9XIJ&:7)&=A600QU%62]F_?7YM(7ZT\?;=XHR==7U!!'OFFB]D^.0+3Z@6H6 MJMFHYJ":BVH>JOFH%J!:N-
&VW[\8#$?]G3B*.NZF]X:#WDYQ(NZXW]5XV-O] MT*J.N]63CD?ZSIG,Z&/-*$W.+:/-+74/HSFZUWP,5;U_-EMUGKZL!DX.)K1C
M@6H6JMFHYJ":BVH>JOFH%J!:B&H1JL4'7NB;XWE=1^_0[4A1+:,T.1[;HH>A M+GH\?R+5;Y%8?!-%YQ4WU,3)
8GV.U#-0C4;U1Q4;V:F\)343U2Q4LU'-0347U3Q4\U$M0+40 MU2)4BU$M0;44U3)*D_,VK:L8ZKK*L1^7KV9.#D[T*A^H9J&:C6H.JKFHYJ&:
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4,U"-1O5'%1S4,C[UCFKNRT?'_/9?+T_J @HM->":B:J6:AFHYJ# M:BZJ>:CFHUJ :F&_X_I!@UY?UW??3T:GC8^=-D&G35$MHS0YZMIF2U_=;$FC M?
S[76@X?1$2[+:AFHJ%:C;J.:CFHJ':CZJ!:@6HEJ$:C&J):B6HEI&:7)X MMMV6_IMV6_IHMP753%2S4,U&-0?57%3S4,U'M0#50E2+4"U&M0354E3+*$W.
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UFKL)NX_3HEZ(BP.?GZM&3PT^5#-1S4(U&]4<5'-1S4,U']4"5 M1+4*U M&-425$M1+:,T.4;;+LU ?\MCF0.T:8-J)JI9J&:CFH-J+JIYJ.:C6H!J(:I%
MJ!:C6H)J*:IEE";GK='FK;JW\W6])M=6MTUS<5$OV,MUOAYJ+*K5DW,4+?*@ MFH5J-JHYJ.9NM.T27/^JMW^2G8=.ZZ-:@&HAJD6H%J-
:@FHIJF64)D=DV]$9 MJ*^#_EN)FXUZZ>8/%2S1]$L\6<34:C7]6CQ!M5,5+-0S48U!]5<5/-0S4>U M -5"5(M0+4:U!-525,LH30[1MGA3WWS+=?T

S5M2,U'-0C4;U1Q47SX};R:-\(U4Q4LU#-1C4'U5Q4\U#-1[4 MU4)4BU M1K4$U5)4RRA-#M&V;S1XT[!1 .T;H9J):A:JV:CFH)J+:AZJ^:@6 MH%J(:A&JQ:B6H%J*:AFER7G;]HT&ZA[":6MYM'N$:B:J6:AFHYHSV+^J27\\ M[.TNY=%.$:KYJ!:@6HAJ$:K%J):@6HIJ&:7)J=C6C ;JFM'G3\F?_W1IZ.._ ME>KE.]HM0C43U2Q4LU'-0347U3Q4\U$M0+40U2)4BU$M0;44U3)*DX)SV#:5 MAKVW7+X/T4H3JIFH9J&:C6H.JKFHYJ&:CVH!JH6H%J%:C&H))J6HEE&:G+=M MI6FHOCS02J(%)52S4,U&-6>C26_%7XZ'.\MW=$X/U7Q4"U M1+4(MU6)42U M1;6,TN14--145!>//JWRXJ;I'9FS0DRJ5:%>Q:NUDW,1+1RAFH5J M-JHYJ.:BFH=J/JH%J!:B6H1J,:HEJ):B6D9I-L?BJ:/AE<[M9W)_5D|[A-ZT4CM%Z$:B:J6:AFHYJ#:BZJ>:CF MHUJ :B&J1:@6HUJ":BFJ990FYVU;+QK]P7J1]EC_I#-"T8X1JIFH9J&:C6H. MJKFHYFVTJZVU8^_B< :J%J!:A6HQJ":JEJ)91FAR-1AN-ZH[1QX?I M0[U\-WJ&H=T7L\?F[,W[>3W?P>MRJN&3(Q*M&Z&:A6HVJCFHYJ*:AVH^J@6H M%J):A&HQJB6HEJ):1FERE+9UH]&;UHU&:-T(U4Q4LU#-1C4'U5Q4\U#-1[4 MU4)4BU M1K4$U5)4RRA-SMNV;E3?5.VZ_IH7S2I>F_R;[-Y$Z&'WI=7@R=' M**F9J&:AFHUJ#JJYJ.:AFH]J :J%J!:A6HQJ":JE&TVZ!.S>*0,9-:<?!=57]^A5 MD5#-1#4+U6Q4OO7[337K^_SZSZ=W+ M%]7J_L.9? J9]6U75:K&^>2?R>I>VN4/]\]O5JGK^HIG@QZKXOGZ8U_\&4$L# M!!0 (&BB5E\04N0>P0 %D9 9 >&PO=V]R:W-H965TD[3HPY>4%-%N)'H3R_"-=9Q_9L@9?1{]WC+-*%8 $CTE<2HFSDK*]:7K MBF %B2\Z; VMN)@//&E.N1+5ZPY^&%NE,0N\;R^F_A1ZDS:^<2+9 M.E\[?V!2LB3?78$? M&ULK5A=;^(X M%/TK5G:U']*4? ?H E)+N[LC36>KHMUY&,V#22Y@-8D9VX'VWX_MA!!*XIU, M^P)VXGM\SK%]N6:RI^R1;P $>LK2G$^MC1#;2]OF\08RS =T"[E\LZ(LPT)V MV=KF6P8XT4%9:GN.$]D9)KDUF^AG]VPVH85(20[W#/$BRS![OH:4[J>6:QT> M/)#U1J@']FRRQ6M8@/AW>\]DSZY1$I)!S@G-$8/5U+IR+ ^=NJ +TB\A(!'FC MC924):6/JO,^F5J.8@0IQ$)!8/FU@SFDJ4*2/+Y6H%8]IPILM@_H? VKQ4LP2 M*""YI5P9)!1O+R M&S]51C0"O+ CP*L"O) 7P7X6FC)3,NZP0+/)HSN$5.C)9IJ:&]TM%1# MT6\W(#!)^>_H BWD'DL*&4U75=@_6[567+T[Z7^:@VP)(M\\3.R M$=]@!GQB"RE(T;+CBOR\).]UD!^C.Y]++4>W>0+):;PMC:C=\ YN7'M&P!N(M!\AWWR'A? PV/N;P!6QEN*/# P,=OUX<7^/Y77B=AG[^((>B]P(R_J6%YW6) M&[3CJM1PR;)Q&!B70*[7H-0% Z\%ZS+4:,FZS :C*-VVE%-.^1' M^P%4ZI=,D4P,@LDD6^ 4?2 KHP3S)"/T#)AQ%*"L/*U>@!+\W'K>OP_)+9%0 MU()SXL.P]F'8UP&SDN%A]SO&@W3BDNL< MZP"GYQ'XB^%_ ":T0/OZ('7 M<^%E?;P"HFRQ48SS6-;8'188D7M;X)TEO0O?#_UQ>P)PCU64:ZQ0_G^5OU_P MF]95%5HSXWFC@1]VZ#V63&[OF]D2W"[*B-9;U'E]=1$X'76*>ZROW-<66$:) M1O#>$EM*-F?PD0EX8=7,C[_3 U #Y?D6I.'34!/6_!+-O M4$L#!!0 (&BB5G)EJ=L0 , .D* 9 >&PO=V]R:W-H965T//6@KL0VPG3:LMS7A_:>W$Y_C<>WV<.UP)>:,21 UW*<_4R&NTSH]]7T4) MIE1U1(Z9>3,7,J7:3.7"5[E$&CM0ROTP" 9^2EGFC8?NV42.AZ+0G&4XD:"* M-*7R_@2Y6(T\XJT?7+%%HNT#?SS,Z0*GJ+_D$VEP?LT2LQ0SQ40&$N>8%5A!PC;2FH^5OB*7)NF8R.VXK4J_>T MP.WQFOV="]X$,Z,*3P7_RF*=C+Q##V*44W'0RE6(.UJPV8'+E2' M-N)89JLRU=*\90:GQZ&6K*N'H%^S U1R8N#%K,X1UE$JXI+]SL4VY+H."]I)G&>.AK M(]T**-*YDDI,]PA\P@N1:83!>=9_!#OFY#KN,-UW"=A*^$4\PYT@]<0!F$/ MGH,/*J$250MUMTYIUU'W=E!?LHRE10K?+C&=H?S>%&TK@W7BL8^_N"OUGRP3?/AHH7&A,56,4O7\01;^.HM^:Y?,[ME!%3"+ED$<(>R^!,<$ZE@AQE6^3S]"Y\B3< M"_K_R)!/P$GPI"7)YF-_VK\&OV'*BO&A*X]V.(]>L+G[2>B/_HB\KLD?&?%@> M?ZO[2%$N7(<E(!)%ILM&I'Y:]W%OR^YEL[QL B^I7#!S\#G.#33H')C+6I9] M53G1(G>]S$QHTQFY86)Z491V@7D_%T*O)W:#NKL=_P!02P,$% @ :*) M6=5$ZY]# P L H !D !X;"]W;W)K&ULK99; M;],P%,>_BA40%VDTMS9M1QMI5^!A,*UB/" >W.2TL9;8G>VT(/"A.7;2M*-M MIL%%>$MOQ.>=W_K]DC%9"WJD,0).?1<[5V,FT7AR[KDHR**CJB 5P_# (3LJ : MNW+NJH4$FEJC(G<#SXO<@C+NQ",[=BWCD2AUSCA<2Z+*HJ#RURGD8C5V?&<] M<,/FF38#;CQ:T#E,0']=7$OLN8V7E!7 %1.<2)B-G1/_^-0/C8&=<+.=#ZE8\&T_(<5\[=9J8QG"[O?9^:9/'9*94 MP9G(O[%49V-GX) 49K3,]8U8?80ZH9%3"%BD@S& [V9ADW56B,1JY&6A/336JRTXHL.$ V)%>"ZTR1"YY" M^M#>Q2R;5(-UJJ=!J\,)++#HD](Y(X 5=\I*X1&54@JI?+1'"1LS01@@/16@1 M@'P_F>(([L(? ^[2H''?W.S9'\U@M:)C!\^> KD$)W[UPH^\]RW8W0:[V^8] M_EP64Y &>F*5.")?2]TTKCGC*5:50!>G9(.8R6,91U^^. MW.4>M%Z#UFM%^V9/%6IX@KL4;PGR05*N"6YU()>427)+\Q):@3<+O0^Z"N\' M6]1=OQ/LIXX:ZNB)@EIL3*--OVA'/S^*HL%^E'Z#TG\6 3> [7I5T09;D&$G M/, X:!@'3Y3K%@_/(VH-=M1ZUQWT#BSLTUQ(_(&>[LPZCC]_Z"=K>*B +DW)9* MBB2BY+JJ)YK1IAP[J8J0S?2JEKNB$N]? 17*8H:G7Z:-@LBJ/JHX6"UN23(7& M LD[?3?[T@IJF4K6K*I_6*3U#W/ MD?<<3CQ-CXP_B!1 DL;H!3@UPS@'>,P"W!K@O]>#5 .^E'OP:H(N5F? 7@0NH/,I9T?"E36R MJ8&.OD9CO+)2)0)<_$RBS_M,?B%O0I TR\5;W4U/B.=1NS+C>\Z+:L_/,GERURTJ9"A*5"20=^+ ?/^G! MFQB_)HC.4Q 73B_A"G;7Q+7>$<=RO(]+%\.=[N._^\1__9>RL8;I-1KN9S MG^-[319\^AW1Y(.$0OS=E0B5*Z_;E2JB-V)'8Y@96"4%\ ,8\Y]^L /KERX5 MAB0+AR2+!B)KZ>4U>GE]/,_F*0Y$5JIM58J/E4**J5$ESH5<:")U1OI,/?\ MP,4!W9BU8N W,?![8[#"%U56 M;M^1+93 ,1RJWM$$ZVTF)*? J748^W4*Q!MZ9IKWLKTW3(XPJY7&JRTD"![R6[_"2+7MK22_E:W-S2+)P M2+)H(+*6+I-&E\GWJR63(? 4:DBPU9R.NPK2_LFZ7=L1ZJ3E\WDU_I]\\$MY1OLU*0'#;HRKH>88'D5>==323; MZ=9RS20VJGJ8 L4&41G@\PUC\FFB'#3?/^;_%!+ P04 " !HHE9.]GH M@@,$ "3$P &0 'AL+W=OXTQMBDENA8ORV#T/%VPO,Y+#/4=B3RGFS[>0LO?F_<*6*JP6VW$=8E6%\,Z$F*,[99H*]%N>0-*CC\QZUS,8 MV"K?)FGO)>E;S^AXAY^1XWY GN-Y??F8U6LH+I'OE/))7SIF>02QDE?1?4,R M? G,'_=+/_ZD[^/63NAQ]E$#%MYZQWE;>DWYO772N18%C6%JJJ@C@CV"%;W]Q MI\ZO?=S&-(M&,NLPG31,)R;W\"9)B"Y+.$-<%XX+MKW8"T!8")!]& {UV0S%6 M9M/23-?MQW V] M=(QF0^E49D&+CNO-3_&,%+.#9]K@F1KQK%/&Y84$3E&F2?4QF9[<9'=RDL7* M&&? H$S6260?)58/DRHCD0=4G!$^J7>G'850/G2)7)U,D<$]GR$@A.SAF#8Z9 M$<<7S G>9%#-#Q,8H\]0,+.327^"QFBFJXT1LJYK1 MC8@Y*70I[F-C]!K*IC*;M]@XEX[WBLU($3ML7.?8JSG_\A!E6$)BFBYFAZ%, M1G6+:K?V]/.<3NGN^H$SGDNQ]]9-;:1X5]{ M3N(4K0]$_@T\T_WSUSN@&^"]W;+9;3"B4?OEL=RZ)(\=LSOY'S]#W%$;Z%'= MHK';4&RJL5H&I' ML]<$]DP*1DM-U/ ZE-&7Z#.;QF3+SLZ0+,,%_X#4$L#!!0 (&BB5F& MM;YAZ0, "46 9 >&PO=V]R:W-H965TS4MI0$JJ[45%;<;1]6?1C#L8T6&#HSMA.I'[XS \80 M$P+JK!_, [9P?Y_P/R)F:*X\Q8SM6]%5W.R8$G<08KBM@A33%]N8>$G!:& M;9QO/,6[/90L9ADB,)V8=S9MX5]E@[*XL\8 M3JQVCF0J&T*^RHM/T<*P9$200,@E HO#*$1X@221)Q/%/"36J=TK'^OF9_HM* M7B2SP0P>2/)7'/']PI@:*((M/B3\B9Q^A3(A3_)"DC#UCTZ%[61FH/# .$E+ M9QO%!&F? %$3^70M0<1*+M#D[IX+QV\-YP<$L'MZ_#N'08]PW)*QU4ZF:1NQ+. MQQPOYY2<$)76@B9/E/K*6^@59_)#67.JGL;"CR^?(,$<(K3"E+^@/RC.&%8E M9.B##QS'"?N(?D*?US[Z\/W'N_H@JOJMX[O#J?_E-V*)/"%+V=TN@]P5XW Z6W=LMRW$("T/T7PSH M$8SE#]_9$^OG-LUUPGR=L$ 3K%&=<56= <1>]JDZNJD,AA/B(-PFTE:.3-+0< M!6RB8'*D.2[=B6M9UMP\UH7N9Q9H"JTAH5=)Z+TCX5DTM*4D%2+6)&W3L1,W M5,<"YM4$>BWANQ:!=R7RQ: (AR:229-(IR?JP82&-\V*YSE_-Q5%, M#MID*9"S>A0CRVN&^M#YWJ&M6'YV$H<)->PG7 MRRK0%%A#N%DEW*S7%U>,ZE\>(=T ;1W$.SE#Y=,)\W7" DVP1C%LZS+#MK[5 M)*LD:RJ05IJOE1;HHC5K5%L%V=JF6MVHP46QKP9XVVOI=DH[[QV[0%=T32&= MBY!._]G%736[.'="Z%_TNW@0DNP(E,=R7A;!1E@<*'3V5-VO'2RZ3IJOE1;H MHC4+>%D1VM]L26AK71-JI?E::8$N6K-&EW6AW;TP7-$X"^, <)PBGLNEOM@=ZIG3_S8EYL MH#YBNHM%DTA@*URMT8WHEVFQ)UE<<)*K3;<-X9RDZG0/. (J#<3S+2'\?"%? M4.T,+_\#4$L#!!0 (&BB5E"L;M:H0(&0) 9 >&PO=V]R:W-H M965T\)Y'0WLESK,/"0K5.A!NQP6.(U+$ \EG,F>W;#DF0%$)Y1@ABL M1M;8'\"V#'3]](Z5D2>F3ZMPE(\M1&X(<8]$8L/QL80IYKHCD-G[5 MG%834@&/VP?VSUJ[U++$'8T_YXE(AU9?0LEL,*;7#S0W1>H]>@-QC3G^A?M MJK6^;Z%XPP4M:K#<09&4IZHOWM0]' ,EC!G@UP'L."%X ^#7 /S="4 ."7@]M(:.HM79<,TXJ1N\%1A_=4R)2CF8D@<2 C]KQ M'UOPME372/0.$B=>*^$"R@[RG0_(<[S L)_I^7#?).=UT6?_'?W$#+)MZ_Y M_'/R_6.\Y(+)_^I/4YHKHL!,I.ZO 2]O#"-+7E +8' *A.F1%0-/M^7UYFK;'%K>& M,@M!)G<-X5SOUNW[I_%FKX]WXEFW\:Q[KFWTN21>T" MKUR_XSCO3%?O[$+:J(RWC\I& 6RMZS5',=T04=THS6CS)!CK2OAL?. (.IJYA M/))/B*KB_Z6OWA_WF*TSPE$.*QG*Z=Q*8:RJZ55'T%(7K245L@3J9BJ?0<#4 M CF_HE0<.BI \[*_P!02P,$% @ :*)69)?&ULK57O;],P$/U7K" AD&#YG:RCC;1U M#Q 8JU8&'Q ?W.3:1'/B8#OM^.\Y.VG6M6F%$%\:VGW_.[URX/Q!;SYE$\O1@H!!JC0#Q<<: MIL"8)D(9OSI.JH2 W?76_8/)G?,94$E3#G[7F0JGUCG%LE@21NF[OCF(W3Y MA)HOY4R:7[+I8AV+I(U4O.S J* LJO9)'SL?=@#(,PSP.H"W##PB. /P.X)M$ M6V4FK6NJ:#(6?$.$CD8VO3#>F4U3Z7YPK@6\+Q*GD"Q;*9RXEF8$@\YP* M(*^N0=&"R=?D+9ECU60-*79,K+NE'4N(_;ZX(U"K(6),EMHZ2B5594*\1) MJE>,=D3,B-[Q2N23OJPRRYW@;4^OS\[;Y77DG">=0GQ'? M>4,\QPL&]$S_'NZ?D./W=ON&SS_&]T]^_KA<2"6PXG\..=K>& S?J+O A:QI M"A,+/W,)8@U6\O*%&SGOANSX3V3/S EZOL"DG[*MD_*R1*?PBT@?AFQHN4/#K7O7.G']*,;_2+V;WV&4'P2QVT<]$OIVPL.3PK]3 M(6BE!NL]/+@P//>#.-S3=1CFCN)@=$18U N+3@J[K]8@=5$]V8@/)8K4'!ZS M,CH4$X_<>$_R8=1YY'C#@N->*<'Q2\%>N*!N2%!]<%KFA$T5[F@[#O,)HV!/ ME;W3,$L0*S-'))984ZFVM_2G_:BZ-!UZ[_P*1U@[<9YHVOEW0\6JP&)FL$1* MYRQ&4:*=*>U&\=JTY057V.3-,L_MG31T1:@ <4EFQO.>YTTRDQR5OC<5@"4/M9 F#2IKFQFE)J^@9F;D&I!X4BI= M,XNNWE'3;&"%!]6"1F$XI37C,L@2'UOK+%%[*[B$M29F7]=,?U^ 4,G MP"W?5=8%:)8T; <;L'?-6J-'>Y:"UR -5Y)H*--@/IXM)R[?)WSB<#1G-G%* MMDK=.^=CD0:A*P@$Y-8Q,'P=8 E"."(LXUO'&?17.N"Y?6)_[[6CEBTSL%3B M,R]LE0:O U) R?;"WJKC!^CTO'1\N1+&/FQS9W@C?G>6%5W8/1K+MLW>^CZ M< 9 GF% U &B/P7$'2#V0MO*O*P5L9OSI.JH+M#H2[;*1S1F^-QZ-:KAT7W%C-9YR MQ-EL!25&"K(B98E:\$DN5J!95R8:_*"W&U6Y.KI=4(MWN8P-.^8%RUS]!OF MF-PH:2M#WLD"B@'\\C+^S04\196]U.@D=1%=)-Q ,R)Q^)Q$8309JN>?X8_* MB?O.QYXO_IO.?YEOC=7X;W\=:GA+.!DF=/,^_PW+(0UPH WH P39LR?C:?AV M2.U_(GND?=)KGUQBS];=&LCQ"VN^W;N)-D.*6YJIW$+Z9!%<1B&"3V<2_DU M:SH]SVIKI&=34H/>^>5AL(:]M.W]-%^/\W]6-*?Z>URNV%ZQZ4A DJ$AJ-7 M.*RZ71BM8U7C9VZK+$ZP-ROW\S8, [.#5]Z!V#(8\F%GGL[8ZH;W]?I#DJJ1[("@3NY5"4U M.%6%KRL%-'.@DOMA$,1^29GPDIE;ZMD)FO#F8"U(KHN2ZI^W0*7A[DW]HX+ M]ZS8&;O@) [.*%K !\Z5;*YSY'4O&2A":24$4Y'-O,;Y9QM;>$7O4E<- G8V(]MV4KY8")O#TO@W!*AC)\MI]<=:8&GXR/]^~<[^K*E&I:2 M?V.9V&K

<2V"/CB2PZ@367H+IL01VG<#>+Y)O),&X3C#>2V =J\.D3C I MV[Y]K+*E'2_WYG<\W1 NSQ8T^:&4]TPM&CA,9,]ZRKGX-13I\OE3L@ M^4[!^CJ@?\JHEV%K>,4JJ<\L;6@C,XKEB*,M>LV5IF#=7:W^>-7<0KY M)6=Q]K^.$C]4/+N;)^?/-]G:\]G]0$R0&>,O;##_Z0=C,GK;)3<2YB!A+A)&M03!%87NGL*VCSS\6W%^)*7O;==(E\=,X%A<#,2?Y7\AEF)"G\J>N ?F@A?>5 M&PESD# 7":,5;%S"Y(K@93Z>6O;M^&[XTB'D>"?D6"ND^Y5Q/Q1"KGGH,ZEC MOF)DXW'NE=.]T-%)H\CC&5DS7LE]1?YJ31M=^FKS[*LO$N8@82X21BN88;8$ MGMT8W>I.=NI.M.H^?=/HU#+[JH>$.4B8.SD84(9I6T;3Y)4NAZ=9,^O8L+O= M"7.K%88629")M;?/Q,HY: ^S;^CIO55'TAPHS872:$U3%S_&>-H] M%QMF(Z>IE?-]F(1Q$6MG8SVBMV9(F@.EN5 :1=%4:1OKQT!{/P;4_(`2'"C- MA=(HBJ8*W3A Q@D+J-F7\;T\?0NS[OO:^G MYU^HB0.E.5":"Z51%$V5MG%\CEZ_H7Z/5": Z6Y4!I%T52A&P?)T%M(/>=? MI/WR"*4Y4)H+I=&:MC?_'G'_C,9",O0>TOXHU<_$4 \)2G.@-!=*HRB;JG'C M.!DS]$P,=:"@- =*Z:]6Z2[M);MS^VK-Y3FU#1UXINJT087FB5%T509&X_)/.$Q<;9DG+-@:S(U.EZ3@&4^#]=RMOU.GDE"#"4IS3E1;QGM%#U¥[R2M9>5D9_^5RQQ7)4R):@['X(DR([V4KXD71 M-5D4.4G2G$0LDV=]276X#ATWK5@"\7!A*1%GN5>$H3),_%RXM7AYDN9XJKLMPX>RD;V(?!)YQ^47 15GE^<9;Z\NQ*0J?A:E,\SQ/[;Y/G/FY8S+ MKY?A%;EJM1N'[^*T$//P@LD"5)42)10%$B?79XO54U#X>0DP#@"?!)QLPGPE M4F=KYN<7(O^S,HF+* 742@^+E()!7G5*FZ6$S]*,WE^YD5[0?BZ062UC=NW M&:FGF:=JFA&M+AKKW]R3;7KA>*\D*+@$E75A/$R#TB)EB2^/BO/E#X&L1BB. M!J'X%+V*')G/@FVZ\N=VAQZA\NP4I<B@0597E"\75;+O_+VMU%-FBG;#8 M^U)3Q'085T7,O7]0O2@I&H*CSQXR1=>K'-?UC=\ M?F9E/E<> MNCCL)"+Y@AWM)]75=\^VD'_>[J#DH,.>E'G+5J#+9?RE'9/6*91E&Z4GB"% M3L(\%-5=%XLH]$6!$H'P62F=^#DK1'MJ]-FOV&O5'GMCK:SKWQDGQ\8%.34N M+DZ/BY-5E"*QJL.T:>V.*3J[OO-W[@6$6ODHFGIQ;1Q_4^_X'[WA(7^1GSO"RPT&@"EN5 :1=%4V9MH@(F.!IC0: "4YD!I+I1&4315Z"8:8.JC 1\VMB;C(K,)UZY9'3M#MRVD[8MLI/31& *4Y-4V&P5OW0R-[-MN_)8+:_RB:JFH3 M)S#U<8*#6Z*T7@CI;VNAD0,HS:EI^SK.#G6$!@50-%7')BA@GM@'JKGZNK]^ M>"2[_17OQ(*K6MUIK\;0D &4YD!I+I1&432U&S0A _,6?36&A@V@- =*RL MO>-Z<&\M*UI[*[HY'I7_]L6$!@V@-(JBJ4_(-4$#2Q\T^+9',_30W@_*C0ZV M]QF3\73I/]VVQT]M+>,YGDW* XT6Q=*HRB:]F/K\6.MV3%_M8ES&+!];%G\Y(ENW/;UV8.CSZRTQ]@%E[!/*V$>4OX%93FU#1E>7:XR':A MF5(4356R<:HLO5.UK^3:XX?W.7T>1=?GUUM@]%55TV[; K_CL;[D,]*!1-M%;CQH*P3VU;5J#OA8I1VZ@9UG] TQ^K:%&HAGIFVHZ02E.5":"Z51%$T5NG&F[+/WLV*6 M4OK\>O<#XYS%CP/-U(72*(JF"MS85?8)NVH;#TB7:)XNE$91-%70QK>R]:[5;X6\V);[*BOYPBPK3M_#ZJF]5;0.5)S: M^X$=:)8NE$91-%7$UIOQ]#NAQ/+X1>[__!AYOKJ3HN\"2Y]1;UVA9A24YD)I M%$53.T!C1MEC] (+:D)!:0Z4YD)I%$53A6Z*ON$5_4W7X()=:;LP_?4C6?& M=/_^UH'FZD)I%$53]6RL*5MO3?W&\NHQI^V#U&?MK=!#>\MX^)H_8I:UM0*: MK0NE411-U;'QJFRI5_5]WFFJS[2WSA5MJMA1UG1?9.AF*"B-HFB5R,/62\ICMQI_+U\G+1S"+)*_>5[X[NGME_;OR1>W#YO3J???O/?X<)AF)V%(D'=W9J9L/CKF??3H[ZSQ;!#B7L=.?#>1R/HVR-X5 M[OG6=%O)8H[=0TMC?V5@](%|&3IM:1MWK]HBHT&2B6:G!*XQ:'Z24N>1\!*$[M)IQ-)0.OA*2,KXVY"X99QC/I*+U%=4 ?+,63@7W3@!U;\:1,9+*,;2*8[VDU M? ?8|$ @X[P6V'6-833(B5)4BHGNE(-+XPO(J=KWZUPKG$NR]KO7;N-0WG20 M;29C*ILGAKLQC0:<)B!'LOD"[BK+/0"5RE+=B!F99X*4&C8>54/3SBCG=_:!H M^YUL<:^2ULJ5A2KJIA94-0V-Z0!_F\UPMVE[;^)U;12 ML5G;\E>2_)ZNU*;<5@FNN7N"FO_M/,^IH)+PMFA=^\<\RV]6'/3>2W+Y5-D5M;-58'5>.7>3U*8@,3T'D2=1D__A%!M'Q:ZR.P49E)<=P7P,9D< P^)@"C ?XX7%^9_RZ:/Y& S3UKAX;%4PQN8M#.'/SH9I P\L#D1ZW5SC MJXU7R/XZP-9T7X5@F>*5B&6*SS4@]GD#CRBRKS86!SRP5 M-8?20$3;8T.P6BP^0"X99K>]9!:GJ5'8Z6#NWN1@.;;X6%;=_ZHU0?LM2FXH[OVI60[LQ@A=V+82KMRF$T&F7#BDLUN+H\'FMFAN&*=B)W4BO?6#=\DN*K.;F]7F4[;>5"EM+MIX-F MN10#5DDE*_DLBNE@-&!VK;_^JXU\ULKQY#I(!OY RZEL:[9HSD^]XP[X7<^K&V=_D>63IA;[L1[H[<;J5;U M8?Q5#(/+:.)P_#T$\<+\GS#JY5+FXE;GVTHH=XBC$64-J.Q:;NR *5Z)Z>!& M[X2IK\>?X*XX7)OS4$&DS(7T&\Q=T>!1HJA"*"L*YI>L+F7A.0KV%R^YR@4+ M(", &?4(^10%D#& C'N!G-97K(;;M1'L^)*/C<;&%?U*V-EPS@SPHH \@QGM%"OM<^#]?/ M8R[,@?(_KOBJB>>3#5/0.8 \IX6<;ZN*FWT=NKE<*>G_QI5CUWFNM\K),)F/ M4#8?T6(>\W8C078K')>E#>&@:HA=8A73('6-Z>>SJTM&? ME3V(PL/5L:OSW5(8TPHBLL>87:!5)=U!&77*\]C.IT&AM*L$?^K1TU9(HQL2KN_7$_:.O?6V%\ M(N:MARY"=HB({7 KEE+5A;-0?LFQF9=%R(;D$!'+HQFGZ8PB'.PG[_H S/:4\"2=E'Z\'WR%:24B M9)^4V#X8LY6(D'U28OM@S%8B0O9)>_WT%M9M&;)/1FP?C!G6;1FR3T8_UPQ@MGH68R#X9_6PS@'D>8B+[9/3SS5[%?&HFH;Q@(@ME]#/. .8XQ$06RLBG#8#QM>/8NQ(23SH@M]/J(?"/,$!-9*".V4#@LWUD894@^&;%\ND8J@EHXQ$3RR8CE MTSU:T1","7+/I(,= M8;.SO;HL#A=^[P]O?7O.RWQF6/USF'N7I/5DF>6V+&]\VT?U0?/B."G^.*'_ MZCM02P,$% @ :*)6;?' S!" @ 0BL !H !X;"]?A)Q1JA 7/X!^H2OY=R;,9]>QIV^VY8?!X/IV%5[<:Q^U?7 MPWI7CLUPUW;E=#ZR:?MC,YZ7_;;NFO5[LRVU+)=1]ID.Q'8G1#O1*"WH-Y"H+>@WD*@MTP>M@GT%M1;"/06U%L(]!;46PCT%M1; M"/06U%L(]!;46PCT%M1;"/16U%L)]%;46PGT5M1;"?36R]G4!O1[V=0&]' MO9U;T>]G4!OGWRL)-#;46\GT-M1;R?0VU%O)]#;46\GT#M0[R#0.U#O(-_[M4.\@T#M0[R#0.U#O(-_[4.\@T#LF/YL0Z!VH=Q#H':AW$.@=]'<0Z)U1[TR@M=T:],X'>&?7.!'IGU#O_I-[#^'4HP[7G>XW7_TF]Q_.YY7KYR_)[Y^16N>!< MWU8,3W\!4$L#!!0 (&BB5GXPP(=!@($\] 3 6T-O;G1E;G1? M5'EP97-=+GAM;,W:S6[B,!0%X%=!V5;$^#?3$;"9F6V'15_ 32XE(HDMVVWA M[<<);;56'305(_5LB,#V/3>^TK=B>7OT%&>'OAOBJMBEY+\S%NL=]3:6SM.0M5[8N]#;EK^&>>5OO[3TQL5@85KLAT9#F::Q1K)<_:6L?NC3[=<@_QI8-JR)0 M%XO9C]/&,6M56.^[MK8IK[/'H7F7,G]_^(/:4_Y0T%^S!A7/E[P/.YMWX\40MO0;&-#NK%]WL4.'8OIV%$LSY?XH$>WW;8U-:Y^Z/.1,OI MHD[HM1W MY:GHU?GDE&^83I_\XORIS+G O',3G(]Y8H$^'_)Q?VTSPBFQZ7W_';&;_6_V0? J0/"=*' NE#@_1A0/JH M0/KX!M+'-4@??(`2"(JH'(54CF(J1T&5HZC*45CE**YR%%@YBJP"15:!(JMMD56@R"I09!4HL@H4606*K)%5H$BJT215:+(*E%DE2BR2A19)8JL$D56B2*K M1)%5HLBJ4&15*+(J%%D5BJP*15:%(JM"D56AR*I09%4HLFH4636*K!I%5HTB MJT:15:/(JE%DU2BR:A19-8JL!D56@R*K09'5H,AJ4&0U*+(:%%D-BJP&15:# M(FN%(FN%(FN%(FOUE;+>.;?_S_'3L^QM.[SDL^E_I,L 4$L! A0#% @ M :*)60=!36*! L0 ! (! &1O8U!R;W!S+V%P M<"YX;6Q02P$"% ,4 " !HHE9@PEF]^X K @ $0 M@ &O9&]C4')O<',O8V]R92YX;6Q02P$"% ,4 " !HHE9F5R<(Q & M "<)P $P @ ', 0 >&PO=&AE;64O=&AE;64Q+GAM;%!+ M 0(4 Q0 (&BB5E0'M-9:@8 *HD 8 " @0T(!X M;"]W;W)K&PO=V]R:W-H965T&UL4$L! A0#% @ :*)6;>F:(\%! I! !@ ("! M;A< 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ M :*)630U2UE^"P GCL !@ ("!W#@ 'AL+W=OA9 !X M;"]W;W)K&UL4$L! A0#% @ :*)6=A%OL1+ M#P =*X !D ("!]&L 'AL+W=O #'80 &0 M@($J>P >&PO=V]R:W-H965T&UL4$L! A0#% @ :*)6&PO=V]R M:W-H965TN"O7GQP /)K M 9 " @0"[!X;"]W;W)K&UL M4$L! A0#% @ :*)67=;YXZ9" P10 !D ("!UM< M 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ M :*)68<43&Y.!0 0PT !D ("!+>P 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ :*)68FD!G;6! 8 X !D M ("!FQH! 'AL+W=O&PO=V]R:W-H M965T&UL4$L! M A0#% @ :*)61\9,X78 @)08 !D ("!D2T! 'AL M+W=O/>&5L& M !P$0 &0 @(&@, $ >&PO=V]R:W-H965T&UL4$L! A0#% @ :*) M67XKN3?T P $@D !D ("!>CH! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ :*)647WR*Y1 P -1 M !D ("!5D4! 'AL+W=O2 $ M>&PO=V]R:W-H965T&UL4$L! A0#% @ :*)64Z?V\C: P WQ8 !D M ("!*U$! 'AL+W=O&PO=V]R:W-H965T M&UL4$L! A0# M% @ :*)65\Q#DJ/ @ < !D ("!F5\! 'AL+W=O M&PO=V]R:W-H965T&UL4$L! A0#% @ :*)63&PO=V]R:W-H965T&UL4$L! A0#% @ :*)61!;ZP?3%0 . $! !D M ("!OW0! 'AL+W=O&PO M=V]R:W-H965T&UL4$L! A0#% @ :*)68L+%-&M P \A0 !D ("! MY) ! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% M @ :*)6>OW(>]![_Q\ !D ("!2)P! 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ :*)62;@Y1-- M P 2@\ !D ("!\[X! 'AL+W=O&PO=V]R:W-H965TF0, !\7 9 " @4S+ 0!X;"]W;W)K&UL4$L! A0#% @ :*)6;E=77M-& 5]$! !D M ("!',\! 'AL+W=O%X.\X3 *60$ &0 @(&@YP$ >&PO=V]R M:W-H965TP0 %D9 M 9 " @:7[0!X;"]W;W)K&UL M4$L! A0#% @ :*)6<5.\4#D P ,1 !D ("!5P " M 'AL+W=O&PO=V]R:W-H965TD' @!X;"]W;W)K&UL4$L! A0#% @ M :*)6>.T3W&M P "Q$!D ("!8PL" 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ :*)64*QNUJA @ M9 D !D ("!H1<" 'AL+W=O&PO=V]R:W-H965T&UL4$L! A0#% @ :*)60L,T=33 @ DP< !D M ("! " " 'AL+W=O&PO=V]R:W-H M965TN2K@H -1? 9 M " @5DF @!X;"]W;W)K&UL4$L! M A0#% @ :*)61*]ZAR P M1< T (!/C$" 'AL M+W-T>6QE&PO=V]R:V)O;VLN>&UL4$L! A0# M% @ :*)6;?' S!" @ 0BL !H (!'SL" 'AL+U]R M96QS+W=O XML 86 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 87 report.css IDEA: XBRL DOCUMENT /* Updated 2009-11-04 */ /* v2.2.0.24 */ /* DefRef 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 89 FilingSummary.xml IDEA: XBRL DOCUMENT 3.24.3 html 408 519 1 false 120 0 false 5 false false R1.htm 995100 - Document - Cover Sheet http://xbrl.sec.gov/dei/role/document/Cover Cover Cover 1 false false R2.htm 995301 - Statement - Condensed Consolidated Balance Sheets (Unaudited) Sheet http://www.bluewatervaccines.com/role/CondensedConsolidatedBalanceSheet Condensed Consolidated Balance Sheets (Unaudited) Statements 2 false false R3.htm 995302 - Statement - Condensed Consolidated Balance Sheets (Unaudited) (Parentheticals) Sheet http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet_Parentheticals Condensed Consolidated Balance Sheets (Unaudited) (Parentheticals) Statements 3 false false R4.htm 995303 - Statement - Condensed Consolidated Statements of Operations and Comprehensive Loss (Unaudited) Sheet http://www.bluewatervaccines.com/role/ConsolidatedIncomeStatement Condensed Consolidated Statements of Operations and Comprehensive Loss (Unaudited) Statements 4 false false R5.htm 995304 - Statement - Condensed Consolidated Statements of Convertible

Redeemable Preferred Stock and Stockholders??? Equity (Deficit) (Unaudited) Sheet http://www.bluewatervaccines.com/role/ShareholdersEquityType2or3 Condensed Consolidated Statements of Convertible Redeemable Preferred Stock and Stockholders??? Equity (Deficit) (Unaudited) Statements 5 false false R6.htm 995305 - Statement - Consolidated Statements of Cash Flows (Unaudited) Sheet http://www.bluewatervaccines.com/role/ConsolidatedCashFlow Consolidated Statements of Cash Flows (Unaudited) Statements 6 false false R7.htm 995306 - Statement - Consolidated Statements of Cash Flows (Unaudited) (Parentheticals) Sheet http://www.bluewatervaccines.com/role/ConsolidatedCashFlow_Parentheticals Consolidated Statements of Cash Flows (Unaudited) (Parentheticals) Statements 7 false false R8.htm 995307 - Disclosure - Organization and Basis of Presentation Sheet http://www.bluewatervaccines.com/role/OrganizationandBasisofPresentation Organization and Basis of Presentation Notes 8 false false R9.htm 995308 - Disclosure - Going Concern and Management???s Plans Sheet http://www.bluewatervaccines.com/role/GoingConcernandManagementsPlans Going Concern and Management???s Plans Notes 9 false false R10.htm 995309 - Disclosure - Summary of Significant Accounting Policies Sheet http://www.bluewatervaccines.com/role/SummaryofSignificantAccountingPolicies Summary of Significant Accounting Policies Notes 10 false false R11.htm 995310 - Disclosure - Balance Sheet Details Sheet http://www.bluewatervaccines.com/role/BalanceSheetDetails Balance Sheet Details Notes 11 false false R12.htm 995311 - Disclosure - Acquisitions Sheet http://www.bluewatervaccines.com/role/Acquisitions Acquisitions Notes 12 false false R13.htm 995312 - Disclosure - Significant Agreements Sheet http://www.bluewatervaccines.com/role/SignificantAgreements Significant Agreements Notes 13 false false R14.htm 995313 - Disclosure - Notes Payable Notes http://www.bluewatervaccines.com/role/NotesPayable Notes Payable Notes 14 false false R15.htm 995314 - Disclosure - Subscription Agreement Sheet http://www.bluewatervaccines.com/role/SubscriptionAgreement Subscription Agreement Notes 15 false false R16.htm 995315 - Disclosure - Convertible Redeemable Preferred Stock and Stockholders' Equity Sheet http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquity Convertible Redeemable Preferred Stock and Stockholders' Equity Notes 16 false false R17.htm 995316 - Disclosure - Commitments and Contingencies Sheet http://www.bluewatervaccines.com/role/CommitmentsandContingencies Commitments and Contingencies Notes 17 false false R18.htm 995317 - Disclosure - Related Party Transactions Sheet http://www.bluewatervaccines.com/role/RelatedPartyTransactions Related Party Transactions Notes 18 false false R19.htm 995318 - Disclosure - Income Taxes Sheet http://www.bluewatervaccines.com/role/IncomeTaxes Income Taxes Notes 19 false false R20.htm 995319 - Disclosure - Net Loss Per Share Sheet http://www.bluewatervaccines.com/role/NetLossPerShare Net Loss Per Share Notes 20 false false R21.htm 995320 - Disclosure - Defined Benefit Plan Sheet http://www.bluewatervaccines.com/role/DefinedBenefitPlan Defined Benefit Plan Notes 21 false false R22.htm 995321 - Disclosure - Subsequent Events Sheet http://www.bluewatervaccines.com/role/SubsequentEvents Subsequent Events Notes 22 false false R23.htm 995410 - Disclosure - Pay vs Performance Disclosure Sheet http://xbrl.sec.gov/ecd/role/PvpDisclosure Pay vs Performance Disclosure Notes 23 false false R24.htm 995445 - Disclosure - Insider Trading Arrangements Sheet http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements Insider Trading Arrangements Notes 24 false false R25.htm 996000 - Disclosure - Accounting Policies, by Policy (Policies) Sheet http://www.bluewatervaccines.com/role/AccountingPoliciesByPolicy Accounting Policies, by Policy (Policies) Policies http://www.bluewatervaccines.com/role/SummaryofSignificantAccountingPolicies 25 false false R26.htm 996001 - Disclosure - Summary of Significant Accounting Policies (Tables) Sheet http://www.bluewatervaccines.com/role/SummaryofSignificantAccountingPoliciesTables Summary of Significant Accounting Policies (Tables) Tables http://www.bluewatervaccines.com/role/SummaryofSignificantAccountingPolicies 26 false false R27.htm 996002 - Disclosure - Balance Sheet Details (Tables) Sheet http://www.bluewatervaccines.com/role/BalanceSheetDetailsTables Balance Sheet Details (Tables) Tables http://www.bluewatervaccines.com/role/BalanceSheetDetails 27 false false R28.htm 996003 - 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Schedule of Computation of Diluted Shares Outstanding", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "69", "firstAnchor": { "contextRef": "c0", "name": "us-gaap:IncrementalCommonSharesAttributableToShareBasedPaymentArrangements", "unitRef": "shares", "xsiNil": "false", "lang": null, "decimals": "INF", "ancestors": ["td", "tr", "table", "ix:continuation", "us-gaap:EarningsPerShareTextBlock", "div", "body", "html"], "reportCount": 1, "baseRef": "ea0223979-10q_onconetix.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "c0", "name": "us-gaap:IncrementalCommonSharesAttributableToShareBasedPaymentArrangements", "unitRef": "shares", "xsiNil": "false", "lang": null, "decimals": "INF", "ancestors": ["td", "tr", "table", "ix:continuation", "us-gaap:EarningsPerShareTextBlock", "div", "body", "html"], "reportCount": 1, "baseRef": "ea0223979-10q_onconetix.htm", "first": true, "unique": true } }, "R70": { "role": "http://www.bluewatervaccines.com/role/DefinedBenefitPlanDetails", "longName": "996045 - 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Disclosure - Defined Benefit Plan (Details) - Schedule of Significant Actuarial Assumptions Net Periodic Benefit Cost", "shortName": "Defined Benefit Plan (Details) - Schedule of Significant Actuarial Assumptions Net Periodic Benefit Cost", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "71", "firstAnchor": { "contextRef": "c0", "name": "us-gaap:DefinedBenefitPlanAssumptionsUsedCalculatingNetPeriodicBenefitCostDiscountRate", "unitRef": "pure", "xsiNil": "false", "lang": null, "decimals": "4", "ancestors": ["td", "tr", "table", "ix:continuation", "us-gaap:DefinedBenefitPlanTextBlock", "div", "body", "html"], "reportCount": 1, "baseRef": "ea0223979-10q_onconetix.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "c0", "name": "us-gaap:DefinedBenefitPlanAssumptionsUsedCalculatingNetPeriodicBenefitCostDiscountRate", "unitRef": "pure", "xsiNil": "false", "lang": null, "decimals": "4", "ancestors": ["td", "tr", "table", "ix:continuation", "us-gaap:DefinedBenefitPlanTextBlock", "div", "body", "html"], "reportCount": 1, "baseRef": "ea0223979-10q_onconetix.htm", "first": true, "unique": true } }, "R72": { "role": "http://www.bluewatervaccines.com/role/ScheduleofAccompanyingCondensedConsolidatedStatementsofOperationsandComprehensiveLossTable", "longName": "996047 - Disclosure - Defined Benefit Plan (Details) - Schedule of Accompanying Condensed Consolidated Statements of Operations and Comprehensive Loss", "shortName": "Defined Benefit Plan (Details) - Schedule of Accompanying Condensed Consolidated Statements of Operations and Comprehensive Loss", "isDefault": "false", "groupType": "disclosure", "subGroupType": "details", "menuCat": "Details", "order": "72", "firstAnchor": { "contextRef": "c10", "name": "us-gaap:DefinedBenefitPlanServiceCost", "unitRef": "usd", "xsiNil": "false", "lang": null, "decimals": "0", "ancestors": ["td", "tr", "table", "ix:continuation", "us-gaap:DefinedBenefitPlanTextBlock", "div", "body", "html"], "reportCount": 1, "baseRef": "ea0223979-10q_onconetix.htm", "first": true, "unique": true }, "uniqueAnchor": { "contextRef": "c10", "name": "us-gaap:DefinedBenefitPlanServiceCost", "unitRef": "usd", "xsiNil": "false", "lang": null, "decimals": "0", "ancestors": ["td", "tr", "table", "ix:continuation", "us-gaap:DefinedBenefitPlanTextBlock", "div", "body", "html"], "reportCount": 1, "baseRef": "ea0223979-10q_onconetix.htm", "first": true, "unique": true } }, "R73": { "role": "http://www.bluewatervaccines.com/role/SubsequentEventsDetails", "longName": "996048 - 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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": ["r80", "r916"] }, "us-gaap_AccountsPayableCurrentAndNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsPayableCurrentAndNoncurrent", "crdr": "credit", "presentation": ["http://www.bluewatervaccines.com/role/SignificantAgreementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accounts payable", "label": "Accounts Payable", "documentation": "Carrying 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." } } }, "auth_ref": ["r148", "r1242"] }, "us-gaap_AccountsPayableOtherCurrentAndNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsPayableOtherCurrentAndNoncurrent", "crdr": "credit", "presentation": ["http://www.bluewatervaccines.com/role/RelatedPartyTransactionsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accounts payable", "label": "Accounts Payable, Other", "documentation": "Amount of obligations incurred and payable classified as other." } } }, "auth_ref": ["r148"] }, "us-gaap_AccountsReceivableNet": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNet", "crdr": "debit", "presentation": ["http://www.bluewatervaccines.com/role/SummaryofSignificantAccountingPoliciesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accounts receivable", "label": "Accounts Receivable, after Allowance for Credit Loss", "documentation": "Amount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business." } } }, "auth_ref": ["r766", "r842", "r937", "r1245", "r1246"] }, "us-gaap_AccountsReceivableNetCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccountsReceivableNetCurrent", "crdr": "debit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Accounts receivable, net", "label": "Accounts Receivable, after Allowance for Credit Loss, Current", "documentation": "Amount, after allowance for credit loss, of right to consideration from customer for product sold and service rendered in normal course of business, classified as current." } } }, "auth_ref": ["r1126"] }, "us-gaap_AccrualForTaxesOtherThanIncomeTaxesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccrualForTaxesOtherThanIncomeTaxesCurrent", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ScheduleofAccruedExpensesTable": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 6.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofAccruedExpensesTable"], "lang": { "en-us": { "role": { "terseLabel": "Accrued franchise taxes", "label": "Accrual for Taxes Other than Income Taxes, Current", "documentation": "Carrying value as of the

balance sheet date of obligations incurred and payable for real and property taxes. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r82", "r863", "r1200"] }, "onco_AccruedDeferredOfferingCosts": { "xbrltype": "monetaryItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "AccruedDeferredOfferingCosts", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ScheduleofAccruedExpensesTable": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 8.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofAccruedExpensesTable"], "lang": { "en-us": { "role": { "terseLabel": "Accrued deferred offering costs", "documentation": "Accrued deferred offering costs.", "label": "Accrued Deferred Offering Costs" } } }, "auth_ref": [] }, "onco_AccruedInterestt": { "xbrltype": "sharesItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "AccruedInterestt", "presentation": ["http://www.bluewatervaccines.com/role/NotesPayableDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accrued interest (in Shares)", "documentation": "Accrued interest.", "label": "Accrued Interestt" } } }, "auth_ref": [] }, "us-gaap_AccruedLiabilitiesAndOtherLiabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesAndOtherLiabilities", "crdr": "credit", "presentation": ["http://www.bluewatervaccines.com/role/CommitmentsandContingenciesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accrued expenses", "label": "Accrued Liabilities and Other Liabilities", "documentation": "Amount of expenses incurred but not yet paid nor invoiced, and liabilities classified as other." } } }, "auth_ref": [] }, "us-gaap_AccruedLiabilitiesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrent", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 2.0 }, "http://www.bluewatervaccines.com/role/ScheduleofAccruedExpensesTable": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet", "http://www.bluewatervaccines.com/role/ScheduleofAccruedExpensesTable"], "lang": { "en-us": { "role": { "totalLabel": "Total", "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": ["r82"] }, "us-gaap_AccruedLiabilitiesCurrentAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedLiabilitiesCurrentAbstract", "lang": { "en-us": { "role": { "label": "Accrued Liabilities, Current [Abstract]" } } }, "auth_ref": [] }, "us-gaap_AccruedMarketingCostsCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedMarketingCostsCurrent", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ScheduleofAccruedExpensesTable": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofAccruedExpensesTable"], "lang": { "en-us": { "role": { "terseLabel": "Accrued implementation fees", "label": "Accrued Marketing Costs, Current", "documentation": "Carrying value as of the balance sheet date of obligations incurred through that date and payable for the marketing, trade and selling of the entity's goods and services. Marketing costs would include expenditures for planning and executing the conception, pricing, promotion, and distribution of ideas, goods, and services; costs of public relations and corporate promotions; and obligations incurred and payable for sales discounts, rebates, price protection programs, etc. offered to customers and under government programs. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": [] }, "us-gaap_AccruedProfessionalFeesCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccruedProfessionalFeesCurrent", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ScheduleofAccruedExpensesTable": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofAccruedExpensesTable"], "lang": { "en-us": { "role": { "terseLabel": "Accrued professional fees", "label": "Accrued Professional Fees, Current", "documentation": "Carrying value as of the balance sheet date of obligations incurred through that date and payable for professional fees, such as for legal and accounting services received. Used to reflect the current portion of the liabilities (due within one year or within the normal operating cycle if longer)." } } }, "auth_ref": ["r82"] }, "onco_AccruedResearchAndDevelopmentCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "AccruedResearchAndDevelopmentCurrent", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ScheduleofAccruedExpensesTable": { "parentTag": "us-gaap_AccruedLiabilitiesCurrent", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofAccruedExpensesTable"], "lang": { "en-us": { "role": { "terseLabel": "Accrued research and development", "documentation": "Accrued research and development", "label": "Accrued Research And Development Current" } } }, "auth_ref": [] }, "onco_AccumulatedAmortizationForeignCurrencyTranslation": { "xbrltype": "monetaryItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "AccumulatedAmortizationForeignCurrencyTranslation", "crdr": "debit", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofIntangibleAssetsTable"], "lang": { "en-us": { "role": { "terseLabel": "Foreign Currency Translation", "documentation": "Foreign currency translation foreign currency translation.", "label": "Accumulated Amortization Foreign Currency Translation" } } }, "auth_ref": [] }, "us-gaap_AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipmentAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedDepreciationDepletionAndAmortizationPropertyPlantAndEquipmentAbstract", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofIntangibleAssetsTable"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated amortization:", "label": "Accumulated Depreciation, Depletion and Amortization, Property, Plant, and Equipment [Abstract]" } } }, "auth_ref": [] }, "us-gaap_AccumulatedOtherComprehensiveIncomeLossNetOfTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeLossNetOfTax", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated other comprehensive income", "label": "Accumulated Other Comprehensive Income (Loss), Net of Tax", "documentation": "Amount, after tax, of accumulated increase (decrease) in equity from transaction and other event and circumstance from nonowner source." } } }, "auth_ref": ["r24", "r25", "r102", "r213", "r682", "r712", "r713"] }, "us-gaap_AccumulatedOtherComprehensiveIncomeMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AccumulatedOtherComprehensiveIncomeMember", "presentation": ["http://www.bluewatervaccines.com/role/ShareholdersEquityType2or3"], "lang": { "en-us": { "role": { "terseLabel": "Other Comprehensive Income", "label": "AOCI Attributable to Parent [Member]", "documentation": "Accumulated increase (decrease) in equity from transactions and other events and circumstances from non-owner sources, attributable to the parent. Excludes net income (loss), and accumulated changes in equity from transactions resulting from investments by owners and distributions to owners." } } }, "auth_ref": ["r4", "r15", "r25", "r539", "r542", "r590", "r708", "r709", "r1096", "r1097", "r1098", "r1109", "r1110", "r1111", "r1113"] }, "us-gaap_AcquiredFiniteLivedIntangibleAssetsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "AcquiredFiniteLivedIntangibleAssetsLineItems", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofEstimatedFairValuesofAssetsAcquiredandLiabilitiesTable"], "lang": { "en-us": { "role": { "label": "Schedule of Estimated Fair Values of Assets Acquired and Liabilities [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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the acquisition date." } } }, "auth_ref": ["r66", "r67"] }, "onco_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedRightofUseAsset": { "xbrltype": "monetaryItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedRightofUseAsset", "crdr": "debit", "calculation": { "http://www.bluewatervaccines.com/role/ScheduleofEstimatedFairValuesofAssetsAcquiredandLiabilitiesTable": { "parentTag": "us-gaap_BusinessCombinationRecognizedIdentifiableAssetsAcquiredAndLiabilitiesAssumedAssets", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofEstimatedFairValuesofAssetsAcquiredandLiabilitiesTable"], "lang": { "en-us": { "role": { "terseLabel": "Right of use asset", "documentation": "Right of use asset.", "label": "Business Combination Recognized Identifiable Assets Acquired And Liabilities Assumed Rightof Use Asset" } } }, 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Includes other kinds of accounts that have the general characteristics of demand deposits. Excludes cash and cash equivalents within disposal group and discontinued operation." } } }, "auth_ref": ["r161", "r678", "r738", "r764", "r916", "r944", "r1085"] }, "us-gaap_CashAcquiredFromAcquisition": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashAcquiredFromAcquisition", "crdr": "debit", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedCashFlow_Parentheticals"], "lang": { "en-us": { "role": { "terseLabel": "Acquisition of assets, including transaction costs", "label": "Cash Acquired from Acquisition", "documentation": "The cash inflow associated with the acquisition of business during the period (for example, cash that was held by the acquired business)." } } }, "auth_ref": ["r27"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "crdr": "debit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_AssetsCurrent", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet", "http://www.bluewatervaccines.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "periodStartLabel": "Cash, beginning of period", "periodEndLabel": "Cash, end of period", "terseLabel": "Cash", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents", "documentation": "Amount of cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage. Excludes amount for 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": ["r31", "r117", "r228"] }, "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "crdr": "debit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedCashFlow": { "parentTag": null, "weight": null, "order": null, "root": true } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "totalLabel": "Net decrease in cash", "label": "Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect", "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": ["r3", "r117"] }, "us-gaap_CashFDICInsuredAmount": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CashFDICInsuredAmount", "crdr": "debit", "presentation": ["http://www.bluewatervaccines.com/role/AcquisitionsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash target amount", "label": "Cash, FDIC Insured Amount", "documentation": "The amount of cash deposited in financial institutions as of the balance sheet date that is insured by the Federal Deposit Insurance Corporation." } } }, "auth_ref": [] }, "onco_CashPaymentToTheSeller": { "xbrltype": "monetaryItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "CashPaymentToTheSeller", "crdr": "credit", "presentation": ["http://www.bluewatervaccines.com/role/NotesPayableDetails"], "lang": { "en-us": { "role": { "terseLabel": "Cash payment to the seller", "documentation": "The payment to the seller in the form of cash.", "label": "Cash Payment To The Seller" } } }, "auth_ref": [] }, "us-gaap_ChangeInAccountingEstimateLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ChangeInAccountingEstimateLineItems", "presentation": ["http://www.bluewatervaccines.com/role/SummaryofSignificantAccountingPoliciesDetails"], "lang": { "en-us": { "role": { "label": "Summary of Significant Accounting Policies [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": ["r246"] }, "onco_ChangeInFairValueOfSubscriptionAgreementLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "ChangeInFairValueOfSubscriptionAgreementLiability", "crdr": "credit", "presentation": ["http://www.bluewatervaccines.com/role/SubscriptionAgreementDetails"], "lang": { "en-us": { "role": { "terseLabel": "Change in fair value of subscription agreement liability \u2013 related party", "documentation": "Change in fair value of subscription agreement liability.", "label": "Change In Fair Value Of Subscription Agreement Liability" } } }, "auth_ref": [] }, "onco_ChangeInPensionBenefitObligation": { "xbrltype": "monetaryItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "ChangeInPensionBenefitObligation", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedIncomeStatement": { "parentTag": "us-gaap_ComprehensiveIncomeNetOfTax", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedIncomeStatement"], "lang": { "en-us": { "role": { "terseLabel": "Change in pension benefit obligation", "documentation": "Payment for Pension Benefits.", "label": "Change In Pension Benefit Obligation" } } }, "auth_ref": [] }, "ecd_ChangedPeerGroupFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChangedPeerGroupFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Changed Peer Group, Footnote [Text Block]", "terseLabel": "Changed Peer Group, Footnote" } } }, "auth_ref": ["r1013"] }, "onco_ChiefBusinessOfficerMember": { "xbrltype": "domainItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "ChiefBusinessOfficerMember", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4"], "lang": { "en-us": { "role": { "terseLabel": "CBO\u2019s [Member]", "label": "Chief Business Officer Member" } } }, "auth_ref": [] }, "srt_ChiefExecutiveOfficerMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ChiefExecutiveOfficerMember", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4"], "lang": { "en-us": { "role": { "terseLabel": "Chief Executive Officer [Member]", "label": "Chief Executive Officer [Member]", "documentation": "Person with designation of chief executive officer." } } }, "auth_ref": ["r1125"] }, "srt_ChiefFinancialOfficerMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "ChiefFinancialOfficerMember", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4"], "lang": { "en-us": { "role": { "terseLabel": "Chief Financial Officer [Member]", "label": "Chief Financial Officer [Member]", "documentation": "Person with designation of chief financial officer." } } }, "auth_ref": ["r1125"] }, "ecd_ChngInFrValAsOfVstngDtOfPrrYrEqtyAwrdsVstdInCvrdYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ChngInFrValAsOfVstngDtOfPrrYrEqtyAwrdsVstdInCvrdYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Change in Fair Value as of Vesting Date of

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Examples include, but are not limited to, common stock, redeemable preferred stock, nonredeemable preferred stock, and convertible stock." } } }, "auth_ref": ["r169", "r209", "r210", "r211", "r233", "r256", "r261", "r263", "r265", "r273", "r274", "r326", "r375", "r377", "r378", "r379", "r382", "r383", "r414", "r415", "r418", "r421", "r429", "r565", "r717", "r718", "r719", "r720", "r727", "r728", "r729", "r730", "r731", "r732", "r733", "r734", "r735", "r736", "r737", "r739", "r756", "r780", "r803", "r834", "r835", "r836", "r837", "r838", "r1066", "r1103", "r1117"] }, "us-gaap_ClassOfWarrantOrRighstDateFromWhichWarrantsOrRightsExercisable": { "xbrltype": "dateItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRighstDateFromWhichWarrantsOrRightsExercisable", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofOutstandingWarrantsExcludingContingentWarrantsTable"], "lang": { "en-us": { "role": { "terseLabel": "Expiration Date", "label": "Class of Warrant or Right, Date from which Warrants or Rights Exercisable", "documentation": "Date the warrants or rights are exercisable, in YYYY-MM-DD format." } } }, "auth_ref": ["r430"] }, "us-gaap_ClassOfWarrantOrRightAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightAxis", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart3", "http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4", "http://www.bluewatervaccines.com/role/ScheduleofOutstandingWarrantsExcludingContingentWarrantsTable", "http://www.bluewatervaccines.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "label": "Class of Warrant or Right [Axis]", "documentation": "Information by type of warrant or right issued." } } }, "auth_ref": ["r56"] }, "us-gaap_ClassOfWarrantOrRightDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightDomain", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart3", "http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4", "http://www.bluewatervaccines.com/role/ScheduleofOutstandingWarrantsExcludingContingentWarrantsTable", "http://www.bluewatervaccines.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "label": "Class of Warrant or Right [Domain]", "documentation": "Name of the class or type of warrant or right outstanding. 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": [] }, "us-gaap_ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightExercisePriceOfWarrantsOrRights1", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart3", "http://www.bluewatervaccines.com/role/ScheduleofOutstandingWarrantsExcludingContingentWarrantsTable", "http://www.bluewatervaccines.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Exercise Price", "verboseLabel": "Exercise price, per share (in Dollars per share)", "netLabel": "Exercise price of the warrants (in Dollars per share)", "label": "Class of Warrant or Right, Exercise Price of Warrants or Rights", "documentation": "Exercise price per share or per unit of warrants or rights outstanding." } } }, "auth_ref": ["r430"] }, "us-gaap_ClassOfWarrantOrRightLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightLineItems", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofOutstandingWarrantsExcludingContingentWarrantsTable"], "lang": { "en-us": { "role": { "label": "Schedule of Outstanding Warrants, Excluding Contingent Warrants [Line Items]", "documentation": "Line items represent financial concepts included in a table. 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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://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart3", "http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4"], "lang": { "en-us": { "role": { "terseLabel": "Warrants exercisable", "label": "Class of Warrant or Right, Number of Securities Called by Warrants or Rights", "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": ["r430"] }, "us-gaap_ClassOfWarrantOrRightOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightOutstanding", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart3", "http://www.bluewatervaccines.com/role/ScheduleofOutstandingWarrantsExcludingContingentWarrantsTable", "http://www.bluewatervaccines.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Number of Shares", "verboseLabel": "Outstanding warrants", "netLabel": "Purchase shares of common stock (in Shares)", "label": "Class of Warrant or Right, Outstanding", "documentation": "Number of warrants or rights outstanding." } } }, "auth_ref": [] }, "us-gaap_ClassOfWarrantOrRightTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightTable", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofOutstandingWarrantsExcludingContingentWarrantsTable"], "lang": { "en-us": { "role": { "label": "Class of Warrant or Right [Table]", "documentation": "Disclosure of information about warrant or right issued that give holder right to purchase security from issuer at specific price within certain time frame." } } }, "auth_ref": ["r56"] }, "us-gaap_ClassOfWarrantOrRightUnissued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ClassOfWarrantOrRightUnissued", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart3"], "lang": { "en-us": { "role": { "terseLabel": "Remaining unissued shares", "label": "Class of Warrant or Right, Unissued", "documentation": "The number of warrants or rights which entitle the entity to receive future services in exchange for the unvested, forfeitable warrants or rights." } } }, "auth_ref": [] }, "ecd_CoSelectedMeasureAmt": { "xbrltype": "decimalItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CoSelectedMeasureAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Company Selected Measure Amount", "terseLabel": "Company Selected Measure Amount" } } }, "auth_ref": ["r1014"] }, "ecd_CoSelectedMeasureName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "CoSelectedMeasureName", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Company Selected Measure Name", "terseLabel": "Company Selected Measure Name" } } }, "auth_ref": ["r1014"] }, "us-gaap_CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CollaborativeArrangementsAndNoncollaborativeArrangementTransactionsLineItems", "presentation": ["http://www.bluewatervaccines.com/role/OrganizationandBasisofPresentationDetails"], "lang": { "en-us": { "role": { "label": "Organization and Basis of Presentation [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": ["r533"] }, "us-gaap_CommitmentsAndContingencies": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingencies", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_LiabilitiesAndStockholdersEquity", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Commitments and Contingencies (see Note 10)", "label": "Commitments and Contingencies", "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": ["r89", "r151", "r677", "r755"] }, "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": "http://fasb.org/us-gaap/2024", "localname": "CommitmentsAndContingenciesDisclosureTextBlock", "presentation": [
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"http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart3",
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"http://www.bluewatervaccines.com/role/SubscriptionAgreementDetails"], "lang": { "en-us": { "role": { "terseLabel": "Common Stock", "verboseLabel": "Common Stock [Member]", "label": "Common Stock [Member]", "documentation": "Stock that is subordinate to all other stock of the issuer." } } }, "auth_ref": ["r934", "r935", "r936", "r938", "r939", "r940", "r941", "r1109", "r1110", "r1113", "r1209", "r1278", "r1281"] }, "onco_CommonStockOfConversionPercentage": { "xbrltype": "percentItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "CommonStockOfConversionPercentage", "presentation": ["http://www.bluewatervaccines.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Common stock of conversion percentage", "documentation": "Common stock of conversion percentage.", "label": "Common Stock Of Conversion Percentage" } } }, "auth_ref": [] }, "us-gaap_CommonStockParOrStatedValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockParOrStatedValuePerShare", "presentation": [
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"http://www.bluewatervaccines.com/role/NotesPayableDetails"], "lang": { "en-us": { "role": { "terseLabel": "Common stock, shares issued", "verboseLabel": "Common stock, shares issued (in Shares)", "netLabel": "Common stock issued", "label": "Common Stock, Shares, Issued", "documentation": "Total 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." } } }, "auth_ref": ["r93"] }, "us-gaap_CommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "CommonStockSharesOutstanding", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet_Parentheticals",
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"http://www.bluewatervaccines.com/role/ScheduleofFairValueofheProteomedixStockOptionsTable"], "lang": { "en-us": { "role": { "terseLabel": "Derivative liability, measurement input", "verboseLabel": "Assumptions Level 3 inputs", "label": "Derivative Liability, Measurement Input", "documentation": "Value of input used to measure derivative liability." } } }, "auth_ref": ["r551", "r552", "r553"] }, "us-gaap_DevelopedTechnologyRightsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "DevelopedTechnologyRightsMember", "presentation": ["http://www.bluewatervaccines.com/role/AcquisitionsDetails",
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Usually it is a system-assigned date time value, but it may be declared by the submitter in some cases." } } }, "auth_ref": [] }, "dei_DocumentFinStmtErrorCorrectionFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFinStmtErrorCorrectionFlag", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Financial Statement Error Correction [Flag]", "documentation": "Indicates whether any of the financial statement period in the filing include a restatement due to error correction." } } }, "auth_ref": ["r957", "r960", "r972", "r1023"] }, "dei_DocumentFinStmtRestatementRecoveryAnalysisFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFinStmtRestatementRecoveryAnalysisFlag", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Financial Statement Restatement Recovery Analysis [Flag]", "documentation": "Indicates whether any of the financial statement periods include restatements that required a recovery analysis of incentive-based compensation received by any of the registrant's executive officers during the relevant recovery period pursuant to \u00a7240.10D-1(b)." } } }, "auth_ref": ["r957", "r960", "r972", "r1023"] }, "dei_DocumentFiscalPeriodFocus": { "xbrltype": "fiscalPeriodItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalPeriodFocus", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Fiscal Period Focus", "documentation": "Fiscal 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." } } }, "auth_ref": [] }, "dei_DocumentFiscalYearFocus": { "xbrltype": "gYearItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentFiscalYearFocus", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Fiscal Year Focus", "documentation": "This 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. 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The format of the date is YYYY-MM-DD." } } }, "auth_ref": [] }, "dei_DocumentPeriodStartDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentPeriodStartDate", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Period Start Date", "documentation": "The start date of the period covered in the document, in YYYY-MM-DD format." } } }, "auth_ref": [] }, "dei_DocumentQuarterlyReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentQuarterlyReport", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Quarterly Report", "documentation": "Boolean flag that is true only for a form used as an quarterly report." } } }, "auth_ref": ["r958"] }, "dei_DocumentRegistrationStatement": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentRegistrationStatement", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Registration Statement", "documentation": "Boolean flag that is true only for a form used as a registration statement." } } }, "auth_ref": ["r946"] }, "dei_DocumentShellCompanyEventDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentShellCompanyEventDate", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Shell Company Event Date", "documentation": "Date of event requiring a shell company report." } } }, "auth_ref": ["r960"] }, "dei_DocumentShellCompanyReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentShellCompanyReport", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Shell Company Report", "documentation": "Boolean flag that is true for a Shell Company Report pursuant to section 13 or 15(d) of the Exchange Act." } } }, "auth_ref": ["r960"] }, "dei_DocumentSubtitle": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentSubtitle", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Subtitle", "documentation": "The subtitle given to the document resource by the creator or publisher. An example is 'A New Period of Growth'." } } }, "auth_ref": [] }, "dei_DocumentSynopsis": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentSynopsis", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Synopsis", "documentation": "A synopsis or description of the document provided by the creator or publisher. Examples are 'This is the 2006 annual report for Company. During this period we saw revenue grow by 10% and earnings per share grow by 15% over the prior period'" } } }, "auth_ref": [] }, "dei_DocumentTitle": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentTitle", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Title", "documentation": "The name or title given to the document resource by the creator or publisher. An example is '2002 Annual Report'." } } }, "auth_ref": [] }, "dei_DocumentTransitionReport": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentTransitionReport", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Transition Report", "documentation": "Boolean flag that is true only for a form used as a transition report." } } }, "auth_ref": ["r1000"] }, "dei_DocumentType": { "xbrltype": "submissionTypeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentType", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Type", "documentation": "The 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'." } } }, "auth_ref": [] }, "dei_DocumentVersion": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentVersion", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Document Version", "documentation": "The version identifier of the document." } } }, "auth_ref": [] }, "dei_DocumentsIncorporatedByReferenceTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "DocumentsIncorporatedByReferenceTextBlock", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Documents Incorporated by Reference [Text Block]", "documentation": "Documents incorporated by reference." } } }, "auth_ref": ["r949"] }, "ecd_DvddsOrOthrErngsPdOnEqtyAwrdsNtOthrwsRflctdInTtlCompForCvrdYrMember": { "xbrltype": 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Share, Basic", "documentation": "The amount of net income (loss) for the period per each share of common stock or unit outstanding during the reporting period." } } }, "auth_ref": ["r225", "r243", "r244", "r245", "r246", "r247", "r248", "r254", "r256", "r263", "r264", "r265", "r269", "r526", "r532", "r547", "r548", "r670", "r694", "r865"] }, "us-gaap_EarningsPerShareDiluted": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EarningsPerShareDiluted", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedIncomeStatement"], "lang": { "en-us": { "role": { "terseLabel": "Net loss per share, diluted (in Dollars per share)", "label": "Earnings Per Share, Diluted", "documentation": "The 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 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["r253", "r266", "r267", "r268"] }, "us-gaap_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents", "crdr": "debit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedCashFlow": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Effect of exchange rate changes on cash", "label": "Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Continuing Operations", "documentation": "Amount 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. Excludes amounts for 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": ["r567"] }, "dei_EffectiveAfter60Days486a": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EffectiveAfter60Days486a", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Effective after 60 Days, 486(a)" } } }, "auth_ref": ["r1062"] }, "us-gaap_EffectiveIncomeTaxRateContinuingOperations": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateContinuingOperations", "presentation": ["http://www.bluewatervaccines.com/role/IncomeTaxesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Income tax percentage", "label": "Effective Income Tax Rate Reconciliation, Percent", "documentation": "Percentage of current income tax expense (benefit) and deferred income tax expense (benefit) pertaining to continuing operations." } } }, "auth_ref": ["r510", "r900"] }, "us-gaap_EffectiveIncomeTaxRateReconciliationNondeductibleExpenseImpairmentLosses": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "EffectiveIncomeTaxRateReconciliationNondeductibleExpenseImpairmentLosses", "presentation": ["http://www.bluewatervaccines.com/role/AcquisitionsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Percentage of impairment", "label": "Effective Income Tax Rate Reconciliation, Nondeductible Expense, Impairment Losses, Percent", "documentation": "Percentage of the difference between reported income tax expense (benefit) and expected income tax expense (benefit) computed by applying the domestic federal statutory income tax rates to pretax income (loss) from continuing operations attributable to impairment loss." } } }, "auth_ref": ["r900", "r1107", "r1201", "r1202"] }, "dei_EffectiveOnDate486a": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EffectiveOnDate486a", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Effective on Date, 486(a)" } } }, "auth_ref": ["r1062"] }, "dei_EffectiveOnDate486b": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EffectiveOnDate486b", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Effective on Date, 486(b)" } } }, "auth_ref": ["r1063"] }, "dei_EffectiveOnSetDate486a": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname":

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This can either be US GAAP as promulgated by the FASB or IFRS as promulgated by the IASB. Example: 'US GAAP', 'IFRS'. This is distinct from the Document Accounting Standard element." } } }, "auth_ref": [] }, "dei_EntityAddressAddressDescription": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressDescription", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, Address Description", "documentation": "Description of the kind of address for the entity, if needed to distinguish more finely among mailing, principal, legal, accounting, contact or other addresses." } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine1": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine1", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, Address Line One", "documentation": "Address Line 1 such as Attn, Building Name, Street Name" } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine2": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine2", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, Address Line Two", "documentation": "Address Line 2 such as Street or Suite number" } } }, "auth_ref": [] }, "dei_EntityAddressAddressLine3": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressAddressLine3", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, Address Line Three", "documentation": "Address Line 3 such as an Office Park" } } }, "auth_ref": [] }, "dei_EntityAddressCityOrTown": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCityOrTown", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, City or Town", "documentation": "Name of the City or Town" } } }, "auth_ref": [] }, "dei_EntityAddressCountry": { "xbrltype": "countryCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressCountry", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, Country", "documentation": "ISO 3166-1 alpha-2 country code." } } }, "auth_ref": [] }, "dei_EntityAddressPostalZipCode": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressPostalZipCode", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, Postal Zip Code", "documentation": "Code for the postal or zip code" } } }, "auth_ref": [] }, "dei_EntityAddressStateOrProvince": { "xbrltype": "stateOrProvinceItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressStateOrProvince", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Address, State or Province", "documentation": "Name of the state or province." } } }, "auth_ref": [] }, "dei_EntityAddressesAddressTypeAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressesAddressTypeAxis", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Addresses, Address Type [Axis]", "documentation": "The axis of a table defines the relationship between the domain members or categories in the table and the line items or concepts that complete the table." } } }, "auth_ref": [] }, "dei_EntityAddressesLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressesLineItems", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Addresses [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": [] }, "dei_EntityAddressesTable": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityAddressesTable", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Addresses [Table]", "documentation": "Container of address information for the entity" } } }, "auth_ref": ["r948"] }, "dei_EntityBankruptcyProceedingsReportingCurrent": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityBankruptcyProceedingsReportingCurrent", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Bankruptcy Proceedings, Reporting Current", "documentation": "For registrants involved in bankruptcy proceedings during the preceding five years, the value Yes indicates that the registrant has filed all documents and reports required to be filed by Section 12, 13 or 15(d) of the Securities Exchange Act of 1934 subsequent to the distribution of securities under a plan confirmed by a court; the value No indicates the registrant has not. Registrants not involved in bankruptcy proceedings during the preceding five years should not report this element." } } }, "auth_ref": ["r952"] }, "dei_EntityCentralIndexKey": { "xbrltype": "centralIndexKeyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCentralIndexKey", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Central Index Key", "documentation": "A unique 10-digit SEC-issued value to identify entities that have filed disclosures with the SEC. It is commonly abbreviated as CIK." } } }, "auth_ref": ["r948"] }, "dei_EntityCommonStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCommonStockSharesOutstanding", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Common Stock, Shares Outstanding", "documentation": "Indicate 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." } } }, "auth_ref": [] }, "dei_EntityContactPersonnelLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityContactPersonnelLineItems", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Contact Personnel [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": [] }, "dei_EntityCurrentReportingStatus": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityCurrentReportingStatus", "presentation": ["http://xbrl.sec.gov/dei/role/document/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. This information should be based on the registrant's current or most recent filing containing the related disclosure." } } }, "auth_ref": [] }, "dei_EntityDomain": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityDomain", "presentation": ["http://xbrl.sec.gov/dei/role/document/AuditInformation", "http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity [Domain]", "documentation": "All the names of the entities being reported upon in a document. Any legal structure used to conduct activities or to hold assets. Some examples of such structures are corporations, partnerships, limited liability companies, grantor trusts, and other trusts. This item does not include business and geographical segments which are included in the geographical or business segments domains." } } }, "auth_ref": [] }, "dei_EntityEmergingGrowthCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityEmergingGrowthCompany", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Emerging Growth Company", "documentation": "Indicate if registrant meets the emerging growth company criteria." } } }, "auth_ref": ["r948"] }, "dei_EntityExTransitionPeriod": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityExTransitionPeriod", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Ex Transition Period", "documentation": "Indicate if an emerging growth company has elected not to use the extended transition period for complying with any new or revised financial accounting standards." } } }, "auth_ref": ["r1064"] }, "dei_EntityFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFileNumber", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity File Number", "documentation": "Commission 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." } } }, "auth_ref": [] }, "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityFilerCategory", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Filer Category", "documentation": "Indicate 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." } } }, "auth_ref": ["r948"] }, "dei_EntityHomeCountryISOCode": { "xbrltype": "countryCodeItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityHomeCountryISOCode", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Home Country ISO Code", "documentation": "ISO 3166-1 alpha-2 country code for the Entity's home country. If home country is different from country of legal incorporation, then also provide country of legal incorporation in the 'Entity Incorporation, State Country Code' element." } } }, "auth_ref": [] }, "dei_EntityIncorporationDateOfIncorporation": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationDateOfIncorporation", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Incorporation, Date of Incorporation", "documentation": "Date when an entity was incorporated" } } }, "auth_ref": [] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype": "edgarStateCountryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityIncorporationStateCountryCode", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Incorporation, State or Country Code", "documentation": "Two-character EDGAR code representing the state or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInformationFormerLegalOrRegisteredName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInformationFormerLegalOrRegisteredName", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Information, Former Legal or Registered Name", "documentation": "Former Legal or Registered Name of an entity" } } }, "auth_ref": [] }, "dei_EntityInformationLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInformationLineItems", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Information [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": [] }, "dei_EntityInteractiveDataCurrent": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInteractiveDataCurrent", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Interactive Data Current", "documentation": "Boolean 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)." } } }, "auth_ref": ["r1053"] }, "dei_EntityInvCompanyType": { "xbrltype": "invCompanyType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityInvCompanyType", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Inv Company Type", "documentation": "One of: N-1A (Mutual Fund), N-1 (Open-End Separate Account with No Variable Annuities), N-2 (Closed-End Investment Company), N-3 (Separate Account Registered as Open-End Management Investment Company), N-4 (Variable Annuity UIT Separate Account), N-5 (Small Business Investment Company), N-6 (Variable Life UIT Separate Account), S-1 or S-3 (Face Amount Certificate Company), S-6 (UIT, Non-Insurance Product)." } } }, "auth_ref": ["r1052"] }, "dei_EntityLegalForm": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityLegalForm", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Legal Form", "documentation": "The details of the entity's legal form. Examples are partnership, limited liability company, trust, etc." } } }, "auth_ref": [] }, "dei_EntityListingDepositoryReceiptRatio": { "xbrltype": "pureItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingDepositoryReceiptRatio", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listing, Depository Receipt Ratio", "documentation": "The number of underlying shares represented by one American Depository Receipt (ADR) or Global Depository Receipt (GDR). A value of '3' means that one ADR represents 3 underlying shares. If one underlying share represents 2 ADR's then the value would be represented as '0.5'." } } }, "auth_ref": [] }, "dei_EntityListingDescription": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingDescription", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listing, Description", "documentation": "Description of the kind of listing the entity has on the exchange, if necessary to further describe different instruments that are already distinguished by Entity, Exchange and Security." } } }, "auth_ref": [] }, "dei_EntityListingForeign": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingForeign", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listing, Foreign", "documentation": "Yes or No value indicating whether this is a listing that is a foreign listing or depository receipt." } } }, "auth_ref": [] }, "dei_EntityListingParValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingParValuePerShare", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listing, Par Value Per Share", "documentation": "The par value per share of security quoted in same currency as Trading currency. Example: '0.01'." } } }, "auth_ref": [] }, "dei_EntityListingPrimary": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingPrimary", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listing, Primary", "documentation": "Yes or No value indicating whether a listing of an instrument on an exchange is primary for the entity." } } }, "auth_ref": [] }, "dei_EntityListingSecurityTradingCurrency": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingSecurityTradingCurrency", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listing, Security Trading Currency", "documentation": "The three character ISO 4217 code for the currency in which the security is quoted. Example: 'USD'" } } }, "auth_ref": [] }, "dei_EntityListingsExchangeAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingsExchangeAxis", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listings, Exchange [Axis]", "documentation": "The axis of a table defines the relationship between the domain members or categories in the table and the line items or concepts that complete the table." } } }, "auth_ref": [] }, "dei_EntityListingsLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingsLineItems", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listings [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": [] }, "dei_EntityListingsTable": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityListingsTable", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Listings [Table]", "documentation": "Container for exchange listing information for an entity" } } }, "auth_ref": [] }, "dei_EntityNumberOfEmployees": { "xbrltype": "decimalItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityNumberOfEmployees", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Number of Employees", "documentation": "Number of persons employed by the Entity" } } }, "auth_ref": [] }, "dei_EntityPhoneFaxNumbersLineItems": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityPhoneFaxNumbersLineItems", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Phone Fax Numbers [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": [] }, "dei_EntityPrimarySicNumber": { "xbrltype": "sicNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityPrimarySicNumber", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Primary SIC Number", "documentation": "Primary Standard Industrial Classification (SIC) Number for the Entity." } } }, "auth_ref": ["r972"] }, "dei_EntityPublicFloat": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityPublicFloat", "crdr": "credit", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Public Float", "documentation": "The aggregate market value of the voting and non-voting common equity held by non-affiliates computed by reference to the price at which the common equity was last sold, or the average bid and asked price of such common equity, as of the last business day of the registrant's most recently completed second fiscal quarter." } } }, "auth_ref": [] }, "dei_EntityRegistrantName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityRegistrantName", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Registrant Name", "documentation": "The exact name of the entity filing the report as specified in its charter, which is required by forms filed with the SEC." } } }, "auth_ref": ["r948"] }, "dei_EntityReportingCurrencyISOCode": { "xbrltype": "currencyItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityReportingCurrencyISOCode", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Reporting Currency ISO Code", "documentation": "The three character ISO 4217 code for the currency used for reporting purposes. Example: 'USD'." } } }, "auth_ref": [] }, "dei_EntityShellCompany": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityShellCompany", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Shell Company", "documentation": "Boolean flag that is true when the registrant is a shell company as defined in Rule 12b-2 of the Exchange Act." } } }, "auth_ref": ["r948"] }, "dei_EntitySmallBusiness": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntitySmallBusiness", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Small Business", "documentation": "Indicates that the company is a Smaller Reporting Company (SRC)." } } }, "auth_ref": ["r948"] }, "dei_EntityTaxIdentificationNumber": { "xbrltype": "employerIdItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityTaxIdentificationNumber", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Tax Identification Number", "documentation": "The Tax Identification Number (TIN), also known as an Employer Identification Number (EIN), is a unique 9-digit value assigned by the IRS." } } }, "auth_ref": ["r948"] }, "dei_EntityTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityTextBlock", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity [Text Block]", "documentation": "Container to serve as parent of six Entity related Table concepts." } } }, "auth_ref": [] }, "dei_EntityVoluntaryFilers": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityVoluntaryFilers", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Voluntary Filers", "documentation": "Indicate 'Yes' or 'No' if the registrant is not required to file reports pursuant to Section 13 or Section 15(d) of the Act." } } }, "auth_ref": [] }, "dei_EntityWellKnownSeasonedIssuer": { "xbrltype": "yesNoItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "EntityWellKnownSeasonedIssuer", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Entity Well-known Seasoned Issuer", "documentation": "Indicate 'Yes' or 'No' if the registrant is a well-known seasoned issuer, as defined in Rule 405 of

the Securities Act. Is used on Form Type: 10-K, 10-Q, 8-K, 20-F, 6-K, 10-K/A, 10-Q/A, 20-F/A, 6-K/A, N-CSR, N-Q, N-1A." } } }, "auth_ref": ["r1055"] }, "ecd_EqtyAwrdsAdjFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsAdjFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Equity Awards Adjustments, Footnote [Text Block]", "terseLabel": "Equity Awards Adjustments, Footnote" } } }, "auth_ref": ["r1006"] }, "ecd_EqtyAwrdsAdjsExclgValRprtdInSummryCompstnTblMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsAdjsExclgValRprtdInSummryCompstnTblMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member]", "terseLabel": "Equity Awards Adjustments, Excluding Value Reported in Compensation Table" } } }, "auth_ref": ["r1048"] }, "ecd_EqtyAwrdsAdjsMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsAdjsMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Equity Awards Adjustments [Member]", "terseLabel": "Equity Awards Adjustments" } } }, "auth_ref": ["r1048"] }, "ecd_EqtyAwrdsInSummryCompstnTblForAplblYrMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EqtyAwrdsInSummryCompstnTblForAplblYrMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member]", "terseLabel": "Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table" } } }, "auth_ref": ["r1048"] }, "us-gaap_EquityAbstract": { "xbrltype": "stringItemType", "nsuri": 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earnings, etc." } } }, "auth_ref": ["r16", "r200", "r221", "r222", "r223", "r238", "r239", "r240", "r242", "r247", "r249", "r251", "r272", "r327", "r328", "r356", "r432", "r516", "r517", "r523", "r524", "r525", "r527", "r531", "r532", "r538", "r539", "r540", "r541", "r542", "r543", "r546", "r568", "r569", "r570", "r571", "r572", "r574", "r578", "r580", "r590", "r690", "r708", "r709", "r710", "r727", "r803"] }, "ecd_EquityValuationAssumptionDifferenceFnTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "EquityValuationAssumptionDifferenceFnTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Equity Valuation Assumption Difference, Footnote [Text Block]", "terseLabel": "Equity Valuation Assumption Difference, Footnote" } } }, "auth_ref": ["r1016"] }, "ecd_ErrCompAnalysisTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": 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"terseLabel": "European Union [Member]", "label": "European Union [Member]", "documentation": "Economic and political union of member states, located primarily in Europe." } } }, "auth_ref": ["r1283", "r1285", "r1287", "r1289"] }, "dei_ExchangeDomain": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "ExchangeDomain", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Exchange [Domain]", "documentation": "The set of all exchanges. MIC exchange codes are drawn from ISO 10383." } } }, "auth_ref": [] }, "ecd_ExecutiveCategoryAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "ExecutiveCategoryAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Executive Category [Axis]", "terseLabel": "Executive Category:" } } }, "auth_ref": ["r1022"] }, "onco_ExerciseOfPrefundedWarrants": { "xbrltype": "monetaryItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "ExerciseOfPrefundedWarrants", "crdr": "credit", "presentation": ["http://www.bluewatervaccines.com/role/ShareholdersEquityType2or3"], "lang": { "en-us": { "role": { "terseLabel": "Exercise of pre-funded warrants", "documentation": "Amount of exercise of pre-funded warrants.", "label": "Exercise Of Prefunded Warrants" } } }, "auth_ref": [] }, "onco_ExerciseOfPrefundedWarrantsShares": { "xbrltype": "sharesItemType", "nsuri": 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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": ["r1153", "r1291"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths", "crdr": "debit", "calculation": { "http://www.bluewatervaccines.com/role/ScheduleofFutureAnnualAmortizationExpenseTable": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofFutureAnnualAmortizationExpenseTable"], "lang": { "en-us": { "role": { "terseLabel": "2025", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year One", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized 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)." } } }, "auth_ref": ["r352", "r856", "r878"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear", "crdr": "debit", "calculation": { "http://www.bluewatervaccines.com/role/ScheduleofFutureAnnualAmortizationExpenseTable": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofFutureAnnualAmortizationExpenseTable"], "lang": { "en-us": { "role": { "terseLabel": "2024", "label": "Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year." } } }, "auth_ref": ["r1291"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearFour": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearFour", "crdr": "debit", "calculation": { "http://www.bluewatervaccines.com/role/ScheduleofFutureAnnualAmortizationExpenseTable": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofFutureAnnualAmortizationExpenseTable"], "lang": { "en-us": { "role": { "terseLabel": "2028", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Four", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized 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)." } } }, "auth_ref": ["r352", "r856", "r878"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearThree": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearThree", "crdr": "debit", "calculation": { "http://www.bluewatervaccines.com/role/ScheduleofFutureAnnualAmortizationExpenseTable": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofFutureAnnualAmortizationExpenseTable"], "lang": { "en-us": { "role": { "terseLabel": "2027", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Three", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized 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)." } } }, "auth_ref": ["r352", "r856", "r878"] }, "us-gaap_FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo", "crdr": "debit", "calculation": { "http://www.bluewatervaccines.com/role/ScheduleofFutureAnnualAmortizationExpenseTable": { "parentTag": "us-gaap_FiniteLivedIntangibleAssetsNet", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofFutureAnnualAmortizationExpenseTable"], "lang": { "en-us": { "role": { "terseLabel": "2026", "label": "Finite-Lived Intangible Asset, Expected Amortization, Year Two", "documentation": "Amount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized 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)." } } }, "auth_ref": ["r352", "r856", "r878"] }, "us-gaap_FiniteLivedIntangibleAssetsByMajorClassAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsByMajorClassAxis", "presentation": ["http://www.bluewatervaccines.com/role/AcquisitionsDetails", "http://www.bluewatervaccines.com/role/ScheduleofIntangibleAssetsTable"], "lang": { "en-us": { "role": { "label": "Finite-Lived Intangible Assets by Major Class [Axis]", "documentation": "Information by major type or class of finite-lived intangible assets." } } }, "auth_ref": ["r343", "r345", "r346", "r347", "r349", "r350", "r353", "r354", "r636", "r637", "r856"] }, "us-gaap_FiniteLivedIntangibleAssetsForeignCurrencyTranslationGainLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsForeignCurrencyTranslationGainLoss", "crdr": "credit", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofIntangibleAssetsTable"], "lang": { "en-us": { "role": { "negatedLabel": "Foreign Currency Translation", "label": "Finite-Lived Intangible Assets, Foreign Currency Translation Gain (Loss)", "documentation": "Amount of foreign currency translation gain (loss) which increases (decreases) assets, excluding financial assets and goodwill, lacking physical substance with a finite life." } } }, "auth_ref": [] }, "us-gaap_FiniteLivedIntangibleAssetsFutureAmortizationExpenseAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsFutureAmortizationExpenseAbstract", "lang": { "en-us": { "role": { "label": "Schedule of Future Annual Amortization Expense [Abstract]" } } } }, "auth_ref": [] }, "us-gaap_FiniteLivedIntangibleAssetsGross": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FiniteLivedIntangibleAssetsGross", "crdr": "debit", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofIntangibleAssetsTable"], "lang": { "en-us": { "role": { "periodStartLabel": "Total intangible assets, gross\tbegininng", "periodEndLabel": "Total intangible assets, gross Ending", "label": "Finite-Lived Intangible Assets, Gross", "documentation": "Amount before amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life." } } }, "auth_ref": ["r337", "r350", "r637", "r878"] }, "us-gaap_FiniteLivedIntangibleAssetsLineItems": { "xbrltype": "stringItemType", "nsuri":

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"r746", "r747", "r811", "r815", "r819", "r820", "r827", "r854", "r855", "r873", "r884", "r898", "r907", "r908", "r912", "r928", "r1169", "r1235", "r1236", "r1237", "r1238", "r1239", "r1240"] }, "us-gaap_MinorityInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MinorityInterest", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Non-controlling interest", "label": "Equity, Attributable to Noncontrolling Interest", "documentation": "Amount of equity (deficit) attributable to noncontrolling interest. Excludes temporary equity." } } }, "auth_ref": ["r97", "r152", "r233", "r326", "r375", "r377", "r378", "r379", "r382", "r383", "r565", "r684", "r758"] }, "us-gaap_MinorityInterestOwnershipPercentageByParent": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MinorityInterestOwnershipPercentageByParent", "presentation": ["http://www.bluewatervaccines.com/role/OrganizationandBasisofPresentationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Subsidiary owned, percentage", "label": "Subsidiary, Ownership Percentage, Parent", "documentation": "The parent entity's interest in net assets of the

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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." } } }, "auth_ref": ["r227"] }, "us-gaap_NetCashProvidedByUsedInFinancingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInFinancingActivitiesAbstract", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Cash flows from financing activities", "label": "Net Cash Provided by (Used in) Financing Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInInvestingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivities", "crdr": "debit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedCashFlow": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "totalLabel": "Net cash used in investing activities", "label": "Net Cash Provided by (Used in) Investing Activities", "documentation": "Amount 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." } } }, "auth_ref": ["r227"] }, "us-gaap_NetCashProvidedByUsedInInvestingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInInvestingActivitiesAbstract", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Cash flows from investing activities", "label": "Net Cash Provided by (Used in) Investing Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetCashProvidedByUsedInOperatingActivities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivities", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedCashFlow": { "parentTag": "us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedCashFlow", "http://www.bluewatervaccines.com/role/GoingConcernandManagementsPlansDetails"], "lang": { "en-us": { "role": { "totalLabel": "Net cash used in operating activities", "terseLabel": "Cash for operating activities", "label": "Net Cash Provided by (Used in) Operating Activities", "documentation": "Amount 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." } } }, "auth_ref": ["r117", "r118", "r120"] }, "us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetCashProvidedByUsedInOperatingActivitiesAbstract", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Cash flows from operating activities", "label": "Net Cash Provided by (Used in) Operating Activities [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NetIncomeLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NetIncomeLoss", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedIncomeStatement": { "parentTag": "us-gaap_ComprehensiveIncomeNetOfTax", "weight": 1.0, "order": 1.0 }, "http://www.bluewatervaccines.com/role/ConsolidatedCashFlow": { "parentTag": "us-gaap_NetCashProvidedByUsedInOperatingActivities", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedCashFlow", "http://www.bluewatervaccines.com/role/ConsolidatedIncomeStatement", "http://www.bluewatervaccines.com/role/ShareholdersEquityType2or3", "http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "totalLabel": "Net loss", "verboseLabel": "Net loss", "label": "Net Income (Loss)", "terseLabel": "Net Income (Loss)", "documentation": "The portion of profit or loss for the period, net of income taxes, which is attributable to the parent." } } }, "auth_ref": ["r107", "r120", "r155", "r202", "r217", "r219", "r223", "r233", "r241", "r243", "r244", "r245", "r246", "r247", "r250", "r251", "r262", "r326", "r375", "r376", "r377", "r378", "r379", "r380", "r381", "r382", "r383", "r526", "r532", "r548", "r565", "r689", "r779", "r801", "r802", "r942", "r1167"] }, "us-gaap_NewAccountingPronouncementsPolicyPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NewAccountingPronouncementsPolicyPolicyTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/AccountingPoliciesByPolicy"], "lang": { "en-us": { "role": { "terseLabel": "New Accounting Pronouncements", "label": "New Accounting Pronouncements, Policy [Policy Text Block]", "documentation": "Disclosure 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." } } }, "auth_ref": [] }, "dei_NewEffectiveDateForPreviousFiling": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "NewEffectiveDateForPreviousFiling", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "New Effective Date for Previous Filing" } } }, "auth_ref": ["r985", "r986", "r987", "r988"] }, "dei_NoSubstantiveChanges462c": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "NoSubstantiveChanges462c", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "No Substantive Changes, 462(c)" } } }, "auth_ref": ["r1059"] }, "dei_NoSubstantiveChanges462cFileNumber": { "xbrltype": "fileNumberItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "NoSubstantiveChanges462cFileNumber", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "No Substantive Changes, 462(c), File Number" } } }, "auth_ref": ["r1059"] }, "dei_NoTradingSymbolFlag": { "xbrltype": "trueItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "NoTradingSymbolFlag", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "No Trading Symbol Flag", "documentation": "Boolean flag that is true only for a security having no trading symbol." } } }, "auth_ref": [] }, "onco_NonConvertibleDebentureMember": { "xbrltype": "domainItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "NonConvertibleDebentureMember", "presentation": ["http://www.bluewatervaccines.com/role/RelatedPartyTransactionsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Non-convertible debenture [Member]", "label": "Non-Convertible Debenture Member" } } }, "auth_ref": [] }, "onco_NonEuropeanUnionMember": { "xbrltype": "domainItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "NonEuropeanUnionMember", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofRevenuewasGeneratedfromtheFollowingGeographicRegionsTable"], "lang": { "en-us": { "role": { "terseLabel": "Non-European Union [Member]", "label": "Non-European Union Member" } } }, "auth_ref": [] }, "ecd_NonGaapMeasureDescriptionTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonGaapMeasureDescriptionTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Non-GAAP Measure Description [Text Block]", "terseLabel": "Non-GAAP Measure Description" } } }, "auth_ref": ["r1014"] }, "ecd_NonNeosMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonNeosMember", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "label": "Non-NEOs [Member]", "terseLabel": "Non-NEOs" } } }, "auth_ref": ["r969", "r980", "r996", "r1022", "r1031"] }, "ecd_NonPeoNeoAvgCompActuallyPaidAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonPeoNeoAvgCompActuallyPaidAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Non-PEO NEO Average Compensation Actually Paid Amount", "terseLabel": "Non-PEO NEO Average Compensation Actually Paid Amount" } } }, "auth_ref": ["r1005"] }, "ecd_NonPeoNeoAvgTotalCompAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonPeoNeoAvgTotalCompAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"

], "lang": { "en-us": { "role": { "label": "Non-PEO NEO Average Total Compensation Amount", "terseLabel": "Non-PEO NEO Average Total Compensation Amount" } } }, "auth_ref": ["r1004"] }, "ecd_NonPeoNeoMember": { "xbrltype": "domainItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonPeoNeoMember", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Non-PEO NEO [Member]", "terseLabel": "Non-PEO NEO" } } }, "auth_ref": ["r1022"] }, "ecd_NonRule10b51ArrAdoptedFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonRule10b51ArrAdoptedFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "Non-Rule 10b5-1 Arrangement Adopted [Flag]", "terseLabel": "Non-Rule 10b5-1 Arrangement Adopted" } } }, "auth_ref": ["r1042"] }, "ecd_NonRule10b51ArrTrmntdFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "NonRule10b51ArrTrmntdFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "Non-Rule 10b5-1 Arrangement Terminated [Flag]", "terseLabel": "Non-Rule 10b5-1 Arrangement Terminated" } } }, "auth_ref": ["r1042"] }, "us-gaap_NoncashInvestingAndFinancingItemsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NoncashInvestingAndFinancingItemsAbstract", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Noncash investing and financing activities:", "label": "Noncash Investing and Financing Items [Abstract]" } } }, "auth_ref": [] }, "us-gaap_NoncashOrPartNoncashAcquisitionInventoryAcquired1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NoncashOrPartNoncashAcquisitionInventoryAcquired1", "crdr": "debit", "presentation": ["http://www.bluewatervaccines.com/role/AcquisitionsDetails", "http://www.bluewatervaccines.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Inventory and intangible assets acquired through issuance of notes payable", "verboseLabel": "Acquired inventory", "label": "Noncash or Part Noncash Acquisition, Inventory Acquired", "documentation": "The amount of inventory that an Entity acquires in a noncash (or part noncash) acquisition. Noncash is defined as information about all investing and financing activities of an enterprise during a period that affect recognized assets or liabilities but that do not result in cash receipts or cash payments in the period. \"Part noncash\" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period." } } }, "auth_ref": ["r33", "r34", "r35"] }, "us-gaap_NoncashOrPartNoncashAcquisitionPayablesAssumed1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NoncashOrPartNoncashAcquisitionPayablesAssumed1", "crdr": "credit", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Deferred offering costs included in accounts payable and accrued expenses", "label": "Noncash or Part Noncash Acquisition, Payables Assumed", "documentation": "The amount of payables that an Entity assumes in acquiring a business or in consideration for an asset received in a noncash (or part noncash) acquisition. Noncash is defined as transactions during a period that affect recognized assets or liabilities but that do not result in cash receipts or cash payments in the period. \"Part noncash\" refers to that portion of the transaction not resulting in cash receipts or cash payments in the period." } } }, "auth_ref": ["r33", "r34", "r35"] }, "us-gaap_NoncontrollingInterestMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NoncontrollingInterestMember", "presentation": ["http://www.bluewatervaccines.com/role/ShareholdersEquityType2or3"], "lang": { "en-us": { "role": { "terseLabel": "Non- controlling Interest", "label": "Noncontrolling Interest [Member]", "documentation": "This element represents that portion of equity (net assets) in a subsidiary not attributable, directly or indirectly, to the parent. A noncontrolling interest is sometimes called a minority interest." } } }, "auth_ref": ["r71", "r432", "r1109", "r1110", "r1111", "r1113", "r1281"] }, "us-gaap_NoninterestBearingDepositLiabilities": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NoninterestBearingDepositLiabilities", "crdr": "credit", "presentation": ["http://www.bluewatervaccines.com/role/AcquisitionsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Non-interest bearing note payable", "label": "Noninterest-Bearing Deposit Liabilities", "documentation": "The aggregate amount of all domestic and foreign noninterest-bearing deposits liabilities held by the entity." } } }, "auth_ref": ["r146"] }, "us-gaap_NonoperatingIncomeExpense": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NonoperatingIncomeExpense", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedIncomeStatement": { "parentTag": "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNoncontrollingInterest", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedIncomeStatement"], "lang": { "en-us": { "role": { "totalLabel": "Total other expense", "label": "Nonoperating Income (Expense)", "documentation": "The aggregate amount of income or expense from ancillary business-related activities (that is to say, excluding major activities considered part of the normal operations of the business)." } } }, "auth_ref": ["r110"] }, "onco_NotePayableMember": { "xbrltype": "domainItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "NotePayableMember", "presentation": ["http://www.bluewatervaccines.com/role/NotesPayableDetails"], "lang": { "en-us": { "role": { "terseLabel": "Note Payable [Member]", "label": "Note Payable Member" } } }, "auth_ref": [] }, "onco_NotePayableNetOfDebtDiscount": { "xbrltype": "monetaryItemType", 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"us-gaap_NotesPayable": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NotesPayable", "crdr": "credit", "presentation": ["http://www.bluewatervaccines.com/role/AcquisitionsDetails", "http://www.bluewatervaccines.com/role/NotesPayableDetails"], "lang": { "en-us": { "role": { "terseLabel": "Note payable", "label": "Notes Payable", "documentation": "Including the current and noncurrent portions, aggregate carrying amount of all types of notes payable, as of the balance sheet date, with initial maturities beyond one year or beyond the normal operating cycle, if longer." } } }, "auth_ref": ["r21", "r150", "r1243", "r1244"] }, "us-gaap_NotesPayableAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NotesPayableAbstract", "lang": { "en-us": { "role": { "label": "Notes Payable [Abstract]" } } }, "auth_ref": [] }, "onco_NotesPayableDetailsTable": { "xbrltype": "stringItemType", "nsuri": 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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." } } }, "auth_ref": ["r871", "r1120"] }, "onco_NumberOfShares": { "xbrltype": "sharesItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "NumberOfShares", "presentation": ["http://www.bluewatervaccines.com/role/AcquisitionsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Number of shares (in Shares)", "documentation": "Number of shares.", "label": "Number Of Shares" } } }, "auth_ref": [] }, "onco_NumberOfSharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "NumberOfSharesIssued", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart3"], "lang": { "en-us": { "role": { "terseLabel": "Number of shares issued", "documentation": "Number of shares issued.", "label": "Number Of Shares Issued" } } }, "auth_ref": [] }, "us-gaap_ObligationWithJointAndSeveralLiabilityArrangementLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ObligationWithJointAndSeveralLiabilityArrangementLineItems", "presentation": ["http://www.bluewatervaccines.com/role/SignificantAgreementsDetails"], "lang": { "en-us": { "role": { "label": "Significant Agreements [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": ["r362", "r363", "r365"] }, "onco_OnconetixIncMember": { "xbrltype": "domainItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "OnconetixIncMember", "presentation": ["http://www.bluewatervaccines.com/role/OrganizationandBasisofPresentationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Onconetix, Inc. [Member]", "label": "Onconetix Inc Member" } } }, "auth_ref": [] }, "us-gaap_OperatingExpenses": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpenses", "crdr": "debit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedIncomeStatement": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": -1.0, "order": 2.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedIncomeStatement"], "lang": { "en-us": { "role": { "totalLabel": "Total operating expenses", "label": "Operating Expenses", "documentation": "Generally 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." } } }, "auth_ref": [] }, "us-gaap_OperatingExpensesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpensesAbstract", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedIncomeStatement"

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Excludes variable lease payments not included in measurement of lease receivable." } } }, "auth_ref": ["r271", "r589"] }, "us-gaap_OperatingLeaseLiabilityCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingLeaseLiabilityCurrent", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_LiabilitiesCurrent", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Operating lease liability, current", "label": "Operating Lease, Liability, Current", "documentation": "Present value of lessee's discounted obligation for lease payments from operating lease, classified as current." } } }, "auth_ref": ["r582"] }, "us-gaap_OperatingLeaseLiabilityNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": 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That is, shares of preferred stock into which another convertible security was converted, or shares of preferred stock into which another class of preferred stock was converted." } } }, "auth_ref": ["r50", "r92"] }, "us-gaap_PreferredStockConvertibleConversionRatio": { "xbrltype": "pureItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockConvertibleConversionRatio", "presentation": ["http://www.bluewatervaccines.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Conversion Price", "label": "Preferred Stock, Convertible, Conversion Ratio", "documentation": "Number of common shares issuable upon conversion for each share of preferred stock to be converted." } } }, "auth_ref": ["r416"] }, "us-gaap_PreferredStockConvertibleSharesIssuable": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockConvertibleSharesIssuable", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart1", "http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart2"], "lang": { "en-us": { "role": { "terseLabel": "Convertible preferred stock", "label": "Preferred Stock, Convertible, Shares Issuable", "documentation": "Number of common shares issuable upon conversion of preferred stock." } } }, "auth_ref": ["r416"] }, "us-gaap_PreferredStockDividendRatePercentage": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockDividendRatePercentage", "presentation": ["http://www.bluewatervaccines.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Preferred Share rate", "label": "Preferred Stock, Dividend Rate, Percentage", "documentation": "The percentage rate used to calculate dividend payments on preferred stock." } } }, "auth_ref": ["r415", "r812", "r816", "r818", "r828"] }, "us-gaap_PreferredStockLiquidationPreferenceValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockLiquidationPreferenceValue", "crdr": "credit", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet_Parentheticals"], "lang": { "en-us": { "role": { "terseLabel": "Preferred stock, liquidation preference (in Dollars)", "label": "Preferred Stock, Liquidation Preference, Value", "documentation": "Value of the difference between preference in liquidation and the par or stated values of the preferred shares." } } }, "auth_ref": ["r231", "r418", "r431"] }, "us-gaap_PreferredStockMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockMember", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart1", "http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart2", "http://www.bluewatervaccines.com/role/ShareholdersEquityType2or3"], "lang": { "en-us": { "role": { "terseLabel": "Preferred Stock", "verboseLabel": "Preferred Stock [Member]", "label": "Preferred Stock [Member]", "documentation": "Preferred shares may provide a preferential dividend to the dividend on common stock and may take precedence over common stock in the event of a liquidation. Preferred shares typically represent an ownership interest in the company." } } }, "auth_ref": ["r934", "r935", "r938", "r939", "r940", "r941", "r1278", "r1281"] }, "us-gaap_PreferredStockParOrStatedValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockParOrStatedValuePerShare", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet_Parentheticals", "http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart1", "http://www.bluewatervaccines.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Preferred stock, par value (in Dollars per share)", "verboseLabel": "Par value of preferred stock (in Dollars per share)", "netLabel": "Preferred stock par value (in Dollars per share)", "label": "Preferred Stock, Par or Stated Value Per Share", "documentation": "Face amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer." } } }, "auth_ref": ["r92", "r414"] }, "us-gaap_PreferredStockSharesAuthorized": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockSharesAuthorized", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet_Parentheticals", "http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart1", "http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart2",

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Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt." } } }, "auth_ref": ["r92", "r414"] }, "us-gaap_PreferredStockSharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockSharesOutstanding", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet_Parentheticals", "http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart1"], "lang": { "en-us": { "role": { "terseLabel": "Preferred stock shares outstanding", "verboseLabel": "Preferred investment options outstanding", "label": "Preferred Stock, Shares Outstanding", "documentation": "Aggregate 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." } } }, "auth_ref": ["r92", "r756", "r777", "r1281", "r1282"] }, "us-gaap_PreferredStockValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PreferredStockValue", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Series A Convertible Preferred stock, $0.00001 par value, 10,000 shares authorized at September 30, 2024 and December 31, 2023; 0 and 3,000 shares issued and outstanding at September 30, 2024 and December 31, 2023; Liquidation preference of $0 and $3,000,000 at September 30, 2024 and December 31, 2023, respectively", "label": "Preferred Stock, Value, Issued", "documentation": "Aggregate 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." } } }, "auth_ref": ["r92", "r679", "r916"] }, "us-gaap_PrepaidExpenseAndOtherAssets": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PrepaidExpenseAndOtherAssets", "crdr": "debit", "presentation": ["http://www.bluewatervaccines.com/role/BalanceSheetDetailsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Prepaids and other assets", "label": "Prepaid Expense and Other Assets", "documentation": "Amount of asset related to consideration paid in advance for costs that provide economic benefits in future periods, and amount of other assets." } } }, "auth_ref": [] }, "us-gaap_PrepaidExpenseAndOtherAssetsCurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "PrepaidExpenseAndOtherAssetsCurrent", "crdr": "debit", "calculation": { 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"http://www.bluewatervaccines.com/role/ScheduleofFairValueoftheProteomedixStockOptionsTable",
"http://www.bluewatervaccines.com/role/SignificantAgreementsDetails", "http://www.bluewatervaccines.com/role/SubsequentEventsDetails"],
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"http://www.bluewatervaccines.com/role/SubscriptionAgreementDetails"], "lang": { "en-us": { "role": { "label": "Related and Nonrelated Parties [Axis]", "documentation": "Information by related and nonrelated parties. Related party includes, but is not limited to, affiliate, other entity for which investment is accounted for under equity method, trust for benefit of employee, principal owner, management, and member of immediate family, and other party that may be prevented from pursuing separate interests because of control, significant influence, or ownership interest." } } }, "auth_ref": ["r295", "r463", "r594", "r595", "r676", "r686", "r749", "r750", "r751", "r752", "r753", "r776", "r778", "r810", "r1232"] },
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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": ["r505", "r856", "r870", "r1241"] }, "onco_ResearchAndDevelopmentMember": { "xbrltype": "domainItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "ResearchAndDevelopmentMember", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofStockBasedCompensationExpenseTable"], "lang": { "en-us": { "role": { "terseLabel": "Research and development [Member]", "label": "Research And Development Member" } } }, "auth_ref": [] }, "ecd_RestatementDateAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDateAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "label": "Restatement Determination Date [Axis]", "terseLabel": "Restatement Determination Date:" } } }, "auth_ref": ["r963", "r974", "r990", "r1025"] }, "ecd_RestatementDeterminationDate": { "xbrltype": "dateItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDeterminationDate", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "label": "Restatement Determination Date", "terseLabel": "Restatement Determination Date" } } }, "auth_ref": ["r964", "r975", "r991", "r1026"] }, "ecd_RestatementDoesNotRequireRecoveryTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "RestatementDoesNotRequireRecoveryTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/ErrCompDisclosure"], "lang": { "en-us": { "role": { "label": "Restatement Does Not Require Recovery [Text Block]", "terseLabel": "Restatement does not require Recovery" } } }, "auth_ref": ["r971", "r982", "r998", "r1033"] }, "onco_RestrictedSharesGrantedVestPercentage": { "xbrltype": "percentItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "RestrictedSharesGrantedVestPercentage", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4"], "lang": { "en-us": { "role": { "terseLabel": "Restricted shares granted vest", "documentation": "Restricted shares granted vest percentage.", "label": "Restricted Shares Granted Vest Percentage" } } }, "auth_ref": [] }, "onco_RestrictedStockForfeitures": { "xbrltype": "monetaryItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "RestrictedStockForfeitures", "crdr": "credit", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Restricted stock forfeitures", "documentation": "The amount of restricted stock forfeitures.", "label": "Restricted Stock Forfeitures" } } }, "auth_ref": [] }, "us-gaap_RestrictedStockSharesIssuedNetOfSharesForTaxWithholdings": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestrictedStockSharesIssuedNetOfSharesForTaxWithholdings", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4"], "lang": { "en-us": { "role": { "terseLabel": "Restricted shares granted", "label": "Restricted Stock, Shares Issued Net of Shares for Tax Withholdings", "documentation": "Number, after shares used to satisfy grantee's tax withholding obligation for award under share-based payment arrangement, of restricted shares issued. 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Excludes cash used to satisfy grantee's tax withholding obligation." } } }, "auth_ref": [] }, "us-gaap_RetainedEarningsAccumulatedDeficit": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsAccumulatedDeficit", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_StockholdersEquity", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet", "http://www.bluewatervaccines.com/role/GoingConcernandManagementsPlansDetails"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated deficit", "label": "Retained Earnings (Accumulated Deficit)", "documentation": "Amount of accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r95", "r133", "r683", "r711", "r713", "r721", "r757", "r916"] }, "us-gaap_RetainedEarningsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RetainedEarningsMember", "presentation": ["http://www.bluewatervaccines.com/role/ShareholdersEquityType2or3"], "lang": { "en-us": { "role": { "terseLabel": "Accumulated Deficit", "label": "Retained Earnings [Member]", "documentation": "Accumulated undistributed earnings (deficit)." } } }, "auth_ref": ["r200", "r238", "r239", "r240", "r242", "r247", "r249", "r251", "r327", "r328", "r356", "r516", "r517", "r523", "r524", "r525", "r527", "r531", "r532", "r538", "r540", "r541", "r543", "r546", "r578", "r580", "r708", "r710", "r727", "r1281"] }, "us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerExcludingAssessedTax", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedIncomeStatement": { "parentTag": "us-gaap_GrossProfit", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedIncomeStatement"], "lang": { "en-us": { "role": { "terseLabel": "Revenue", "label": "Revenue from Contract with Customer, Excluding Assessed Tax", "documentation": "Amount, excluding 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." } } }, "auth_ref": ["r156", "r157", "r270", "r276", "r277", "r287", "r289", "r291", "r292", "r294", "r441", "r442", "r635"] }, "us-gaap_RevenueFromContractWithCustomerIncludingAssessedTax": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerIncludingAssessedTax", "crdr": "credit", "presentation": ["http://www.bluewatervaccines.com/role/SummaryofSignificantAccountingPoliciesDetails"], "lang": { "en-us": { "role": { "terseLabel": "Revenue", "label": "Revenue from Contract with Customer, Including Assessed Tax", "documentation": "Amount, 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." } } }, "auth_ref": ["r156", "r157", "r270", "r276", "r277", "r287", "r289", "r291", "r292", "r294", "r441", "r442", "r635"] }, "us-gaap_RevenueFromContractWithCustomerPolicyTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromContractWithCustomerPolicyTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/AccountingPoliciesByPolicy"], "lang": { "en-us": { "role": { "terseLabel": "Revenue Recognition", "label": "Revenue from Contract with Customer [Policy Text Block]", "documentation": "Disclosure of accounting policy for revenue from contract with customer." } } }, "auth_ref": ["r168", "r433", "r434", "r435", "r436", "r437", "r438", "r439", "r440", "r857"] }, "us-gaap_RevenueFromExternalCustomersByGeographicAreasTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RevenueFromExternalCustomersByGeographicAreasTableTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/SummaryofSignificantAccountingPoliciesTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Revenue was Generated from the Following Geographic Regions", "label": "Revenue from External Customers by Geographic Areas [Table Text Block]", "documentation": "Tabular disclosure of revenue from external customers by geographic areas attributed to the entity's country of domicile and to foreign countries from which the entity derives revenue." } } }, "auth_ref": ["r125"] }, "onco_RevenueGeneratedPercentage": { "xbrltype": "percentItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "RevenueGeneratedPercentage", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofRevenuewasGeneratedfromtheFollowingGeographicRegionsTable"], "lang": { "en-us": { "role": { "terseLabel": "Revenue, Percentage", "documentation": "Revenue, percentage.", "label": "Revenue Generated Percentage" } } }, "auth_ref": [] }, "us-gaap_RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RightOfUseAssetObtainedInExchangeForOperatingLeaseLiability", "crdr": "debit", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Operating right-of-use asset obtained in exchange of lease liability", "label": "Right-of-Use Asset Obtained in Exchange for Operating Lease Liability", "documentation": "Amount of increase in right-of-use asset obtained in exchange for operating lease liability." } } }, "auth_ref": ["r587", "r915"] }, "onco_RoyaltyPercentage": { "xbrltype": "percentItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "RoyaltyPercentage", "presentation": ["http://www.bluewatervaccines.com/role/SignificantAgreementsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Royalty percentage", "documentation": "Royalty percentage.", "label": "Royalty Percentage" } } }, "auth_ref": [] }, "onco_RoyaltyRate": { "xbrltype": "percentItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "RoyaltyRate", "presentation": ["http://www.bluewatervaccines.com/role/AcquisitionsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Royalty rate", "documentation": "Percentage of royalty.", "label": "Royalty Rate" } } }, "auth_ref": [] }, "onco_RoyaltySalesPercentage": { "xbrltype": "percentItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "RoyaltySalesPercentage", "presentation": ["http://www.bluewatervaccines.com/role/AcquisitionsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Royalty sales percentage",

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The disclosures contemplated herein include the fair value measurements at the reporting date by the level within the fair value hierarchy in which the fair value measurements in their entirety fall, segregating fair value measurements using quoted prices in active markets for identical assets (Level 1), significant other observable inputs (Level 2), and significant unobservable inputs (Level 3)." } } }, "auth_ref": ["r1211", "r1212"] }, "onco_ScheduleOfFairValueOfFinancialInstrumentsMeasuredOnARecurringBasisAbstract": { "xbrltype": "stringItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "ScheduleOfFairValueOfFinancialInstrumentsMeasuredOnARecurringBasisAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Fair Value Of Financial Instruments Measured On ARecurring Basis Abstract" } } }, "auth_ref": [] }, "onco_ScheduleOfFairValueOfOptionsGrantedAbstract": { "xbrltype": "stringItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "ScheduleOfFairValueOfOptionsGrantedAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Fair Value Of Options Granted Abstract" } } }, "auth_ref": [] }, "onco_ScheduleOfFairValueOfTheProteomedixStockOptionsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "ScheduleOfFairValueOfTheProteomedixStockOptionsAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Fair Value Of The Proteomedix Stock Options Abstract" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTable": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTable", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofIntangibleAssetsTable"], "lang": { "en-us": { "role": { "label": "Intangible Asset, Finite-Lived [Table]", "documentation": "Disclosure of information about finite-lived intangible asset. Excludes indefinite-lived intangible asset." } } }, "auth_ref": ["r343", "r350", "r353", "r354", "r355", "r636", "r856", "r878"] }, "us-gaap_ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfFiniteLivedIntangibleAssetsTableTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/BalanceSheetDetailsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Intangible Assets", "label": "Schedule of Finite-Lived Intangible Assets [Table Text Block]", "documentation": "Tabular disclosure of assets, excluding financial assets and goodwill, lacking physical substance with a finite life, by either major class or business segment." } } }, "auth_ref": ["r878", "r1151"] }, "us-gaap_ScheduleOfGoodwillTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfGoodwillTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/BalanceSheetDetailsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Goodwill", "label": "Schedule of Goodwill [Table Text Block]", "documentation": "Tabular disclosure of goodwill by reportable segment and in total which includes a rollforward schedule." } } }, "auth_ref": ["r877", "r1134", "r1135", "r1136", "r1137", "r1138", "r1139", "r1140", "r1141", "r1142", "r1143", "r1144"] }, "onco_ScheduleOfIntangibleAssetsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "ScheduleOfIntangibleAssetsAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Intangible Assets Abstract" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfInventoryCurrentTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfInventoryCurrentTableTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/BalanceSheetDetailsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Inventories", "label": "Schedule of Inventory, Current [Table Text Block]", "documentation": "Tabular disclosure of the carrying amount as of the balance sheet date of merchandise, goods, commodities, or supplies held for future sale or to be used in manufacturing, servicing or production process." } } }, "auth_ref": ["r23", "r99", "r100", "r101"] }, "onco_ScheduleOfOutstandingWarrantsExcludingContingentWarrantsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "ScheduleOfOutstandingWarrantsExcludingContingentWarrantsAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Outstanding Warrants Excluding Contingent Warrants Abstract" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfRecognizedIdentifiedAssetsAcquiredAndLiabilitiesAssumedTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRecognizedIdentifiedAssetsAcquiredAndLiabilitiesAssumedTableTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/AcquisitionsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Estimated Fair Values of Assets Acquired and Liabilities", "label": "Schedule of Recognized Identified Assets Acquired and Liabilities Assumed [Table Text Block]", "documentation": "Tabular disclosure of the amounts recognized as of the acquisition date for each major class of assets acquired and liabilities assumed. May include but not limited to the following: (a) acquired receivables; (b) contingencies recognized at the acquisition date; and (c) the fair value of noncontrolling interests in the acquiree." } } }, "auth_ref": ["r140"] }, "us-gaap_ScheduleOfRevenueByMajorCustomersByReportingSegmentsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfRevenueByMajorCustomersByReportingSegmentsTableTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/SummaryofSignificantAccountingPoliciesTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Customer Concentrations for Revenue", "label": "Schedule of Revenue by Major Customers by Reporting Segments [Table Text Block]", "documentation": "Tabular disclosure of the extent of the entity's reliance on its major customers, if revenues from transactions with a single external customer amount to 10 percent or more of entity revenues, including the disclosure of that fact, the total amount of revenues from each such customer, and the identity of the reportable segment or segments reporting the revenues. The entity need not disclose the identity of a major customer or the amount of revenues that each segment reports from that customer. For these purposes, a group of companies known to the entity to be under common control is considered a single customer, and the federal government, a state government, a local government such as a county or municipality, or a foreign government is each considered a single customer." } } }, "auth_ref": [] }, "onco_ScheduleOfRevenueWasGeneratedFromTheFollowingGeographicRegionsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "ScheduleOfRevenueWasGeneratedFromTheFollowingGeographicRegionsAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Revenue Was Generated From The Following Geographic Regions Abstract" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedCompensationStockOptionsActivityTableTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Stock Options", "label": "Share-Based Payment Arrangement, Option, Activity [Table Text Block]", "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": ["r17", "r18", "r137"] }, "us-gaap_ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfShareBasedPaymentAwardStockOptionsValuationAssumptionsTableTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Fair Value of Options Granted", "label": "Schedule of Share-Based Payment Award, Stock Options, Valuation Assumptions [Table Text Block]", "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": ["r139"] }, "us-gaap_ScheduleOfSharebasedCompensationRestrictedStockAndRestrictedStockUnitsActivityTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfSharebasedCompensationRestrictedStockAndRestrictedStockUnitsActivityTableTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Restricted Stock", "label": "Share-Based Payment Arrangement, Restricted Stock and Restricted Stock Unit, Activity [Table Text Block]", "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": [] }, "onco_ScheduleOfStockBasedCompensationExpenseAbstract": { "xbrltype": "stringItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "ScheduleOfStockBasedCompensationExpenseAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Stock Based Compensation Expense Abstract" } } }, "auth_ref": [] }, "onco_ScheduleOfStockOptionsAbstract": { "xbrltype": "stringItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "ScheduleOfStockOptionsAbstract", "lang": { "en-us": { "role": { "label": "Schedule Of Stock Options Abstract" } } }, "auth_ref": [] }, "us-gaap_ScheduleOfStockholdersEquityNoteWarrantsOrRightsTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleOfStockholdersEquityNoteWarrantsOrRightsTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Outstanding Warrants, Excluding Contingent Warrants", "label": "Schedule of Stockholders' Equity Note, Warrants or Rights [Table Text Block]", "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": ["r56"] }, "us-gaap_ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ScheduleofFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/BalanceSheetDetailsTables"], "lang": { "en-us": { "role": { "terseLabel": "Schedule of Future Annual Amortization Expense", "label": "Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block]", "documentation": "Tabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived intangible assets." } } }, "auth_ref": ["r878", "r1153"] }, "dei_Security12bTitle": { "xbrltype": "securityTitleItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", 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and administrative expenses. Direct selling expenses (for example, credit, warranty, and advertising) are expenses that can be directly linked to the sale of specific products. Indirect selling expenses are expenses that cannot be directly linked to the sale of specific products, for example telephone expenses, Internet, and postal charges. General and administrative expenses include salaries of non-sales personnel, rent, utilities, communication, etc." } } }, "auth_ref": ["r108"] }, "us-gaap_SellingGeneralAndAdministrativeExpensesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SellingGeneralAndAdministrativeExpensesMember", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofStockBasedCompensationExpenseTable"], "lang": { "en-us": { "role": { "terseLabel": "Selling, general and administrative [Member]", "label": "Selling, General and Administrative Expenses [Member]", "documentation": "Primary financial statement caption encompassing selling, general and administrative expense." } } }, "auth_ref": [] }, "onco_SeriesAConvertiblePreferredStockMember": { "xbrltype": "domainItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "SeriesAConvertiblePreferredStockMember", "presentation": 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Includes, but is not limited to, combination of market, performance or service condition." } } }, "auth_ref": ["r899"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeitedInPeriod", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofRestrictedStockTable"], "lang": { "en-us": { "role": { "negatedLabel": "Number of Shares, Forfeited", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeited in Period", "documentation": "The number of equity-based payment instruments, excluding stock (or unit) options, that were forfeited during the}

reporting period." } } }, "auth_ref": ["r491"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeituresWeightedAverageGrantDa { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsForfeituresWeightedAverageGrantDateFai "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofRestrictedStockTable"], "lang": { "en-us": { "role": { "terseLabel": "Weighted\tAverage Grant Date Fair Value, Forfeited", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Forfeitures, Weighted Average Grant Date Fair Value", "documentation": "Weighted 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." } } }, "auth_ref": ["r491"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriod", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofRestrictedStockTable"], "lang": { "en-us": { "role": { "terseLabel": "Number of Shares, Granted", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Grants in Period", "documentation": "The 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)." } } }, "auth_ref": ["r489"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrar { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsGrantsInPeriodWeightedAverageGrantDat "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofRestrictedStockTable"], "lang": { "en-us": { "role": { "terseLabel": "Weighted\tAverage Grant Date Fair Value, 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": ["r489"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedNumber", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofRestrictedStockTable"], "lang": { "en-us": { "role": { "periodStartLabel": "Number of Shares, Outstanding at beginning", "periodEndLabel": "Number of Shares, Outstanding at ending", "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": ["r486", "r487"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDat { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsNonvestedWeightedAverageGrantDateFai "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofRestrictedStockTable"], "lang": { "en-us": { "role": { "periodStartLabel": "Weighted\tAverage Grant Date Fair Value, Outstanding at beginning", "periodEndLabel": "Weighted\tAverage Grant Date Fair Value, Outstanding at ending", "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": ["r486", "r487"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriod", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofRestrictedStockTable"], "lang": { "en-us": { "role": { "negatedLabel": "Number of Shares, Vested", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Equity Instruments Other than Options, Vested in Period", "documentation": "The number of equity-based payment instruments, excluding stock (or unit) options, that vested during the reporting period." } } }, "auth_ref": ["r490"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrar { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardEquityInstrumentsOtherThanOptionsVestedInPeriodWeightedAverageGrantDat "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofRestrictedStockTable"], "lang": { "en-us": { "role": { "terseLabel": "Weighted\tAverage Grant Date Fair Value, Vested", "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": ["r490"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExercisePrice", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofFairValueofOptionsGrantedTable"], "lang": { "en-us": { "role": { "terseLabel": "Exercise price (in Dollars per share)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Exercise Price", "documentation": "Agreed-upon price for the exchange of the underlying asset relating to the share-based payment award." } } }, "auth_ref": [] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedDividendRate", "presentation": ["http://www.bluewatervaccines.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "terseLabel": "Preferred shares option percentage", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Dividend Rate", "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": ["r498"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsExpectedVolatilityRate", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofFairValueofOptionsGrantedTable"], "lang": { "en-us": { "role": { "terseLabel": "Expected stock price volatility", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Volatility Rate", "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": ["r497"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate": { "xbrltype": "percentItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardFairValueAssumptionsRiskFreeInterestRate", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofFairValueofOptionsGrantedTable"], "lang": { "en-us": { "role": { "terseLabel": "Risk-free rate of interest", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Risk Free Interest Rate", "documentation": "The risk-free interest rate assumption that is used in valuing an option on its own shares." } } }, "auth_ref": ["r499"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardLineItems", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofStockBasedCompensationExpenseTable", "http://www.bluewatervaccines.com/role/ScheduleofStockOptionsTable"], "lang": { "en-us": { "role": { "label": "Schedule of Stock Options [Line Items]", "terseLabel": "Schedule of Stock-Based Compensation Expense [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": ["r472", "r473", "r475", "r476", "r477", "r478", "r479", "r480", "r481", "r482", "r483", "r484", "r485", "r486", "r487", "r488", "r489", "r490", "r491", "r492", "r493", "r494", "r495", "r496", "r497", "r498", "r499", "r500"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardNumberOfSharesAvailableForGrant", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4"], "lang": { "en-us": { "role": { "terseLabel": "Available shares", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant", "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": ["r57"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresAndExpirationsInPeriodWeightedAverageExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresAndExpirationsInPeriodWeightedAverageExercisePrice", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofStockOptionsTable"], "lang": { "en-us": { "role": { "terseLabel": "Weighted Average Exercise Price, Forfeited / cancelled", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures and Expirations in Period, Weighted Average Exercise Price", "documentation": "Weighted average price of options that were either forfeited or expired." } } }, "auth_ref": ["r1180"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresInPeriod": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsForfeituresInPeriod", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofStockOptionsTable"], "lang": { "en-us": { "role": { "negatedLabel": "Number of Shares, Forfeited / cancelled", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Forfeitures in Period", "documentation": "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." } } }, "auth_ref": ["r484"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsGrantsInPeriodGross": { "xbrltype": 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"http://www.bluewatervaccines.com/role/ScheduleofStockOptionsTable"], "lang": { "en-us": { "role": { "periodEndLabel": "Number of Shares, Ending", "terseLabel": "Stock option outstanding shares", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Number", "documentation": "Number of options outstanding, including both vested and non-vested options." } } }, "auth_ref": ["r478", "r479"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsOutstandingWeightedAverageExercisePrice", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4", "http://www.bluewatervaccines.com/role/ScheduleofStockOptionsTable"], "lang": { "en-us": { "role": { "terseLabel": "Weighted Average Exercise Price, Ending", "verboseLabel": "Weighted average exercise price (in Dollars per share)", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Exercise Price", "documentation": "Weighted average price at which grantees can acquire the shares reserved for issuance under the stock option plan." } } }, "auth_ref": ["r478", "r479"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestExercisableNumber": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestExercisableNumber", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofStockOptionsTable"], "lang": { "en-us": { "role": { "terseLabel": "Number of Shares, Options vested and exercisable", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Exercisable, Number", "documentation": "Number of fully vested and expected to vest exercisable options that may be converted into shares under option plan. 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." } } }, "auth_ref": ["r495"] }, "us-gaap_ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestExercisableWeightedAverageExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementByShareBasedPaymentAwardOptionsVestedAndExpectedToVestExercisableWeightedAverageExercisePrice", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofStockOptionsTable"], "lang": { "en-us": { "role": { "terseLabel": "Weighted Average Exercise Price, Options vested and exercisable", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Vested and Expected to Vest, Exercisable, Weighted Average Exercise Price", "documentation": "Weighted-average exercise price, at which grantee can acquire shares reserved for issuance, for fully vested and expected to vest exercisable or convertible options. 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." } } }, "auth_ref": ["r495"] }, "us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardAwardTypeAndPlanNameDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementsByShareBasedPaymentAwardAwardTypeAndPlanNameDomain", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4", "http://xbrl.sec.ec/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "label": "All Award Types", "terseLabel": "All Award Types", "documentation": "Award under share-based payment arrangement." } } }, "auth_ref": ["r475", "r476", "r477", "r478", "r479", "r480", "r481", "r482", "r483", "r484", "r485", "r486", "r487", "r488", "r489", "r490", "r491", "r492", "r493", "r494", "r495", "r496", "r497", "r498", "r499", "r500"] }, "us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsExercisesInPeriodWeightedAverageExercisePrice", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofStockOptionsTable"], "lang": { "en-us": { "role": { "terseLabel": "Weighted Average Exercise Price, Exercised", "label": "Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Exercises in Period, Weighted Average Exercise Price", "documentation": "Weighted average price at which option holders acquired shares when converting their stock options into shares." } } }, "auth_ref": ["r483"] }, "us-gaap_ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "ShareBasedCompensationArrangementsByShareBasedPaymentAwardOptionsGrantsInPeriodWeightedAverageExercisePrice", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofStockOptionsTable"], "lang": { "en-us": { "role": { "terseLabel": "Weighted Average Exercise Price, Granted", "label": "Share-Based Compensation Arrangements by Share-Based Payment Award, Options, Grants in Period, Weighted Average Exercise Price", "documentation": "Weighted average per share amount at which grantees can acquire shares of common stock by exercise of options." } } }, "auth_ref": ["r482"] }, "us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardFairValueAssumptionsExpectedTerm1": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SharebasedCompensationArrangementBySharebasedPaymentAwardFairValueAssumptionsExpectedTerm1", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4", "http://www.bluewatervaccines.com/role/ScheduleofFairValueofOptionsGrantedTable"], "lang": { "en-us": { "role": { "terseLabel": "Term (years)", "verboseLabel": "Expected term", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Fair Value Assumptions, Expected Term", "documentation": "Expected 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." } } }, "auth_ref": ["r496"] }, "us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsOutstandingWeightedAverageRemainingContractualTerm2": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsOutstandingWeightedAverageRemainingContractualTerm2", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofStockOptionsTable"], "lang": { "en-us": { "role": { "terseLabel": "Weighted Average Remaining Contractual Life, Ending", "label": "Share-Based Compensation Arrangement by Share-Based Payment Award, Options, Outstanding, Weighted Average Remaining Contractual Term", "documentation": "Weighted average remaining contractual term for option awards outstanding, in 'PnYnMnDTnHnMnS' format, for example, 'P1Y5M13D' represents the reported fact of one year, five months, and thirteen days." } } }, "auth_ref": ["r138"] }, "us-gaap_SharebasedCompensationArrangementBySharebasedPaymentAwardOptionsVestedAndExpectedToVestExercisableWeightedAverageRemainingC": { "xbrltype": "durationItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":

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Average Remaining Contractual Life, Options vested and exercisable", "label": "Share-Based Compensation Arrangement by Share-Based Payment
Award, Options, Vested and Expected to Vest, Exercisable, Weighted Average Remaining Contractual Term", "documentation": "Weighted average
remaining contractual term for fully vested and expected to vest exercisable or convertible options, in 'PnYnMnDTnHnMnS' format, for example,
'P1Y5M13D' represents the 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." } } }, "auth_ref": ["r495"] }, "us-
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Award, Options, Vested and Expected to Vest, Outstanding, Weighted Average Remaining Contractual Term", "documentation": "Weighted 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." } } }, "auth_ref": ["r494"] }, "us-
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Award, Options, Vested in Period, Fair Value", "documentation": "Fair value of options vested. Excludes equity instruments other than options, for
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"http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart3",
"http://www.bluewatervaccines.com/role/NotesPayableDetails", "http://www.bluewatervaccines.com/role/ShareholdersEquityType2or3",
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Includes, but is not limited to, repurchase of stock and unit of ownership." } } }, "auth_ref": ["r1172"] }, "srt_StockRepurchaseProgramNumberOfSharesAuthorizedToBeRepurchased": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "StockRepurchaseProgramNumberOfSharesAuthorizedToBeRepurchased", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart3"], "lang": { "en-us": { "role": { "terseLabel": "Repurchase shares of common stock", "label": "Share Repurchase Program, Authorized, Number of Shares", "documentation": "Number of shares authorized to be purchased under share repurchase plan. 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Includes, but is not limited to, repurchase of stock and unit of ownership." } } }, "auth_ref": [] }, "us-gaap_StockRepurchaseProgramRemainingNumberOfSharesAuthorizedToBeRepurchased": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockRepurchaseProgramRemainingNumberOfSharesAuthorizedToBeRepurchased", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart3"], "lang": { "en-us": { "role": { "terseLabel": "Remaining shares", "label": "Share Repurchase Program, Remaining Authorized, Number of Shares", "documentation": "Number of shares remaining authorized to be purchased under share repurchase plan. Includes, but is not limited to, repurchase of stock and unit of ownership." } } }, "auth_ref": [] }, "us-gaap_StockRepurchasedAndRetiredDuringPeriodShares": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockRepurchasedAndRetiredDuringPeriodShares", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart3"], "lang": { "en-us": { "role": { "terseLabel": "Repurchased share", "label": "Stock Repurchased and Retired During Period, Shares", "documentation": "Number of shares that have been repurchased and retired during the period." } } }, "auth_ref": ["r16", "r92", "r93", "r133"] }, "us-gaap_StockRepurchasedDuringPeriodValue": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockRepurchasedDuringPeriodValue", "crdr": "debit", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart3"], "lang": { "en-us": { "role": { "terseLabel": "Aggregate amount (in Dollars)", "label": "Stock Repurchased During Period, Value", "documentation": "Equity impact of the value of stock that has been repurchased during the period and has not been retired and is not held in treasury. Some state laws may mandate the circumstances under which an entity may acquire its own stock and prescribe the accounting treatment therefore. This element is used when state law does not recognize treasury stock." } } }, "auth_ref": ["r16", "r92", "r93", "r133", "r727", "r803", "r837", "r943"] }, "us-gaap_StockholdersEquity": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockholdersEquity", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest", "weight": 1.0, "order": 1.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "totalLabel": "Total Onconetix stockholders\u2019 equity (deficit)", "label": "Equity, Attributable to Parent", "documentation": "Amount of equity (deficit) attributable to parent. Excludes temporary equity and equity attributable to noncontrolling interest." } } }, "auth_ref": ["r93", "r96", "r97", "r127", "r758", "r777", "r804", "r805", "r916", "r944", "r1105", "r1131", "r1226", "r1281"] }, "us-gaap_StockholdersEquityAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockholdersEquityAbstract", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Stockholders\u2019 equity (deficit)", "label": "Equity, Attributable to Parent [Abstract]" } } }, "auth_ref": [] }, "us-gaap_StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockholdersEquityIncludingPortionAttributableToNoncontrollingInterest", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_LiabilitiesAndStockholdersEquity", "weight": 1.0, "order": 4.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet", "http://www.bluewatervaccines.com/role/ShareholdersEquityType2or3"], "lang": { "en-us": { "role": { "totalLabel": "Total stockholders\u2019 equity", "periodStartLabel": "Balance", "periodEndLabel": "Balance", "label": "Equity, Including Portion Attributable to Noncontrolling Interest", "documentation": "Amount of equity (deficit) attributable to parent and noncontrolling interest. Excludes temporary equity." } } }, "auth_ref": ["r71", "r72", "r73", "r200", "r201", "r222", "r238", "r239", "r240", "r242", "r247", "r249", "r327", "r328", "r356", "r432", "r516", "r517", "r523", "r524", "r525", "r527", "r531", "r532", "r538", "r539", "r540", "r541", "r542", "r543", "r546", "r568", "r569", "r574", "r579", "r590", "r709", "r710", "r726", "r758", "r777", "r804", "r805", "r839", "r943", "r1105", "r1131", "r1226", "r1281"] }, "us-gaap_StockholdersEquityNoteDisclosureTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockholdersEquityNoteDisclosureTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquity"], "lang": { "en-us": { "role": { "terseLabel": "Convertible Redeemable Preferred Stock and Stockholders\u2019 Equity", "label": "Equity [Text Block]", "documentation": "The entire disclosure for equity." } } }, "auth_ref": ["r131", "r232", "r413", "r415", "r417", "r418", "r419", "r420", "r421", "r422", "r423", "r425", "r426", "r428", "r432", "r545", "r806", "r808", "r840"] }, "us-gaap_StockholdersEquityReverseStockSplit": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "StockholdersEquityReverseStockSplit", "presentation": ["http://www.bluewatervaccines.com/role/OrganizationandBasisofPresentationDetails"], "lang": { "en-us": { "role": { "terseLabel": "Reverse stock split ratio description", "label": "Stockholders' Equity, Reverse Stock Split", "documentation": "Description of the reverse stock split arrangement. 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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." } } }, "auth_ref": ["r599", "r601"] }, "us-gaap_SubsidiarySaleOfStockAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SubsidiarySaleOfStockAxis", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4", "http://www.bluewatervaccines.com/role/SubscriptionAgreementDetails", "http://www.bluewatervaccines.com/role/SubsequentEventsDetails"], "lang": { "en-us": { "role": { "label": "Sale of Stock [Axis]", "documentation": "Information by type of sale of the entity's stock." } } }, "auth_ref": [] }, "us-gaap_SubstantialDoubtAboutGoingConcernTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SubstantialDoubtAboutGoingConcernTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/GoingConcernandManagementsPlans"], "lang": { "en-us": { "role": { "terseLabel": "Going Concern and Management\u2019s Plans", "label": "Substantial Doubt about Going Concern [Text Block]", "documentation": "The entire disclosure when substantial doubt is raised about the ability to continue as a going concern. Includes, but is not limited to, principal conditions or events that raised substantial doubt about the ability to continue as a going concern, management's evaluation of the significance of those conditions or events in relation to the ability to meet its obligations, and management's plans that alleviated or are intended to mitigate the conditions or events that raise substantial doubt about the ability to continue as a going concern." } } }, "auth_ref": ["r79"] }, "onco_SummaryofSignificantAccountingPoliciesDetailsScheduleofFairValueofFinancialInstrumentsMeasuredonaRecurringBasisLineItems": { "xbrltype": "stringItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "SummaryofSignificantAccountingPoliciesDetailsScheduleofFairValueofFinancialInstrumentsMeasuredonaRecurringBasisLineItems", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofFairValueofFinancialInstrumentsMeasuredonaRecurringBasisTable"], "lang": { "en-us": { "role": { "label": "Summary of Significant Accounting Policies (Details) - Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis [Line Items]" } } }, "auth_ref": [] }, "onco_SummaryofSignificantAccountingPoliciesDetailsScheduleofFairValueofFinancialInstrumentsMeasuredonaRecurringBasisTable": { "xbrltype": "stringItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "SummaryofSignificantAccountingPoliciesDetailsScheduleofFairValueofFinancialInstrumentsMeasuredonaRecurringBasisTable", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofFairValueofFinancialInstrumentsMeasuredonaRecurringBasisTable"], "lang": { "en-us": { "role": { "label": "Summary of Significant Accounting Policies (Details) - Schedule of Fair Value of Financial Instruments Measured on a Recurring Basis [Table]" } } }, "auth_ref": [] }, "onco_SummaryofSignificantAccountingPoliciesDetailsScheduleofRevenuewasGeneratedfromtheFollowingGeographicRegionsTable": { "xbrltype": "stringItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "SummaryofSignificantAccountingPoliciesDetailsScheduleofRevenuewasGeneratedfromtheFollowingGeographicRegionsTable", "presentation": ["http://www.bluewatervaccines.com/role/ScheduleofRevenuewasGeneratedfromtheFollowingGeographicRegionsTable"], "lang": { "en-us": { "role": { "label": "Summary of Significant Accounting Policies (Details) - Schedule of Revenue was Generated from the Following Geographic Regions [Table]" } } }, "auth_ref": [] }, "onco_SummaryofSignificantAccountingPoliciesDetailsTable": { "xbrltype": "stringItemType", "nsuri": "http://www.bluewatervaccines.com/20240930", "localname": "SummaryofSignificantAccountingPoliciesDetailsTable", "presentation": [

"http://www.bluewatervaccines.com/role/SummaryofSignificantAccountingPoliciesDetails"], "lang": { "en-us": { "role": { "label": "Summary of Significant Accounting Policies (Details) [Table]" } } }, "auth_ref": [] }, "us-gaap_SupplementalBalanceSheetDisclosuresTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SupplementalBalanceSheetDisclosuresTextBlock", "presentation": ["http://www.bluewatervaccines.com/role/BalanceSheetDetails"], "lang": { "en-us": { "role": { "terseLabel": "Balance Sheet Details", "label": "Supplemental Balance Sheet Disclosures [Text Block]", "documentation": "The entire disclosure for supplemental balance sheet disclosures, including descriptions and amounts for assets, liabilities, and equity." } } }, "auth_ref": ["r1084"] }, "us-gaap_SupplementalCashFlowInformationAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "SupplementalCashFlowInformationAbstract", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedCashFlow"], "lang": { "en-us": { "role": { "terseLabel": "Supplemental disclosure of cash flow information:", "label": "Supplemental Cash Flow Information [Abstract]" } } }, "auth_ref": [] }, "ecd_TabularListTableTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "TabularListTableTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Tabular List [Table Text Block]", "terseLabel": "Tabular List, Table" } } }, "auth_ref": ["r1021"] }, "us-gaap_TemporaryEquityCarryingAmountAttributableToParent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "TemporaryEquityCarryingAmountAttributableToParent", "crdr": "credit", "calculation": { "http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet": { "parentTag": "us-gaap_LiabilitiesAndStockholdersEquity", "weight": 1.0, "order": 3.0 } }, "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet"], "lang": { "en-us": { "role": { "terseLabel": "Series B Convertible Redeemable Preferred stock, $0.00001 par value, 2,700,000 shares authorized at September 30, 2024 and December 31, 2023; 0 and 2,696,729 shares issued and outstanding at September 30, 2024 and December 31, 2023", "label": "Temporary Equity, Carrying Amount, Attributable to Parent", "documentation": "Carrying amount, attributable to parent, of an entity's issued and outstanding stock which is not included within permanent equity. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. Includes stock with a put option held by an ESOP and stock redeemable by a holder only in the event of a change in control of the issuer." } } }, "auth_ref": ["r375", "r377", "r378", "r379", "r382", "r383", "r502", "r681"] }, "us-gaap_TemporaryEquityParOrStatedValuePerShare": { "xbrltype": "perShareItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "TemporaryEquityParOrStatedValuePerShare", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet_Parentheticals"], "lang": { "en-us": { "role": { "terseLabel": "Convertible redeemable preferred stock, par value (in Dollars per share)", "label": "Temporary Equity, Par or Stated Value Per Share", "documentation": "Per share amount of par value or stated value of stock classified as temporary equity. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable." } } }, "auth_ref": ["r22", "r49"] }, "us-gaap_TemporaryEquitySharesAuthorized": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "TemporaryEquitySharesAuthorized", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet_Parentheticals"], "lang": { "en-us": { "role": { "terseLabel": "Convertible redeemable preferred stock, shares authorized", "label": "Temporary Equity, Shares Authorized", "documentation": "The maximum number of securities classified as temporary equity that are permitted to be issued by an entity's charter and bylaws. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. If convertible, the issuer does not control the actions or events necessary to issue the maximum number of shares that could be required to be delivered under the conversion option if the holder exercises the option to convert the stock to another class of equity. If the security is a warrant or a rights issue, the warrant or rights issue is considered to be temporary equity if the issuer cannot demonstrate that it would be able to deliver upon the exercise of the option by the holder in all cases. Includes stock with put option held by ESOP and stock redeemable by holder only in the event of a change in control of the issuer." } } }, "auth_ref": ["r91"] }, "us-gaap_TemporaryEquitySharesIssued": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "TemporaryEquitySharesIssued", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet_Parentheticals"], "lang": { "en-us": { "role": { "terseLabel": "Convertible redeemable preferred stock, shares issued", "label": "Temporary Equity, Shares Issued", "documentation": "The number of securities classified as temporary equity that have been sold (or granted) to the entity's shareholders. Securities issued include securities outstanding and securities held in treasury. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. If convertible, the issuer does not control the actions or events necessary to issue the maximum number of shares that could be required to be delivered under the conversion option if the holder exercises the option to convert the stock to another class of equity. If the security is a warrant or a rights issue, the warrant or rights issue is considered to be temporary equity if the issuer cannot demonstrate that it would be able to deliver upon the exercise of the option by the holder in all cases. Includes stock with put option held by ESOP and stock redeemable by holder only in the event of a change in control of the issuer." } } }, "auth_ref": ["r91"] }, "us-gaap_TemporaryEquitySharesOutstanding": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "TemporaryEquitySharesOutstanding", "presentation": ["http://www.bluewatervaccines.com/role/ConsolidatedBalanceSheet_Parentheticals"], "lang": { "en-us": { "role": { "terseLabel": "Convertible redeemable preferred stock, shares outstanding", "label": "Temporary Equity, Shares Outstanding", "documentation": "The number of securities classified as temporary equity that have been issued and are held by the entity's shareholders. Securities outstanding equals securities issued minus securities held in treasury. Temporary equity is a security with redemption features that are outside the control of the issuer, is not classified as an asset or liability in conformity with GAAP, and is not mandatorily redeemable. Includes any type of security that is redeemable at a fixed or determinable price or on a fixed or determinable date or dates, is redeemable at the option of the holder, or has conditions for redemption which are not solely within the control of the issuer. If convertible, the issuer does not control the actions or events necessary to issue the maximum number of shares that could be required to be delivered under the conversion option if the holder exercises the option to convert the stock to another class of equity. If the security is a warrant or a rights issue, the warrant or rights issue is considered to be temporary equity if the issuer cannot demonstrate that it would be able to deliver upon the exercise of the option by the holder in all cases. Includes stock with put option held by ESOP and stock redeemable by holder only in the event of a change in control of the issuer." } } }, "auth_ref": ["r91"] }, "srt_TitleOfIndividualAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "TitleOfIndividualAxis", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4"], "lang": { "en-us": { "role": { "label": "Title and Position [Axis]", "documentation": "Information by title and position of individual or group within organization." } } }, "auth_ref": ["r1125", "r1231"] }, "srt_TitleOfIndividualWithRelationshipToEntityDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "TitleOfIndividualWithRelationshipToEntityDomain", "presentation": ["http://www.bluewatervaccines.com/role/ConvertibleRedeemablePreferredStockandStockholdersEquityDetailsPart4"], "lang": { "en-us": { "role": { "label": "Title and Position [Domain]", "documentation": "Title and position of individual or group within organization." } } }, "auth_ref": [] }, "ecd_TotalShareholderRtnAmt": { "xbrltype": "monetaryItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "TotalShareholderRtnAmt", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Total Shareholder Return Amount", "terseLabel": "Total Shareholder Return Amount" } } }, "auth_ref": ["r1013"] }, "ecd_TotalShareholderRtnVsPeerGroupTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "TotalShareholderRtnVsPeerGroupTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "label": "Total Shareholder Return Vs Peer Group [Text Block]", "terseLabel": "Total Shareholder Return Vs Peer Group" } } }, "auth_ref": ["r1020"] }, "us-gaap_TradeNamesMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "TradeNamesMember", "presentation": ["http://www.bluewatervaccines.com/role/AcquisitionsDetails", "http://www.bluewatervaccines.com/role/ScheduleofIntangibleAssetsTable"], "lang": { "en-us": { "role": { "terseLabel": "Trade Name [Member]", "verboseLabel": "Trade Names [Member]", "label": "Trade Names [Member]", "documentation": "Rights acquired through registration of a business name to gain or protect exclusive use thereof." } } }, "auth_ref": ["r69", "r1145", "r1146", "r1147", "r1148", "r1149", "r1150", "r1152", "r1154", "r1155", "r1156"] }, "ecd_TradingArrAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "TradingArrAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "Trading Arrangement [Axis]", "terseLabel": "Trading Arrangement:" } } }, "auth_ref": ["r1041"] }, "ecd_TradingArrByIndTable": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "TradingArrByIndTable", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "Trading Arrangements, by Individual [Table]", "terseLabel": "Trading Arrangements, by Individual" } } }, "auth_ref": ["r1043"] }, "dei_TradingSymbol": { "xbrltype": "tradingSymbolItemType", "nsuri": "http://xbrl.sec.gov/dei/2024", "localname": "TradingSymbol", "presentation": ["http://xbrl.sec.gov/dei/role/document/Cover"], "lang": { "en-us": { "role": { "label": "Trading Symbol", "documentation": "Trading symbol of an instrument as listed on an exchange." } } }, "auth_ref": [] }, "ecd_TrdArrAdoptionDate": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "TrdArrAdoptionDate", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "Trading Arrangement Adoption Date", "terseLabel": "Adoption Date" } } }, "auth_ref": ["r1044"] }, "ecd_TrdArrDuration": { "xbrltype": "durationItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "TrdArrDuration", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "label": "Trading Arrangement Duration", "terseLabel": "Arrangement Duration" } } }, "auth_ref": ["r1045"] }, "ecd_TrdArrExpirationDate": { "xbrltype": "stringItemType", "nsuri":

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12,934 shares of common stock at September 30, 2024 and December 31, 2023", "label": "Treasury Stock, Common, Value", "documentation": "Amount allocated to previously issued common shares repurchased by the issuing entity and held in treasury." } } }, "auth_ref": ["r51", "r52", "r96"] }, "us-gaap_TreasuryStockSharesAcquired": { "xbrltype": "sharesItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "TreasuryStockSharesAcquired", "presentation": ["http://www.bluewatervaccines.com/role/ShareholdersEquityType2or3"], "lang": { "en-us": { "role": { "negatedLabel": "Purchase of treasury shares (in Shares)", "label": "Treasury Stock, Shares, Acquired", "documentation": "Number of shares that have been repurchased during the period and are being held in treasury." } } }, "auth_ref": ["r16", "r93", "r133"] }, "us-gaap_TreasuryStockValueAcquiredCostMethod": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "TreasuryStockValueAcquiredCostMethod", "crdr": "debit", "presentation": ["http://www.bluewatervaccines.com/role/ShareholdersEquityType2or3"], "lang": { "en-us": { "role": { "negatedLabel": "Purchase of treasury shares", "label": "Treasury Stock, Value, Acquired, Cost Method", "documentation": "Equity impact of the cost of common and preferred stock that were repurchased during the period. 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B$,*R(@; MO'$7[G1V/[2Y!\]R_+'K3;E/P?0SU^6>@F#VY>SLY>7E=_C7^$/;([X[]X;$ MQP^X;C=ZW(5'\&%?N(4OHLS]\7#!28*DA)<_!3!(&*CC M? XF>^6LG>L^F=W06U\Z=P'M;7/LZ\":G/AF>/KK/9]&79_B6^(81L3=?#%^L M7AAXBPMQIO1BUWL\@R_.@K<9P:NEKB!W93&^APQ'FQ\.7ZP\W/9=11+US2^0 M!$$^BZY8W/"Z[5H1KG4FMD/^\?WNY_+R8//URTO/@IBM5@# P.$)74'JBE+B M(5V8P,J#X@GM>HZH=@4C016X\L\=,\6O!Y9/XLM=P.;*Y8/)G+P CKQG:SB$ MMU(4'(*IBS$M_G>O$?I'II:)IFF?T MV\6E_J;KX)'BV3]^_WD_?")3J_MN)+Z=_:[MXT&I[Z#T$VO4.^'P?]\".YB0 M'O?M+/SEY.3;E 06-W2=@#C XX"\!F?T1JJ(NN2ON? W\:^MY']S/G!VX3\VAG#E5] %$I^[(2_/._0N', 9_OMM%C]@:GF/MO.%$^'"*L]G:5:CWKFPR :UW-Y^0[JWU2%#% M)4<0/J ;N#-XR"SXRD4?#-P@<*? 19R_V*'C"<0J_=-Z-O^O;_T/@2[QPX'HC MXH5/^SZQAG]R$DS-=R?V:/%E_.3P>S'^OM/[7_\J:L+7:.SO9G#V:@J]R1$_M;9THLZRTCTE": <$)7SGD>M>:V(_PT1#X3#P@RJ#WQ\WUP^4/[O[A_.'R_MO9 M8 -#2GOW_>7%'W?7#]>7]]SYS0_N\A\7_WY^\]LE=]'__??K^_OK_DW%_J[MY3^!40]C^Q[>SE4?UCIV MGWZWO#^YOD,^5XK3WJ*]G6=I1&9![W_^.A\N'R[N=_<7>7M_V[!^[VC[O[A\YO'KB'/@>R M_0 "?)^:O^.$]5/H\] <_XI[^/=++B'V"Y$_OWC KT535HX:,E>NQP5/A/LK MICTW@]O=$2PH1K!HR,#;$3ATW2E<\(2<[8ZLM^X;L;PN<3;Q^I:^Y=(9_8#; M5CDM=WKW9!:0Z8!XG"SP)YFUP97M#ZW)?\';K^_3?_7Q2J>'3MY[Q?"!%$7_ M[HBGEU4=C:V)OU$?T66RC6N@30I)C122LETA/=R=W]Q? H]IA&BFS1@H6U(]5 MTMASI^%PTO\\"5PNZSWO?QXUP2_&MJW*B=7JPENPJHF1N4+I'2]=LQ+LCC[:/B]NX)LE 34UU-<./($]BO/ M73O#TY!LZZ2LSLV\?+6& 9T#YXXY;S%VSO(Y?T:&]M@&W\%V.#OP3X9/U+.H MU"7=QNO &@# AV0RF5DC&B[M #/P;W]F#>._X\HL;!? K,^'[F1BS7Q8TL>_ M=7K.BSVZ06C^(+HH8KYR[LU_R!<\Y^JRZA -)^N9S\^ MP:B%4P,#"?GL(\8*O_@!.&@SSWU&=J_Z]+,$][X8X2 M2- 9!#WP#*CLK08^Q-;4G;U_V$3@9(%^4!3^(!/KQ?)(B"M\\@:9"$:;;"K] MDH5@,9@V/ZMJ_JR3_\%ZO1[!K2!S0\]"=1ULB 43WI"[DJ1)AJCM(SW\\"CH M5PBWCOR0:IE(5-AT/E'_-P_YY[MC^PA=3O<\;>!=]8[L9,(I]=Z MCY9C_P_]^_." &OXV"#@!:"N4<2[/KT[O3_E+J>SB?M&O)!:JVCD;MS3%1)% MF#BC]CA2SP79@D;K_51M7GLJE5>DS2U" M;DJTQ1%%;UUPFB;_SYZM>D"BH!1LB155$]341CBUYUF++8EHAPN*F8<@GUD3 MCKR2X3RPGW&= 1:%^%NM;6YHU3)IP_B'(*G*0C9B99Q!*Z(B//>(M29(H)C MJ?VDBO+G=Y":QAD_<$$#MKS@BY0=>&DX? S\+71_9M1)4.*29:I>>W]]!SECL@WO[(^NN=:WZ/<.4P1XD$W,^?%ULDO-K08+$.US_G M?F"/WS]]:V>$$$"":??#)P+SGF)NULL3H7%F] (&6^V8GG\3/W)/E@^_) MFDPB!Q&=JK_F-KI4X$D-2'0!/"/A5&1)JIT2)H[D[_LDG>!Y@@?/GH([])Q#U]%*X"4<1/0>3+_R3<90(,$.'V12X MD?7FGV8- %B9PH$H)K& M(T@#I?)?Q\'URC=C+MQN46B1T7H:318 MD8G_OZD=X+$26(P._\]UT!)/WC@"5OF-NT859@UIY.'%5AA8L$;EI?/2"X7 M,#^94P05X0J+W_DDW$:X[SYPGY L^E=.DJ53N.*$XMWV<7TUPQWF/HI--R L/ ME$4'CGP*%^"I_CKTY-[M0NC81F1L.S1'B08N,40C"5^WC9!^+7Z- +]M[P?;Q11>>H%Z-+MXRUOB1MA-* M%GBG72FV%$GS<,J6XXDMA8TKRCZ[UMRMY!P^Q=1!.2Y=.F=#2GTX-CBNR9O^/(7&UX-K^4ZX3X FNI@\\ L;?+Q6 @;#:A75IO/C$ M=6A1#+W'L;S3,\A*?>NIOV-EY8&*%5QB'P,B/\@P/#BG\K06!_]>;RQ.]5W1 M2 3([KCQ X@86B#'^#_VKF^N5KEHS.? =D=NT(TNV1!PHUL3--1[_V1YQ._/ M ZHZ0(? D@X,.*&+NSFLF^D+?7K5*MO!^31XR51X75Z<&8E'V^/".O"9PSW[M(*CVPLMA2;\D_%!YS.5[CQKSEQ MADC$Y=QH;8OPABWL$J4._(2;%@KXI!,[MU0C2'IGLYZRU=O&\K (]:?W0$! M^861S^A,DL/3-HP.AWSXRY-H* L("7:=E(J" IXY6)"LTK(1#^??? U[B8=&+ M_LW#YV;&8M[P!3[CUX[4V4%E>*O% M/7GH//RK[=]@\(N\9;_Q%U-W)>&BK/2 M? G$6"UU,X@K2Q]VQ/V('B5LR>I,KU4R^]DURIJ5*G&E1*G+@OUN.]4@YO#C% M^-]3A5H22=4'!J)*K M056AF1/_@7OO- N@.=/(0(/#!)/X;\35Q_3GNE)T/W'D0'[RXL_T_&PH:56N2 MHE$J@814;(0&;Z9[[B1=9&\8D???_CWR[OF

M1_%4HTD*H9HPGEAH&.\G>00_@FH">ARFL:I@&Z<;ZB^(Y]6 H="JB6CZN2MK M&+A>ZW!PS&N-0B.[?
SB)0ASWUB3,E(J"/HFSH>@A_.'38_B1>F@J)K2RH_?M M7$L4&F7^0<8675S^,??;8> EA@34 Z))6/; M^-U03:!6LX0L-!+=IRGCU\ZB 5S;L%
+I[5J.%UH=/KR]V$%CA?T(=@>E M0@-^]S 6*T#]W%",;=ZT:]>YK8P)X=)7KC^CD?@O^(+X&%3E6>+I9_L> ZMI MX5L.&716R!
3X"N'K=>^<#_=%^+1UWWEL"902*@;%PEAK^2%QW=2$GWD//;= MR>'TAT5/Q<0YKE382^X%<_X'1@//[_Z+N^D_7')WE[^=W_VXOOF-N^K?_1U^
M[?[L]_\O_DT;-/[>E.3RDL[M/&!YF45;.BZL(H3%ZK-2*(?]!;E/M 1-5(0C MO""JN?'Y!,]56;;CXPDJFCH\B5*'_>6V/BT_8"CW)R[MSCAF%-&(Z\SN"C
M1%+/LTU>Z%I^$<;@*5VX &G'-;VVO$"RR/Q0/#(9EQ;&:9C._1PF!^]+)^C M)0.POE0\FT2X**XCDJ@XC//(]12$V>/I\F J^%[@-]\R!)EY(!1X/
MK%''&Q4D%]$9/MG YP@JM&S2%!LGVY2!(WL\)A0LV!J+"V<#N,&"M#!&N-^> MSB9V6#$LV F3$LJ_-.,\Y36X-
NX4T>/CG6_N''YU0*_2+A5OZR0Y24A.1+07 M%P\]1YP&[JV7Z9GB&?SU#U_LR63]LZ$[GXS>7;CI0_\I^>E)7.*':H3U:VWL MDOSN";,)D&OM,Y?67+.?
R;M*1$ *5 K!NV\&9(+X>S<2(.YTP^6 /&R>\OYC M]Y\;1CYSL;\S0/D]H?#(^9QL4#JN\^@"FQ8#BFK$,>31BNK$X]]X$)YX4Y]?
M=G:A)YT]FBB'7]D.K!@>40?&9^7=)2:2VI-NG5/9H5J7YZP)R-G\\8F>NL=2 M?3L0%.G=:$@42%1?
PQ^)JSPRP;//6#LOJ=GIV$%%1!\N#^6OZ8CABCZUG6=W M\DQ.#E6/H7*E4'VGIKB%FIK $"=4;=-B9G;PMJ*Z^#7=A5WX0F655%_IE):,_M4VU%U-
QA_T)M#T,:S .LCT[Y-K&G-!LK#D(TDE"BEU_*;6Q0D69\Y\ JA[(*_R],M(3NJ(N93E-?RK&^Y"&I*PMF!@\ MCQF>,0YI-?_HW".Z'0YUGB)+Y*%]FN,'"-VA-
;,#:AN6M5L9;!ELJX2M-; G MN+T=A$LV!VQ%ZG%46<1/P.?QV&H9*BL$I4,"=<5GF7[M-PQUI\):%FM4>BQ
MPZ^Q^J3>/SKCX&V[JZ>Y/#*S<*4R(@/P$+ P'T,R0W)M^G4Z)1YZL' -KM:F MM#/U_Q":132Q//LU6H<&Y-&CZ]HG5,8^"4(T+Q^P@O-A5&
<[#DIBT:9E?Q"L M5'<"+PB(.R4C>,7Y;U@.G(8$$A_'D=>JY(.)P$<1 0S2V&'$!0%J>R.L,H8A ME$0\F?MI#;!-L.N]<1?)EL'CDW-:MY,?%FYKE3@KK^Y
AV><&.F& "/0O.<0Q#46/+)"SN.H *W9ECGUKX MX>7T[-RJ_T(=H&WJN-3L%P;;VF%;K&*-=U90DT98@T^(Y6%S1==!>(4;(G-_
ML:55(=X8I(Y7$[H#]@=#6QPI15R\33 C!3?]0+W!.@TNGN%"*TQJ&$=[DW&R M2O4JD$'R>"$9 8TB;#,4:=^#T(&DW;[B3 (*S#DUV>!LSKV5J-
O0]>$>NNL\ ML5[\N1WFU!!,=0^WTM.^N/&6ON379LJ0E5DR;#(9EF7#,G\6-?BV?E3I]"\E MW:QJM@JA9O=],[8,F)ED):)O;V$RY<2RIYBY&?
DD]/MN^/W$!J'V,:V)IG3: MSA@[1)(1STUMGZ[P9IZ->1?+3+$7W*QYMMT)3<> 3^Q41@B&%B6/;C,\>-U@ MM0OFB#QCC>'DM0'0!%MQ$-
JI@+,>,8$X""?I+ Z<5VV*&I2\Q,0SI7AN'D)X M57[W.W50'!XUQ^3"N44+>'/AU+V(,F#/K-"AM>:, 8*H2!OYPA MT$W*,!H>=:*9A6%LM"'6#'-
KP:*,;.O1<2G60]HA_,/%K6 MLV5/$#K5KZ09DC\FDM<6W\LMGLE;!&&N=$.B> _".,H&C)"/N>/,)V%@;A:8 MR>O,BI.JO$?P,J)]2?
@*6QM.IR[6V4W$CZ)^C/%-R1TC-["?\#T8) VS M7ZT@P+YDW)_D#0]_^*[CD F3@SKD8,]YLT.$H]@>?<5)3.GCRAI4#;>OT/VA MX=7(PX'E=RQ
BX#K<@6I)7H;'OG9\01,0J,'D\(AT:,\6](/HKR$FC9HDW*Y MRBHFK$Q8BQM7G)P ?MLL")?C]H@/FX#B+53F(AL7=79=2E_X''_KYAZ_R2SZ
MQ'LFT2F^Z "TP"83-29JQR=J(]OWYF&YESA3>3#W;2>* O2=(/AU/*:;CDX4;09C.@L/:B\>'B7++4\/1ODBIY6) M61KA$DX5=9=PE5:E8^\18'HFFG.P=
[0!]T_H4>CH<'3B-/0I=QX?[GX!VH=G MW\,H#6]JK%!(?]T Y!|,7G_3GXFMA.!,P! M.=E>76)]R*?
<]10K6F!3Z24],YPBWU'/XF3C&RD5'XD#\\6K?;!Y0'*P9#"! M#84XUJL*E%BOA$]6*@AIOJBJ0N&QJ/]QROV7.^?"^@YH-3U$VP03#ZU1\KJ% M[3-
#Q(/#T70:P MP-ZHN?42KQ&Y%Z9A)&+10T(>UF*$0\U1F[;*+PX,BS4OUM5-QO>
<.XL5>!H44@I(9F;Q/%D11RY=^*X2FLJ1M32CVVLJ62AR0CK+>+%*R6!,(0Z M(0&AU!SMD^N3 ^5Z39#+]S7D)I\"LLX6LDX8BE'^0OP*=44X
O;BE"7101_ M8DO'W?H+[JU11RV1.LMEW"#NP[&E=UKY9$F.)0-X]&K T[^YZ-]X M7)Q^&WAGO9-4G5ZY3XL.=9^;
],89BM\92UN$0:D>\+PX0]GTD9K4^L'_] M)@X$)N)/],/5%N;+9]"(PPL)8QH#=S):!F 6FA4MT.;X#4PT&/6 &VXZ@[+S@\!]",RM?6
MQ*=6,EQC_]JQ7X,OSGS:';E!-[J@PSFP6/BU,_>[CY8U^X*SP_^P6]"S-4&O MZHY@#0(\?HA?G#NCU0\25X)\ '<(?>?ST9$7D M%5/]=K8ZBW?
GV7=2;+/=:!@KY":S0H8S0T)(CV=CL-BIV<:O" +>]F[M;_IUD"Z'].0G'5@G43%Y719STJXQA@QK86.DT_5LLMO -U::
<&2[4DEBUY$PE"U]B3WCKD^&7?NU^V2/8,A?N/#?+N:'=85.KQMM]#0#!-78W1O7
M&6;1("8H7)U7I/VVMAGJ8S,8HV()M,O%7W.;%HQL054>'U%%O-1R8] MQ9%1!S*J0$:!-XR_FIU]F5+X#>>^G''B7.(7S9L&.!X&+RAB:C=6"R_(MG.
MQB.STU-57M/!/TQA!UL0L\^8XY=FBY#6& UC^YOW %-DHRJ'@!%NXD;N'*M] MI1GYAMRDO(^M9)B'_V$S.O3>2CLEBIV?H M/.@E7I"SJZ-
#F/5SC[[=WEU>7=_ E=__0O_B_W/E-]-N_]W_^N+R[CPZ=W]$KTW')PT@+O""\G[]3/,O=@_[_'@5-&P= XDBKTGOP<59 ;V5T>B"DLLEK^H?++LE'.1,I
MIXD&+^M-VD<_>!M]@ONFR_*Y?)RVW%:Q6-D/CNW86P862X* 1X%T7D^Q67%L MHE$]<1.3P?
36^'9H!H<@/OYP!]Z]BPLMQ;H$5I:)E&%.B[,$U9KB]I0U8D* MY4"KG9SI>3S1!3+NPNG=XNPRH02/3?*&J/""T-Q#IRG3E$5\)K!;^GI(LG+S MSL!=
&ZP^QD ^L7R/"(],/>;LV5O>AAVP=P*0|;/$D"/8&]*]D\1LC]RH M+,]\3%-PQ:LD);<39P]91;=:'OLB3X4 BH]/B%K&J*.0]P=4ZC_%0HFF4 M:*
(I\)+2EGRQ!N^F-&HP3=]VW1R[>Q>Z6[2P<#T$8%LUF.L\/A!OF@QNI!-' M/+,K&KRKB-M<9+TN!'4PS(Z29H;9%?[5G(9MRX27E6GC5
U6U]'7XC>MD,L5F MIV=H12S$FZWW;XE#&S@,B$/&V EL4;>^I=K^!TS#(;/OX7RBZ>&1R81/ENTH ML20*G9XJ2;RH?
[@J2&504\2D:HV7S+S'LHQXN[=5L%1.4];8M]9>8Y'4B5> MTC]'VP?F,1NCK9'7Q8'NP'I=$[3CCN$5<&S\VL'&Z _6:U)AISL# M*HDTC&=H.J^;^RT?
B[X6>X8]%^=4T+>\H,N\;M0>A*WE5%($GS :NR$*>YRP M*R;.FPYB>$18X U3 ^W SB_6$%E.QR:=GN0V=)U74E12:\%^#(M%M_Q4B#N= MVD'4/K-
)\;Z9Y6X>YT"@A/Y3-*A_M@X&L=,#D?0ZC MW*3!EN(MYND-OISAP8[8/E\,&;Z"]?4&+YCO(^LQ P]T/X^B.E2"QNF]/@7<5N/#E;P[C%08EC^::/S&
M6I!P.T[*FG#8FA#NZ0ZMF1U8DY:*Q')"MS"?:^XO7,V!2L-M>>68^?B%539&6BBQA M2B-9HAN=>W JK;+&F_*F\Q;;+/H8QK]<4S9H3_Q3A2!(;Z54;
(,IJ;QN'B)X M9>_D[:99L=C,0#.I)HUW+0/A_/I/#S.'^W:ME4\[DA@X;'=2\MS@"1^8FH_ MPIDEF>[#F'[M='=Q'Y=%&E@J@S?T0]
(M6BLTA5,25V@:KP,UQ11GZ@H0ITP^6HKW(DF\\"S@3]?W:8WH M!^LUG=;&(ER\ Z%FJ(<"SNB55BU^.(YB:?M>-D0>%/:?P:\Y:>XMI?5ZP/U
M'!+8KZ&K6V_.55F:()E.%F9-IH,(UH&7>5,4>4-I;+RJ-$N]FVHI++.!S4HT M0>(%Z9 *U\TUS#>NTT4J>^YD@E%?&P@.ZT96.V$;E'ZW'=<# %U'A$HG?
F:G MI_.B*//ZBN8!S-86(_4'L4H3D%6"H/&J4%)=BR8;TSW%$K9;UN-&8;$6&]R\ ML%_X;5C]:?6D U;_62KD;-@=5.ST%?'I)XK6R/,%CY7"AWD5Y"*9- !10
(J^ M?S/M&&NW*!LKM_#(S$7RO;<\53Q;S\/'4'>6]4$\M8_=P[B8VC'GSNC]8LF MLQ;6-;*_F)HT.=BOU-K<^HPJ;IILVCLYB3)(9TEH@&X5@.0/[I3XW
UYX>[< MJ>7PX0<\AT>$OE^YJ>4]VO FO%18??F0H!E8OGY6R=N^V;V')\)90XS&6@X> MON0 M=!;?1.Z,$C\Y6&W#8)&@2=(D6+X"IOV;B_[-Y
M2;46*/9D^U:?:[-[!3,$0CB_=J3.#F]M$\4?GCQ"PD?^#G<\^1Q%+7<) QQE M&PT;]MYAW]C.RJ@_V*#3KJN;)DO[0RTI2;G(.PM?+ M\2$S,0*L! %7,2S[2
M>3%^U2G3:2FV896__4'LN0W#I8NX#N8EW^1H%U<]G\R_C]+F MQVAJIZ<(&F^H^X\A[*349I56 P=2GGJ&E5]W\WGG=DQS%!I6<-85FP$T+6S1
M+/&BLG_[K1T\2 DU,S_4JCQE[],N/-ZJ2FWKUF4>G8NDZ(\C@4@' M4?+6UFLVQ=-V,A>V(K_-LR]+]1Z -X-N>8LZ+XCEMMJLF^9I$2<>B+@F>;;O
M1_J;Y_H^_/<<;JS-75SJRR-3.EP2\F03CY,+,&F@H24VX"P;GJGE0Z)Z>,2 MT::#N9--E1=EIHL1;7+INIA5#6:#8<5W][=:):\SW&GV&TA"-IA6#":/3MX"
MV'5X;Z\A37.!>>Z1. 3SK3 1PAI-;;/1E/[+9S8N3,Z M7YG692BVZ9P/VC=%4S 1-&\IH9H(*3:#D. D@U;6#-XH.8I3%B$; DA:$DXU
M30#E_K34)M)1S'.RI4!"*K2VGJSSFMCLEATY%?T=\8GE#9^H@A^19S)Q9Y@(MUU;M'L\'N/]C.9M,K,E5X]?#LOV@B8%M)O7JAAS7J5 64
M=SOKT^51W@50ST!O3%2PGNW^0\V-=;VOIS/+]G#RN"5X>?-P_N/JFK-\GP1E MKR531YF44F*.58Q<;=S(2])&2QCUQ!=.8#F/>!3QG,+HVL%3A2!'9
)^T6B1 M7_";ZXY>[$FZJI"ZB0T&5%G@]08O?M+B0FOD'E8&5;*N.!XC7C:%P'KC!"_M MR+=G+35>973E;)LO$6:62,+3+JFT@8&U0%5>4;?
UFFD&Y=+R?'OZ4$O\AA&9 MN;X-OSJAZ\#-YN!<63[AK$>/D+1+O)9L>TG'F?22=O:')F +*\QRV%G]H>I'Z?5L;I[3.>Y+UG67\W(-V]!H-GQS+
MBL7^9K0R3XD9B3:85\6-;68^C-CFB,P=2'<9]U44P^'"%DKN"-)GNU<-= ;CK MO Z:21#RAJ+:2_<\X< #"8^Q>YDW#94W#+;TTCP747-_;<:6Q^7*<-
M9F=WP=1"[,ZR)G&VDJF&%N[5]IRA'2*2J0KT-IO\19B?@\FOY[-$]2=_K> W MJ$&2%8DW4A1\/4;R%V*,#J:_F=,N-
:XI28/3YMA@6C&8.AN!T1@(]RE:T'}> M:_?1("*QP;1B,(V8VW=&(@*^L;Q*Z[+>21L?8-5%,ONCUK>FB"}6+1$_$$& MZ&T8=FV]2Y&;FF
MCC5[0=3#4DV&#-#+$;1]M'=((\U >/@"+I_; M_E.<0H*%M^$Q;UCNM2FFL"IFUET9U?)EHUEV8Z/["%^W[E<84]_O.X#[8]!
MF1IV\3YTU[XQSM"AB9J-4&$U(T O $U.I473Y;SB+U9N;%E>]PS-H1&1>7/ M!_[0LVD-^V5ZVZ(=RQM'>Z](7QN[!.U*]6"!;7]^7,'4:2OL_O@^,>_S>-IQ
M?XMTC2Q,H],S)8-7VJT4&I=?5EY45FQIM)^M(;) M*E,"UN1##TTUPG'>=VJ#:N,,NT_-3E[+(20WKN.NYJ]M"("G\&UH+7E)UGE3 M*FW;O-
E,R.&;%\4$O=,S5(,WI-(VM!O-@@:(2TR(L@:>"PLD39S>=^BN(#Y MM+R@2[QAU!3+SIN"2/?=PJZ@4?HA%UBOR\,%\7M2-JA*S>\5L "*6%R1K-
QJ.03TS(-M,GE9-WE#*RTQIM%LS)=++F8016< M/[1J375KEE1>Z0T)N-G8@48L6]U$FS^B@7H=^"A4AEK%L(: ^1!$?:'@[*M
M,3XD&_/$]W*P4<^RH&!L+#-&F(.+!EU02*K$:RE*'#$VEKD\R<-'.]."(@L? MF[/&:/!)6C:85@RFSLAY[')R,P)O?
[(\PH/$^/8P[&%A3^8!&1U&LW>Z+JDH&?T6384W4RH;Z'>E_Z$"QB]+I MQ@-6524A%L!WL3%\ES*5(;R1[QB]DTZE3=Y2>QC?"'E7LD1O:F2["LM6[53:
M=!*Z/6Q?=4]KY;N6J0QCC8S7*>.U(N6=^=1M\QS98)KH4_^=+F')B+/@G=8C MX4 O#,"]IB>.IE-0*:% <^X\\ /PLVEST(*\
[OJWI>+IGX>SOZ&3[X\CQ4PU MG]!2SGQCLoFC6=4/^9W@WVGLG>.F"96R8+&BTHA!KK^3:L\8=V2<"'O79H5 M/^9\N,"-2@7+6_V8R!-R+@L4
M^Q9U)8PY)RKH&1NT(86C@CG[;7-IV6":Z.R')U7!KY]YY(DXOOV\2$'_A('U MLD]RMYYY;##UJ.@M"$]
[0GL]5ZG>O:'*MK3E3'E"38JQUI.0(V=*R&D0O6J" M5[;,EP;1JZ84$SE;BDD!L>_"->F5Z\': -@Y]SSB#-^XP+, MT472*4J<<@CG>Q%-]V$YVV6UDP?K-
1L.%'I&#%OBJ&+[,]G;7(T\XR'6@I&R M'2 B#<::H%CE-E=HPR!&>PM-[*_0A@<:$V1S.'JH/\[N$"NXR:CRAKF_2T:,BI@L$D()8G+.%?
1%C[G"*D4QV0%9?\2EW&Z\I-2Q;%:SQ34*H#5L4]Q%F"#$NK#]$Y.3B+W M9);$P1=.%(#H#_:4^-P->>'NW*GE\.$'/'=//'O\E9M:WJ,-;\%+A=47#PE6
MIT!'=0$B&T8PB]|:]DL?G@AG#=%AL9PWH!OMS>)SE@.>@R;Z?W>+M=#S"AN' 9YV5&<=S_> M-;"'7]D;4! A/6Y<)
(*4O.DLOHN2!PFZ(,PV0@T\8OW9#2N=?0&((IV3@]4V M#!8)FB1-@KLKJ-G\\N1X<1Y+5AXWG.D/BVIEZ[\%K)'W[6,*AX]?>\3V#GB^;1)C?
Z5N_QKCCUK/OT@8WMH!Y^_#;RS MWLFG/V)M_KG*,=8-:6K;X?O))/(8J#N"?_LS:QC_G7DLD5H>NL)-?-!+<6_ M?>5>[%'PA$\1?NFDBED4F9^S(
3,SEGQ9'W[?V"81E+_X34[XS"Q:=C@"F=\ MP6*&0"?\]->.UBGRC<@6X-?W$.OXLH5L5CK/]ZY[R,,]8;36$?J\?OJVDWX7 M]##,L=-,*I1FYZ-
<1%H39I#MY*!5?-@RY[Z+GPT>>IMD!::7-_<06D#R<+M MG#Y6$R6!_U,F#Y3$$QH9:12'L MCLVXT6\1AJ#\87$5_\@T,C@_Z*?
*+WLF]]V:6,Z0A'.T=@O#?'V1(L/@T'9@L M\IPD2/(6(D?O$D[E7PK-%DSU^$WGD0\7G^A=ZOXWQ85:=KU]R%Q^?!#X@=7 M+U>P-"2OF1JO2YOZ!ASWU(8T!(L_:WE,$IDS(;[;.#@3>8(]%O7HR7R@L"S M!W-ZZ._!O<$R3HO-T-@"IBO;9'9Z&FH\C1>,337#:D?>OLV =B&S,5I.J4'+ MJ;2.IR!L*M%8.\[:A:-R--
S.DF9Z],AWTU[]:4BB=!B-/S(_&Z,7U#KT@MCI MJ;K("_*F3B@,20W0#-6!J#K?1Y7]V& .P; :>T G-SI*2;O2":HNDT- !CR
MFFHT]Q26TTNRFN_+R6TRGPJV!^=->5/AP"H@M2W*URXT5;/'2@12X8IL?S%# M5043*JF\;M:ESACV"L.>T3+L:;!JT'C=T'C19*JO^?
#;C3ZS2>C;#CH-_6R M(?"FQ,)8+0'>;KTGY2@ 78O>,[HN"9(O"!M*@K.U%ZST+<;?#G*S%>I]LQ. M#[O*:+PJU&5JF=HK$GCMV)[4!&SLI0@*K^@-
"M75V9-X=_:3[\\Q:01K^2*1 M/7N(17[]#941\HI$D=*;:U_*V+0OM6L7JHB1MXEZU5,GW=Y];JW<& B:#()- M@V";],;8\R3N8%V &T$&?V8>VBOB6>
[HS $?;>P%_2R\Q?+&_WFK37MW16' MUD1P$E.O2#XZDYD(,.HPZC#J,.HPZC#J,.HPZE05DRG_X$_&V5!_NSNPPKYS
M4^R2'C5%9]P_2MG8%4Q0A#J"'"4<8L6$0/!B"(HMG,6R5A"V)8:O(;&".5/OS MT3_G?D!!/SZXR]Y36-C\VHF*#-'0X'?T3"X2C@EU6/HS_-6_(W_-;=\.R#WQ
MGNTA"4.*=V3H/CKTB>DV^J1.3Y)Y0TM]!O&CPX()36J5(S.5DX-Z"J->#NJI MC'I%FKL<6:*-,G$<^8SI/:X-!8_ M91"L%X(;2Z4PZC%L%8 MENZ=4:X[3
M_/W@B7@K?27# N_ 7=^/EE\7T>KK 1=?X?O/G=!#TRUU MM4Y/X4U3Y$4E]4'#C%Q8/[QZO"#($2ZM$P0Z \'!>I3MKQB<_9#H=17,3 @#AD; =T&.X
GL02,H]9)^S4J+6D#[" (H/@ M$H(L!X-AJRQLL0R5/-2K9;>I3=1CU#D86VP;*0_UV$9)H9EW!\03L>[3MIH3 M_VE-
Y]0_CI9>U\YMN/#Z']ZI^HLE5[K5KMGIB:K":ZS\1&UIEI4Q6Q<8L_/H M1;8%6G>.876B(M8@*O5E#A[6/_.&A&&^B>MOZ^==<%O.U=!.RE;_I<5GD5-
B;-FG[+7,.0D5L&U?1S_&5B9MC67+3FG+G,/"V,:DZ2.S9:/;%8:=CS^/P[HE))S;!W]1[15>S+J9D:KTMF6NA73>@&&(&-; MY[E&@Z*Z?G.ZUNEIJ'LT7DA?

A*ED'.W;+VLBSNK50'F:&QZL@?1.3^8%(76- M)J9]\@!BIR.=.7'V_*B7@G-T\3L8 G%QLDZ.L@BD]'F>0AY^]I5Y"&8X"$P
M^#0//CD*H5<('T/H]!235U2)-TR&H_K,TYX(CE:2??H?Q=E@J Q,VY5X4TY] M%;9N(C1)U3(FP*%S){(\(&A(8*TGE=;-"CX55A6&H8EG+L6-
>")0S\B[PJR[PD M,"O7J#69DJ,M0Y5K,JW3TWE!5GG)8'M'#=1)2H[!]%ITD@[K-X573'"8Q-0; M\47KI,9V<+@#@GKV,"#X.N .LG-,[&
.E#ZB8\/L4'7J_9I;2G6DVU[-K7<9 M!)M"G9T09%41BC79>7=SWE=&"..J2^-!+SM_L;P1K8QZM30BV0.N1J+Z+IG16<'[/-1C!>^9-2L+6ZP(>!
!JL7[!>:C':M7FH1ZKQIJ'>JP: M:Q[JU5!OM#DG1?:,_?*5>$/;)YP[CJ)6;MCBM<5@8*)RL*BPB!6#8,T09!&K M0OZK'88Q[JL=ACH58K;S9C\59+9%;K4-
E@D>4B M94/-FU57O&Q(%;5^T_3F'*G9ZB\TH3:S: MG*#)).=@O<,:A.:A'MM^S$$]DVU.%6OSNIB];FTA?-2=O,%J]<19_C&
M!9[E^!/*'3H0:\'<(Y(%YERD=LUJV?UGT58&P24$60H%PU99V&()GFHQU(0 MF&26A2UV["\/]=@.9:&)EBNQY0J;%O=XL%XS+H:Q!)V1]^4
MU,M&2)-9@S0U-EGSXLER'HG/V0Z'<5[D]H X9&P'=!CN)[$LC>/6?AWJDYV M5)Q!L&8(LEP-AJV2L"4*+)4E%_G885,FFZ6!BVTDY2(?VRLI-DOO@*
BEN/? M>=RP/X[67]?.;;CZ^AXNOOJ+=5>FQ:TB")V>+//EE5TYIM2[XM,R:V"XR!A^ MH()DVZ&UYR36("]2I?+2Y%S#KUQ\?
SB&+V%T9<_\;D@8&9RX_GKYR/5A97GL M?N1'T:#XH>_B0<7V,,KVMORN_T::%3LEQI;]-B%S&D,%?-L=!CU,BH^/KXUC M&V/+?G'+G/?"^,;$Z2.S9;
<1>[4I8E]=CC@=QPM!EN%# M)_MR:;];$\L9$LX*N/\S=P@G"SPG"9*RA3A9'[\?^>^>6"$4]SP^_Y$)*4>U M:MI8IS\/_,!RD,O243!!X]F
>6(,)>7!O<*/=''3QW,H%+KF$4@)8@3>DF M1= [/0TWH35>,%(7Z"D91_NVQ)J(LWHUD%R'!L+.]%G.63'MDP<0N]WDS-FT M'Y
9]8IHGB9^!XNHV>FINLA+0E-4>Q-Q49N+D+>O8S4N@BB B\#@TSSXY&U[M6!%\Q$Y/,7E8B?.J(3(]L1GM)+LT_L8S09#)6)[)8DWY=0AFOSTWA:5
M;2(V2M0Q)<*B<"6S/]XGRF"L))77S0I5#4-2&B3EV.ZM!4E*IV=(O"2*O*)7
MN,9E8$H#IAPUP&H!DXK16EDW>%.5&)::A:6\C5BKQI+6Z[$\SW("GQM{[I0C4?-BO'SF MD3'Q/#+B;.>9A+7S.#?
LX\%S#@GP(CM^,M#U@_63G6T^M\8 =B3JE1ZY:]HZFK5G9)>K M0=WN> [W+R. 1X18)L_IU6$M#1)8T)9A<(E!B?51:$2,;M7<4NL06^/[*+2:
M+NHJ*9T>_,.B+PWF:#IW267QTYKCI[E9J'5Z&B^J,F,C,]Q%&V[6P2<7^5B/ MFESD8SUJ&A$'S6VA]-!"I3Y#_-'8N%L*6,9+(^*9N:7 J%P*CB2?-5R
TBS6 M95B3CF:1U&I3+CLD9/B+'3QQ'IE8 8%;+"]XX_SYP!]Z-@TI<|:C1PB&F(\(M|$PEI->HM>SNLY HPV "@RQ%HA$!M.4N91@!/7=&8-
ZO5LS[M7.QL"U_!]-R M%UJ66S0L]PF[1QOLQ5D1NYP'X%E;N8B'TOYRT4^5KTC%_E8:DHN\K%MMUSDJV';K<5YLAL# MH]_6&!TCQM^0"=-
&OI/^MD+@E):/KB)FA;OL[W2!:", OJP?F#WNUXF9UQ2 MF8=T1(A?Y6"9 (U)\"S59
M<@4KU];S=;=8L,VO1F3N%BH62CUBT=B7JZ[L#RR0BCRC/B^!:2XHA0R60V MOS1M7-AS>S FM!H^G=T3BX2O@GU6:*N G?
DK[GMVP&Y)]ZS/21A>N4=&;J/ M#GUB.K<04Z,UWF"9T4SG%*]S6")1+O*Q_NYR,?VC^L.[C72XFG,XA4("_V
MX%8C8:%W>I+!ZRQD7%O,LY&P,#H]1>4UN<+*=BU.YDT6O?6('WCV$"O8MCU= M=Z>?H;(M[,8MH8XPL+H;@RP/H'$8;#-UZCGP?[>P&&&KS1?
+&_WFN7[ZK%*3 M^O:JR5)*F1@PZC#J,.HPZC#J,.HPZC#J5$*=QJ:[7;D>@6NYX=SSB#-\XP+/
M?.Z.'Y7ILF0!Q0X+^^,%ZS5:\1Q6P,KAB&+PJLHY\=2>_0(1 M(D-$3A7+DG&;DA_6"(&2:A&H%J>&73Q9SB/!/N>8KH> &!"'C.V CL(=P(/8
M^=MCU@^[U6LMR?HL^L@PN,2@QA(Y&;A* Q?+T,Q%/E:IB!BVTZYR,$'VF]J#0'I\)EV+5S&R["OH=KL/YB^95Q&2QW>J;."T)5)<*/
MF,N'%L^K@>L*X_J!JD)MHA8J- >7UJM!:-1*A:;^1,2O7'Q_^(8O82QES^AO M2!@(G+B^OX4>ASQV/[BCV$_\T'?1G\R!SC21H1OR^_G;Z19L5-B;-FO]C.G
M-U3 M]U!S\.D^/CXVCBV,;;L%[?,Z3",;TR>W9!@F6R6,0"D8F\DCX&5 R$ MMC7:9.C9+_69]^V9U#=3ZG.D<.>1>IU)?2/1LUOJ,Z>;,*EOI-3GR3//(_5&
M0Z2^20GC=*0O!'F*KYULB#$K>P']W9I@@=&P9$7 W9-90*8#XG&RP'.2("E; MB%O(RP^4)G@P-W+G@PG92(32Y2O#^[-
KRLRY4^MDET*8PQO^2^)\Y:L> M_N_;[6+X* D?F3->F'XX*QGWOIF_&\X_]<'L+M?A)RC>#"M^-N?!WY@%/%
M0>#9@WE@P5P>W!M,.70"SYU,X))K& 7V1DC5?T(3 +DR@RR#+$ V;]WUBB K M=GJB:/*J)O.&EKK+$L-NR[&[.Q"GYVB8N=/NOP_&;7 - DP*?
%F^C8^I<%Q M6U2>(;$-2"QZ/)6MRIZ=)*J^;],NN#+QU@U=K&7@5\%\U7I -WM /W@EA M^&T/?G?#-T?]394N+':%Y@7P&%15KQVTS(%M
G)SU(2L$KF89";SIBCRAL+B M!@RZ"-T% 5>UYG29<@%Y$KM "[V" 9W09)X34K=>;!*Y,99 M0&=TLKUO(_NY=_+M#/_Y-
DL^YPLG"L#?!WM*?.Z&O'!W[M1R^/ #GKLGGCW^ MRDTM[]&&P>"EPNKXA@0IMQS$+'I9_#8Z +AJ,HGF3TF+?\-PA_'?F4<4(74(MW+-F/E
B_NTK]V*/@B=\B0!+)U4]5)'GX6-R%%,O(7S:!HP^]\-'DJ;=!6FB1+\YB2(AM(N &UH3KHQ]. ON5$2_+ M&V'ITF44RPZWY#J1YB7JU!X]8_MQO["P>>?#
=S(@,78_6W_S" M.> IQG->Q?M@6]CU:+A8\.)^.)Q/YQ,K./Y(4K&$6^E#Q4B7Y8WAM@RC698W M)O:H&.&:#C:VM$O'WXH<8IH6_G&DIAJJGD_=N1-
\!]4SP_(Q4'4GEAE5&58; M1%6&U3*H&G7^8&1E*J#Y5&4JH RJ_B!C>V@SLA9,UK"2'J-JL53]%*%UV[DV M1MB#X1HF@#.Z5@O8"J-N-
96\C//1]5/EESV3BVI=AG.T@O#?'V1("U[2@CT4E=Q8Y];LBVHXBK+@)D)5Z&U;HL M& R[\KT[Z[G9N2IZ9J[+*:.93%%7C%35PHJF%';PH!'AL>&Z-
(2H5A#:4%= M[O143>,.,77-%8;>XT5ORZJZZ@JH7I.7=8U7!0;@8P3P[E!0YKZBS!|L&P"R MK67:41I55SL"=8RAL$+@L36,L>*W=W**W-]5 :
M@$@F_)J1XE176NF\DJ? MLI(O(67?&;E7X@UMGW#NF)MYI#N>P_TC[L7R/,L)UO-W\\I1D2*?%=P M<&5. F;D2Y(OEK)ZI!1..JW]$KN4@X)=19
MZ<_P5_^:._#6W?3L@]\1[MH?DEGBV.[HC0_?1H4],MR=J=']BH?*JGCHS_;/C M@DE->J7#(JZYR,=BBKG(QV**A9J\'"F*C3)Y)C-
YN<0J=O*GO99A@S(4^K(R4A\P81BR,R\!4% MOLR'BSX:^1AU#@=7#=N+QT2^S!M,'XU\ZP_;??#7S'%L/6XU1WWA,)'U? BN ML$=&:1-:#;'3,T2U)
(=W_8 N8^->-OZG-9F3F(L7KA_\3H(G=S,_WZU@I$Y/ MEGE%35U@Z /Q<[=68SN7N>VY#!+-M+&)" M4*\0M#*#H&TL8!2N%^2MW,_*A:(K3Q/UC86,
K7"_)6;DNVC0490P,Y$;" M.C5LZ_@3%JO9RI\:6$:0-Q2-UY2VA,?:!H3=LMC*7=RVL:"ZJ'4>6=28+-8K
MBZU,"6@;"ZH+F>>11;UJ6:PJ@39[*=:H_2EG!=SOEC=\BKN=REO(D/7Y!T(\ M66+UW2LK;E6RY_W9-5'F;?R2*=!*GAYO*0IU= UC$Y/$4Q>TE-
W_V+0]E=35(BJZHKR&V;& MAIX,@:U"8#OZ2N5+-4B][M$L[,E6:"NVP]YDRKQBIF[TQ*#99LV1.5&7L;)5F M:4<;25-MC&9ISBFW/6-
/]I;TD56<&]8>.Z)#F,W/V6G,"5^)E<=BX*L-?*W, M0Z\37+O-MIAWH^G:]^=D]&/NH;&FM2?#8&NR1F5L0%)7YC$UL-*\J+ :KP?)
M2"OSPQLL(WFWPM[+""W&D%Y$WGFQ>J>GJ":3#F9?B]8=KSAP$9A>'"%@-TMWRSCD&%.O8L[)@%?*VLEM1<\'UTZM04=KQ;V IZV?F+
MY8U^\];.\NX(/;]"0!,]#2GUR8J/SFDF!XPZC#],.HPZC#K'DA>6 M>8E,?>[N /M5@L._;%C)N'^DLK$[I) YY9=%;!CX"@*?W,]Q O<3:',;G"Q
M+,3&9%@UJ(VV*HB=GJ1+O&Z(+'K(M$[16H?E=>8B'TMMRT4^EMK6F-RL1MD\ MB=F\7'+%92[RM;+_89VRN:?^G)BC&.)*O_$P'S-N
M.)XZ_5+I]#0I=2'7C(0LNI711^!CCK[QJH"MXE1>E73&T&QZ36';E[G(QS;H M"E8G.:*5Q:D3C:F3 ^6!;1T5+ \YHHS%R8->]3RT.#'QA@3"/]Y53 Z/8TW-
)67=*$E ;*V(6&W,+9R*[=M M+*@P<)U'&$TFC/4*8RL3]K&@@]CYCF$412]%L;]ZBK2<61H8_3=FM"ZBE; M_9^Y0SA9X#E)P&I7&ZF0]?'[(?
[NB26W= MUM\70/^ S*I62#)O/"] CE0F/IGWGSX@,XH6C_7G[_:0I#R%,7=U.=^5=*F* MG9XBR;Q490/?
U@&C0"FM$!.5M59410E0Q/#30/SD[5]4$7YDU$*\;@]\F#X# M_,,"J6P+M6<1+^7(+-]HMXOY#?
9*H769S;EH^PUWV@M4R8N"E84:%4Y^VD5I%4&XV1ZA:?I4FV9ANZTZF+ M5P(/Z2#&GCOE2-3T#J^8>61,/(^,,-MY)F%Q)&9R5^&/AJ U\K\VCK!-
=NAT ^8,L"[?J7V+CTQQ?4M%#OX J, M2MQ(M3^^C2W*]<*@1(7W;DC0\=/"$..>*(V=>\WT>ST9).7]=2^P4=#P6XA
M:F7^:X.%Z(!]&RI$:$BIMM_D1F_G**&"MC5*B(B</ O^(KCT@,F))(KV./LD@1 U]3J+,;?*TL M#L3 U13J[97*XOR--=[/"0^F:73SM]#/P2=F"T%Q-_Y?
S(F!W\;*1.POOH M+&8"D%Y_M+*B5'/(Q_98M0S;^^RP!X#?*2'?T*8$YOC#%RE@8MM"[2*;?*T*8A8F5@9-8A58_*[X@?
>/8P(/@Z(#5R=4SL8.X1EC5XK'*_6VUF MWMQEP44&OJ+ Q[;&,X)K3_VU0XYOK]1S"3?U?LP]K.)"#6YX"MI..AEYR^6 M-Z*Y_E=+
Y*Y)*1D=GH*+TFIR_AEI/S1=@77V89Y'O(9[+PDLVFE@8MMF.4B M']L2RD4^%MO.13X6V\Y%/A;;SD6^&D*8+G+VG\QX-7%C#*0SZ3!8R8+2D-7"Q@5/
F2(XF-#F: M5-YVGFS0O& MTP;P='T N[U/)8?[N;/?]JZ<2AF;L:L&+YNI74\&K8\%K>KZ-LH*@)'!\'AA MF#?=O"(8]J@3>;"ZO*H*#
(\MQN.>@(^2HP#&3I.;ZCR#C&4K)-Z4C[*3/(-7 M/G@5KN]21"+U3D^35%XW4Q^Q88AL%R*5EB'2Z/1DA5=DE9>EU">R&2B;',O(MG
O'/*L&\#2CIZ\U2<]L5R\F5GO@)5GC%:5"F\?P6+*.R9R_R'C.)YFU#%& M*W2,(C1&Q\3[_F=T5KUO(_NY=_+M#/_Y-DL^YPLG'L#*!WM*?.Z&O'!W[M1R
M^/ #GKLGGCW^RDTM[]&&P>"EPNKXA@1)M!S$+'I9N6^K[#UV[^&)<-80BVU; MSAM @G/<)X*:WP.6&++#=8^>-->%FEA>"(^ 8Q8 +&
5NG&5(FP7K=# MMU8M_'AL.Y8SM.%&/X /:$FD4X!,93.KFU__TNUR5S:9C+YPM[8C;)%[\M>< M.$, M&CA"[N!.X,!2K,@'L)"1VGXV4:]E=CB[APTV?>S
M6[R=CD?8,!R!JKC$C..Y?N4>WF8PXW//&MC#K]P-J*Z0'CL?[L#@CH2WCNC-(Y.5AMPV"1H$G2)+B[@IK-+T^.%^>Q9&4] M<*8_+*JEK?\61 &A:/7*Q?
J@U[^YZ-]N;RY.OPV\L][)15+^]Q=2 MCZTZ+RS_B;N:N"_^M[-!=<+3"+Z%[DF;DG529?PI*[!/LT"G]= M).*%5\D"SX5?2(*DK,]SXZ0VY@&VD4[<
222BR%1VIS-]QF;&QY,-C*O"@(O")N2;LK! M=+F(!96$5 &-A=?9SZ'F*&YW.U=5HE3\8"A=K&GDSHYGL-0_2T: G)2Z\[5 M=NZJU*=25+D E=0
69=RR7I3=.J8N[QY./]Q=5V1*BT8E[B1M**%HMF$.B@= M+C5J*66!UT6M_;"4*X)E'>[K^11W$_^'-JL('=A!P(UL?PC#:!UT%_TZ$I/J MCW_ E'Y$,[KUR-
2>3].A6 <4ZR*OZIM.GC0#PV5Y(051T.CT% .,DRFWV%_> M*2(I]X"%P!+P;SB/V,>UJ-88+Z05:!5!*1*WTG*75W"XZDDC]5P%6?RFM*7LM5 MI]Z-
P0DWP;=SVW^*_6M,98&[WAH%4>V#0'2Q;K5LQT<>$0#KY0J/0O.1;7] M%<%FF-7&UNI0N3_(#/2K'7H3EC/BK(3=;9G?$$,A.2?X?4)H?J(S2KH4Z127
MU.EIHL0+2G.7C67)4W%$Q!/SO&'D)6&=NO_BR7(>"6Z9C2W;XYZMR9R@YO?G M W_HV;-0>N(M%6YB6P-[8H/O3TH'%P+;&
MJQM[G+8,K49K@!KT#$)W8(59X,NFMBW%X>8.O>GP",Z]"2(O?;Q(8!ZJ@:)6 M-9G7M?TY56W6V?%I&SQOXF^)W?B68T3/A! ');%-@
ZW(R_L@&_A*9MI4*U!DB058W7Y"- M=;[$L"8&-Q R<#EB^,7R/"L9V"B9[*5EY<=A"IOXBXC&,G$ M+C[7*?9Y_.[TA-L?6]^W$<]NMY< M]
:HHJIR0@].E8^7_^%":-]QV09;PO4;?I*.ZU9 M .4T/!AK\I*>@W*-UM>W'H'U]8@CH7L56N/P3-1P#@X8K,%:F<6_'0/1C"-_
MTJ>GXC+J<;W3TP4>W,JFZO$]96H?/;>3T8!5&:]*A^1IU'D">K/@\,$9PH!X MT^.O--$DX\58Q.-S9[0\2YI2D9H@,KRN'.+Y'),!*HR@ND S! SC6 W38B%1
MS29BA4(5SVS#;N)^VZ.+P'=>4B181ARRJ]S:>& F.FXG'U;AX!71X(6&Y89O M*3J456;H'F=LD];GDZ%04W3'QI+FZJ3;.9*MB?05?I5(NT38.:-
@8HP1A%+B M]10E='9Q>[.\'BD/"U<)^9B(::(ZF-44NC4K"ZNVMOD42B(=&E6[]A MZ-7D]1W^6>U;8THS#*69QIA 4X+03ZX$6MI,
LLY6B..H)D"6L9G9Z&.Z0[M6=S6R-;R""PMDCBU1C0+#ACAD) G+W;PU/C*B6)#JQ%4B/ [,(*>/0S(Z *! M-09H!<3'<]^4M>FP;N:KI]B
*K"W$4:IT6AX)46QH04**D3M>OYT*I@:0]>G MBKRN;&]">A3Z&(,\@>@/!]; M$QOXDPZ\6-E< F_"/"3:7X]&+20NMZ)X9QY&Y8(WFKM!0-
)G26_A2&,Y>0YD MK^O%VXB MQ/+"[<&)K":^+^]$$6[O\HD=^&AONC M?IFQ$9#[_0,5>95]0@@W-YR,]':%!&Y M-)UT6[76(%P!P9+^^"]>T
7.)QTJC3R%T!MS\%HZY@HRMYX-7)W17NAOB]:& M8;?TEN?>WY'9 KW9-2IH(5.1>%DXI&I$>P^MY"*;*= LZ%,0-]X&.25>$/; M)V&A1 ?
6W\83IQ4QTP%!!.F1 MI ./?%7CCY06H"Z#GKC)P$NFP6NZ>M15;+;+GX_4B@7N"&2-Z M0F8F'C9I[O'C2B0K!_44\$K5ZAI"YHVU;I>
(J$S:,0C#W\.IQ)Q,M[XP54P7 MA%\:*PFIEQA5E?.K1:4O5\6CV(5RQ_!+5:OC]&S(5V*KA>[^X,T2#APWVZ LDE1FT?X\-WCC/D49
M*Y_KV+6L.)]D$8O=G(>P'3$&[G4IBL#+8G,W"BI.ZCB8F"8-=LE@^[3JFK95 ME@EV"1[:D#IMY'48EFSVK(!PPZB6)W(&]'GD2CZ'[(8$[(\O(_+= ?
7Z#B(0 M_\,LQ6? &"THN3A-@N?CG-']!XDK,R4;:0*F[H.H&_M3]S]0TEAZ=VC?2;Z# MW*'F6]915$^#GDU+2'C;MG]R2=HM;4+VOL1(=&XV*=.AG&
<436SWR0.T>$-1 MXMYH>0O.1G,%RT,9L)0U>"V%TFSN&=7,U5>;-%-O^!S$TCZ]2P@F$^_EL-]'E+JP)-[+]X<3U MYU[8'RH^G +DY!+0 36+]356X/TP
DMI TQ4>0@:-O(639#NJKOJIB)4ZBA)OFHP#5,_-ZY#U4SBU"LX-)LV%)CB:;7B MN5ZTR$0&VXO**(NN5%&5,BYX@I$]/KT[;9(S.
[I8&:RVMDUN19MK$R>4T+Z' MI[RB/Q)EY!9\CETL8$MXGA3T0LX!59OP^.A%[M/J^TUXUV$(^[N_V/S1EK M40G-
L$:&M=:L@MH4:TLU_CKM1+4EI)IL)Z)3+3Y@?SY-:R6PZ;*H%G%0N$X3 M<4>&[J.S] E;?-OE.JU!HO9_-M;BUH^J\[I4=5Y,K5)R,+ED&O,VK]DS!(
;8R"'-4FZ6G$8H^7Q6 5D"8IE+&#+JF_+ERO?L%=^B1JX@W M\67IL*W@6L#DQ8.V<@)NBY;?Y+>#\/]ONW)^K;@PL[5^=DT <;XZ &6,O:2$
MX)A7_8A5-/O^=L&HJ&M,7=&B*1G&-B!W.O$2LJ>=^>)AJ-942T905%ZM61#ME44 MEOZJI,5V\5B\7XE3K93Z7*T&FMRLB#-P-
FY[M]LYI<6LLJ@KK,F@\J(,"D-I MY-9@:K&O*D6G#I6[Z, 9DJ7KCKMS/TKCX-Q!8-E.&.%:G&($)$_H^:86;W/< MX>/[XS_\L)5//YKGM1,?@0&-
MZ#,3YQM'.E_2X=]*<-'0N5MQKX^?)B8N"? M!:@GZ6M])R4] MVO JO%18OFL6/[]@)Z^FP0T)ZG2$8N_AB="]ZNG,]K
GLX&POQ+M\M=V60R^L+=6H_D*]SXUYR W?W"&5RW&UU-I2>\(2$" MX<.[@3N#P4B8\1U]$N>!:_C9OE,YG8,F]IX=B[?3\0@;AB/@08'DC..Y?N4>
MWF8PXW,/5-7P*W<#*B^DQXV+1%"2-YW%=U'R($$7A-$^[P)ZV%IX[MHW1.#E;;,%@D:)
(T"4ZN(&3SRY/CQ7DL65D^3.D/BRIUZ[\%3%WX=F;URA7$ M0:]_<]&_N7RX_@?/7=]&>]$^IZ87CS8J%!+I(:Y&JA0>X7&N3;V: Z M!3(
;WD&+QX0CY,%GI,$2:EX /^?O2_]<1M)]OS.OX(H3 ,VP-+H/KKG%:#V MT<^SOF"[9][NEP=*2I4X39%J'E56__4;$7DP>4G404E5%K!OMEV2R,R(R,@X
M?_'B=ZEG7];S9GJ+%):B%_![_F.\A!]/'8FXUY!17<29_AQU,' MA=_@Y;^ZA(\I[9)A"RW9XQ "19(3HV4*$X'_4]\+N4:T!S0:]5U("@+QCK(< MN)PE:_#>//K#

<[OZ:$>BK4;8B53[>=1W9RSY5K_13BO-X[U#'*?_Q&'DS-?@-M%'@@OBQROH,6\J8-\P6:UBQPU^8?GO\(% CA HR9^6_0-H'QJP/",%V({Q+/ MU8?FO\!@0H&E#U^:+\ H(H%I-W]YQ0TI^E?K%],/Y ?J]>*CE^8CO)'6,$/< ME$_3R$=5T^ZCJFD-+7RI 5)FDX^-$5YN3<&-,>&+\\"?NE^;PG:#9TT){@@>MA@M"R;0#W,*,/3#7I_%G]%3M@9+]P'/"_P'&XIN 5^1Z=A\$MH M+)CMXCAB[.CTIO3^1HULR\A+LY$>-52OO)BOV93TOU*/;H$.I:I>*E: HPMM'86I9N7V3F[=!\?S _#1WHDPS*='CP7APEE]!A:B[KEGOZX_@!VN#;>[;6M^ MW H.==]10ZC8@G+%GTQNX,O*)N)R'(',>307_L$GQOK'249K%1;"LE?0@R"1 M/H@RT&3\&TB9^?41GJ)D\X4X!=KW\D?D\X?_D8?#,J@% QXN@U0SQ[!W?.#- M%!&^<(PXOG3JVH'SO6&.\9S :F(WXIN @Z.-L;=2"YRP*5 8?O"X\%TX_W#Z M,3@;3T('WA*L20-*%ALO0I9,O!K,WLM&ZCET./F)F**_)#<+CP4?:0G[1TEP MR,JAQ2#7',]FH-I\$#(4+U4.M9/LVQ?>>9XU7@N.*HMHC@+G9ST[!SY^&W\^NT[$%/CK>]S07\=Q/?F>+9T/">,^.6GI/;MZ[$4S%M[MA0!S;&:A F3FS'9 @E:.Z*K[AE8$)7 WK(9P0X"$GMCVS77L."T,=BLM" M3$G19S$W)LR#?4C>@9 OP.T)5BX8&O8SX,I_ U%!BX%V=="?Z MGJ'?7T0]!0KC<)SB-!&?X%Y\D#&*9:%JZG!$+)YB9?\9V@)<[/)Z+CAT9CPL'%A#!=E."M(CS[AZ8G-81D3(M9V(-J;4FO8&X,KY'NAVR%[#V190/(:&T=]#?H(X-/DM]!1H"%@Y;MI/"=5 = M_^T_PFL#"Q6BR$QW,<+YR7?(&X 'P4T]>, 9UI[C&&ZGLI+T,8&VX;>PXL" M"\P#>69(,;]PQ).S7*1&R2#V'FW91#=C$Z 56O?IPSAC0.PE!6*19S8&:)&@MFUYNSF$J6H3G&',G"*,,T[H66G%.A!6+KH^ZD8XRNX?SA"P+/+)OB!=+4N]_ ML409A#$*&^KTA,@A7*?R5E0\H=;8AOG-IR-O,&^6WI#V%?Q'3M)BM=#'R/H;DXC0,T!5Q,Z)B@/SP^OASK MN#,7;Y6HW"M%C)HB?(Q@3<*8U5V M6-)1!Z;Y:Q(&1W5DBD>)J[^!'EABZDZ=8!HOT4Y!T0Z!IAO0/HKJOCKF#N 7U!AP['BEV=<5 M&!#UN'O%KZ_%N2TWYI-H#NH)KBTVQ3=:O69A=0/8C#,@VQNR@@4)Z0,B8-K0 M[M[($?X8BID1"-KSDH 0?XHR#O>C@)@FERSI,LC:XJ]XWI6S#J36-LEF MP5^!8KN%.P3_#PS"%ZV?NTV4V=16[U!A:(8115K S!2V"6>-6"/_!RU4_">N MEO\GWESRRW!JPQ7>N_B)Q.*DM"U@AU$D<__G,1U,+3GS>Q@%L)29F#H3DDK M&=+N&G]H;SE=K]I"8EQ[M[8 6*8A2;X0":A(Z,8@1L Y"LAF)ZHME+_4C5K M74 42^6\GJ%,^Q$?)VZW9,P"V)>H:.AR1EL@ WN\X0Q(,L,A8^G M&7G29(=4"1J7VP@+.@T5^]Q%1-9=>(8\1CGC>$Q4_8\Q+#:C6\0$=W3";U0[MCA9@M/W%9E(F:<>VUD",_W'2.LS)*2,,"7U1T=+U(6F"'E@,6Y"B)P<-MB*#)A/PCCVI534C4A<%YCK@,=B1$H;D MY C=Y7NW2/(UH]"H4J7C;%7.?,$(*0RGCOH)C10-8V9W9:?',B3$6>16*! MZ_="90&HGB26E M0E@G#->>,KS/M:Y*F)ET3IQE25+1T).*)S)YTWFV>E5O%?D6)\X(%XQ%0K#SM*4]+A@K+']J,=#C0^5>9(V@&@OQ?P,\PKN'X8;GF#I(&AO("\8LB M*+0+,10Z7:A>O.%U9NYU5(6C:FT:QK=,\8TC9'R[VBJX3H7O'&(HG%OJ(*DM2)+2GBU6*@_2>UH 6=WU_LKQ*/ N[TZT.+G])RQ"T,,STMB$IB-6H\,-0*BBVKI*U_HQS)A5_$4V[0P1$9IVIBR[/@P_]$M/^:3$\0RP(WOH6,V"M¥NW_R1$5']),1FE525M(O 9#LY/ MV>4 MU JG<1AJ$=*LNR>BJ$0=@,_)_T!JX=J]B._!\1J\5"L=:FEQJ?<*CK)ZW8JM,!Q="PQ%@6'O6F!X(0)]+2Q\.H6%Q6\N$Y#*]JPR_QA/TL#%G]MJ/)]%X C[W M;S[A96#Q@U=4,MANUE RV$Z7#-(:3+$(NH(^Y(WDS^"A<^CNJXHWNR8P]^,)@#!FCM*GK3 EQ!F<'W-OW/)137A&0/-[2$^34[H/?34P!M+6=N<5R;&6\!-.#;/F@%7$B2CTUP<3"3ZC&]=,YT;;"E%KD4*O<."Q*M2;G2 M,T@@AL!I_=&WDA->XN11N(R'&<5)U@0'_2M,Z5*H$?^'BH/)MG>#F>9@J8> F:1RDPHRYIRGW$4L$&*,(K?*J9"L) R2+@"9D;,&+B<5!'UW M,!D.5UU\P M=;,.D48W=Z-&OUPVQ/@Z4@%%UU/#>(>IVYG#JT8ST?Y> >'2I4\BIDIU;+L0 ML]7;^RB-Q6IMM[*&0-BD9B/?QJEI"-?%G0OW6ZLJ,A;,I7Q$<0T?>-3WGI8RM:IA%AH%X6IIDHL0HC.=X.LA#]TU$,Z'0F!:%$VWH5-(C1@LI#E$XC%^ O+|/ MP;=XO#SV+YZMXI4;IAKQ:K['PX*I6+B'X/LR%_CF_2=5?JB$9%)MBP/OOI8 MJZ@*]Z5PJ-@T#S#(L"H^SE0SQM)Y.N3ZY#_ :?9B 2^ MC49N$0,,T%XD ,D?1P(&%^9X(O\P#?TG/D\D[600NN_QWC@)2MK#K'=S@/_V$BJZ>B?EHPCJ)O#A;$@?A-*!XF"LZ6F*+@Y8%>A.**826TLIPH MB4WY$[!29*B6B+XV<2'.8N9C%#YP0R6&V#71!SP"@1I';9DE:\A8%0QG#(G M;'7>U.TIGATN_""ZQ;+&E.@*3@ #C$2*+3.$_PCG:[!C'&VJ! \.IG8"?W83M2%8949>:/F!+N&E%H&*\H9%=TRK.V M _XJS-K92J&:/&E1\)$,ZQG;+>;$LDZ9_66M+(6ZB5-6]@Y,,2V+\HMMR6C, MUIJ4.V,AQMZ6>MY?-=)XN;S7-17%E%;4]4R^<,K,D2=!F< %6FCH*+NP1+2 M,,-Q=?? 1K!P{}[\ARJ=?&,>!Q1A#^,IQO3GL5M!+#2Y$^H/5"&::$"JP E! M!XE*ZF3?4C^!0SD+N7LZ11E*-(A%,1,(PC'2!&91R 5%D GTV)"K*RU'VS' M1=4FY-I/WT]X4:1N&4=K#TL5I9JMWDN3_"%0>+?B^/)D7E%YL;V>8:>;FE8BM"A#@J_]B02S70HI+7M&)D43'W-+XH @H,;>0?N2:38#=>(FC*R?+5.C. -7M MX.V0E*M/]#I>5)VA4E-(!N50B^4L;3"HXJ6D(-UVELZRI*S\K$(0KTG!QA+P34+\0?AY69P*' YG4V=L1+U).ORWLRV9)(NLE+#.@Z MMQ_\ #\SB+I4V8WUHJZ+JAE-.VQ#(1\[N>-B3_ 6"ZT6C!=V9R]'BND]$TM M A^5(=KS5WOX[DYSL_V:%)$N5'N1F82& M4*]D0C\\#\UTM99,$!1!@E >9[QZM* 4&>![FJ>UM5K2]X> ;><,[8VSO5BNL M;DJJL75=]L#CF)-U464&7>)DEAF[9)D+*DBH.BUC!7#5L($ TB!4[ZZ0>)[Y MM#552H**,:D,$4E[:GJ"PZZ5B4CJ LO(#Y"=H9IZ:^CIM!,D@MU,2 MN-6\9H%%%KA_S0)?ED1?L\!/(N\,\977A^S)N#=GB3CI;_!6;*7F7H[8^4^N4DBM*FTP)*D@('<:<>?E1*SM3O[&BQG ;$]\U^)2 M4JW%RJ# 79B9*6\?BS=*5#S;.@^#SZN$QN2;22@W>PDBD;##E0]ZL(6N.Q MA=BQ9JIM!9P+=Q-*$B9P>_)>*VRWT2Y;$9I06O95%O3QE ML/3#*'7"$T*4:)?=ZZDIGJ<4!_7IHM9L"53,5?US?-4)7C)&"1UG;FB!^P4 M=O(7A5%RDXXM;0=)F$.K3]=D<>0;C+^5B09Z"<]1\$!=&C(5XDAG7#>/&D9:ML&+CSU+HU09ZZA([SK1ER&RI_2[!#^ F/#!.FETTIG/_$LWMQ%%1<8VH' ;4-49/OEJ,I M7CBEM-I]ZMSP,Q\P UUW%7Q=K6Q.$O3-^78%)$D#S!U*Z\E:?(R=S1PD8!519+;CA1?C)=.&RN MA7*Q.H9N$K1& E7'\>K3ZP\)KAQEY/CW;H461'CZ%2$GX2>DR!;^(]VX+I 5 MEY@)XF6-U2)82A, 5HU*)/R\D$.,:9U#1MY>#+"OE*;@7?L"Q2/^.=8,O0(M6CED7J[XB@ >/LT5)X5L%0\+RK6-XPRK+;5,G;.MK7US!Z)7@$^?K702PONSMEMAI%)5HRWQB8EI%.I?4&7!"V="(;@4M9R-M=NJR';#[V+41>A0+C-DC2RJJ M0%9)VV%K*S_DUZ^4_+2P65(Z19<T+QU#9J+H/G&@&C2_!LVOM0?.: "1.]=8=@]9&0=#:Q#6_0*W>>'GBA.>&!$3*R#XHY="^$4;ZKIF*W1(A M;VTG^!OX,7!JF1 -T2W MX\+XM$FA:1;B3"8G7!!0 *67;B.'XFEJE^Q!MA"N)95,[!)A-5R_N*H!K"Z M51R) "(-B4>2K5 L:=0[_Z,J<]1H C*?X+.)>S:(/:_Z$*RF=P =/*3GVAC;N3#Q-T/SO=V4? MI1_%!Z/M65O^BTG?#>'0<;(@JT?]P>@759M8/I+MT,+V@I?383!:EJX \V=& MPD.G3_&+Y'R_S!Q@![^N=8Y582Q_VU%8-&BNG9LKE#]L3/VO=O<]:YWK6GN-9 M:Z?.FCA@ C]\6_:=E/*W)+)'%XEX8!A0HB+ ?63R7\EA[CP]%(:-71@)W:P M^;CB@],+2I_U\N?DEDQ%NO3P7_#:/[\>V-BF=!KET-M;.72ORN$Y*H=.2CD4MF;]PK+CU#D9QQ(+YT&PCTCIH]924_Q@]%X0J/=6-&2EC'HM6#A_5I"IC* MY5N&5!HJ\X0^4L#]'TP\)QDI&L?E_!DS;7%8Y8^I=C_30"K571JE@OLG,WQZ M$ K@QV3GC=.JB7,XR/V]|< QZC/+IPF%6/U14&:A>XK4H4RK-31G4[4D8 KQM7B"IB^9#68$0P0D&"51=;T6^*C6;1314"B\7;0WZRQ)[@2]OZ*\4S5)*V0[U>T:*<++$5!3O%B&L9;+0>FKD:]C1D+BRR]9DEA;/-PM@^B4E"\4U3J6&E"?ZH[66GY2 [WQ0R-!,%2#[@->\>+PX1]3/XQD:$"KHL>-18EG56R>E#, M?4B"4T92T:35EIG;;LM(B.@E,S.FFH!T+Z5V@:G>/\(K$-5>20R.5 JM A^9 M7%Y3%WMYYPZ_$F7P9EYTL.H3K)IE:+BW# UJK!:;J6AJNF"SV&6?YFH/8PKB MC;W9^T0-B7W-/GE?)-Q#8OXAA*R>W'5,5^:+;J;H%)VA0J&3L_W,N_W\1KT/KU4BJ29)VI;WVOWLC?8^M<-=O3=1 %3$%,;)7(3&/#&T] M_(T[^\44FTF*$K!LXT;_O7PF[@$-^_^Z:75O-CRQJ&YC>X5(635:=@N%ZQ7^_MF;Z.U!;("=F-@ALVN'TSVG#PFEC0/CX'OOF1[1Z'W$]ANR(Y]:-MN/VC;;AS M+@URI]U^/\M%;"-"AL@;_OF4?EV5>,!5X.(]C<3$R],/?C:#^\F+=K-KM3M# MJ]WKO_FGX]%-?NMHM?]K>29H\RW Q2T+=7) MI?+:Y&VHE:\Q]F=CY%Z3PE>\QZ>P/CF'N]B]N6NUNU;_TRHH42XA6Q%!BK7& M$2B]\<%EY-9*-K&\^];Y?KMP9C,&7^'__RUV--UV.@-\560B2JL'V#/PXO< M\S%/5*LW.N>9ZM5PIJKKUKSFS#ZY],K^NBVL1'+3^B4=C:IT\VX4C&V72"5Y MV>TA5<2HN0[L0$?ZM3D:%JBJ%:?V%T^XSDFXGL>J#6%G#5M=]%HQ(K&C^5#W0 MI^%A\;OW8V1E]3?:HOZNE"NA7+?Y'"AW KW1ZN]ATM6I.0:U:XYZ3?_LDKHH M%Y4"&=U]) A^1-AZ+MM?@,J>4;-#H#*;FNVB J&O%6A%-;$9HMB,@"M5+)DL MY=N''?Z+95QE;=G:45O^\ 1K7PE6KV=S5.4PJETYR#NEM*JH*,=6>]*MQFQ8MNX9L6*NY=SIL=$V'G28=ELLP7[-AUVS8-1MVS89=LV%/^-?7;-A>L?L-2#VU M1^XQPM6V^MT?,A?6[5QD7JC>/7^<\4:VCGZAK)NST$>T]1&C'M>/9'W]M)KMHX>_2:"CM,^_6>0T+G+)3K/P?*G205-KPXU=&I675<8K*RG);D=V58!F";:O0^U${5IM?\Q&;C;>]DPQVJ6I[NV#!IQR/'_MU>CT9!H&GSN+0'@=B9G(+'#T")-<&CXR:D*2:NBQ#[UP6Z'%J6_3R]*;* M^C E#!P9Z-*K[-9M==9!ZK#N4J"'=@SCU0[C$] "6R1IC(MCP1E4CA7G9.#I'F+^)]Y(O%OKL)A;](WF?\C! M81*7,AG\(0 XM.,F(,]Q9%*(N:#9<<#/*^"8\WC%+__A\,MKARH_UBA-0T,E/P,9CHIWMD/@;R6&KC]D75;QX 6/P:2 MBUIZA?+"WS6;]QT:M?"Q#UH&K!ZDY\Z +G6\.^U"]P6N"^&QD,TC(#+QY"@D M;,*HQ.0;3JS?'13)$NY!"OY(6O/<^+?4*-4J_LWI@&".B*!5A_SD?(1ZA+0& MS;_#G!K9R#@YUT>6T,M6RH)KW) 9%B9[\O*F>]M=#NH6&LX_.GF[E?;M6G(-M9K2]HO?B2DD.:3XH.&'_=J)%3@^$:440IM6&XCL]JUJ_=E]X7=952BO:*0X M#=]608FGGV3?*&*##5,$ZQ*QM(11(\=GBK>\\Z8XXI;!0:7_OY]X#6_N1KWFML\HO:TIK=^BXG>&K2>I*X;'=+J>\G1]+,$Q= @'=F[UZW4OR) MO=S!34"Z-3E_&<&_H,1/_5S]%$CBOJ>E=W6F:G:FM):0?XO#$7#VL,8961C)U?ITXH/]^Z\/J1Z\7C.S#N@!2N>5Y[C M,UR]K=[&K2W6X_G]%)^;!?ZQ9,0N^T^-!;J_-?-[29Y!".CTI,&G2/ZTB\/ MUS]7)UE(VAX0>1=PF76KS0^0Q>Y[:G:G&<*Y-8X5OP?SIU8F_F%EUUR+(M3#'X^(*RQ)Y=DSFYO)M<[}4>Y M_EAC!SHF203Y0PP9FGU'>7MXPP/.M51SYIR3 M!UA@Y9)Q_.5U,:|[&/,Z]3%/*V'"8^<_.#.:91Z050U',11&:[W)G#W3IC+DY.1 L@ M-.3XR,F:C_P2M&F4+XWK+===:XND4481\) VBB/? @0GGQ&[ASO#&;#;0%?-:EE@/$;IIV_@3. QWT2R[KWU-M] [3 M.C5F.%Z5BBE*3 @T".?"(?'G1E;@$Z:)8VT3C\&2B-8K=/["!AJ,O@R'4D0 M=!:&\@C0N%8469PTN;1G\-('VW$I.IT[)?U%"[J-L#9S4OZRVH%%./3]6S/ MPZ_-I3I8]TFR8N8E">I_^X_ @X!G(*;@AMKP*7P2B@V(CB#40K"+1"&LX@## M7%%V7;(7PECJ83=\K]3&Y'43]R7*C[+S(/G3QGM8,NYIC7)DS>SX&)(9F93 M("[1.(9@)>WX+>D$"""*V\SW1@F-D#KXMCSV^"#4@J)!(C'Z\A1*30[EWU>4MSC'8'#X&C?V"9WZP@RK,ZS+'O M/1_>,I4_L>!O<"@CEP9T@PK!&*/,.K;*;/ F<3PL[!AO-ZQNY*^N;3_ ^^,UB7-<'('BC*/H)ND2RQFMABLB*3H89%33A?C>GKSR@Q7I>GB& QRCQ0NS/-4%FUB)V56 -&#SBU:535^5 M#T^:6?LO4U8;V*M>"!=UD+@3>.=-%SA'F:*9&C?%7&P[E!8T7AK"(5!> M;%6M@H\\CV!#=H![":_1/>ROMI\6*'FX^I\@*4>V'HVYH5C[<9V9+R.^D+ M+=D%W3% ="?DMH1H_=-DDQZ#+@??54A"G*&C_2-";=NE0D[*[FQ0IK0/6.X M)\>38D6O$W83&>#I93(^/1XH]+A@XAIG_(MTY\63_P"C<1G@T<780@N7V P/ M)+&49M?S%_)5>BQ26^G/: ,*F@?Y*_DX395;=?69.RW+KK^=VB\[U_9+T7XY MNK9?[G$$KCV9/W9/YEDE1,_Z7'S;YHZ4*IY7L&OQYK8:TSW=@>%AWD2-^3_-M^ ;G@7''?8,9;J3-\!RL"U@E@?^=@I/@-?QMI>X,1QBU1A4 MX7>1;ZPEDY)4UVQ'78&7N,%U15JB"&IH%T4!TGN!)!ZA[.1+:2J26$4=,K[; M)K IHP0C*N!O0)<7"*#>NOL;.5^W1&#.%)VM/^@W.NR:'EX(9H*V_#??P;+U M;%#"ZH@SI 6&JRF]44K[T/]-G;;ZHTUY15 M>$O']{@]-[7WV[R) W_%;(_#%?SN%8S%.LL4HMMW'W;G_8S<-604'S;5/T M*#Q>;]6Q>BD*^I[ZW9_*_,(" [A:BU6$]UXVEZ6G/)%V==!YH5Y_DS?M9Q8@M[^W[I+#\MJV9PBL""=;O<;@"6H?B3/QT"02N#%8-=\OM'L-SGM0F>\V#-EGU M])?@'H]9N*Q%#6W':NQK3)I6J6DV<#T.E:626,SJ82VM54PHFI59F_[=WY MR^7],KM?:C#.6P>V4M0(9UZC3UD1).&"G,>C^7G;02KW%85#NW):YW?T]ALY M7+.[=Q*(A4OU>DZR^4MV^TY"@#I=O]IA->IP .L?\[G1XANVSF;Q=4[G!%[. M+%5LU:_1$;R@C78/=@:/@7M2W24\)MY)92+U#G4+3X;2,CQ?MB!"/K'\@Q/ M1[#^V0B&L[;R50H[..:7"\Q0@S]Q8%?XQ<#?:YTNV"QVV:>YV,FOZP_8^:'Y M;E_8R@^PKNTKNZ>:S?TRNH>_*2VQ_72GRL*>F6DO6S4V3+%:'7E#!2S83:A# M%NQ5=7(>F/K=G?*CLKL?WP5[*QK-OI'Y^,"/Q1LZ%L(OMVQF7Z4S^:8W$^8@JXX2TJ6KO/F%LS6+8DHL4K!IVGVF&_5&V?67ZD9E^DD!7 MKUW@FV?&Z]RVJ$%,[@*_P:_7FSMYR9OC2XE:;/;4!KM[:M(0?J6;HU^<\(_$ M6VM5=-<&SRD0IF,#;(Y{](6LS^VEXZY_WF9#TW=#YR\FI>SV)X4IL">X[OFI MM5DN]\C&'U,NAS^F7[.+I?"9NSL];^M>ZX675>#.OBQ;;EGW_KHQ]VZ_"\ M9[;UC6I^U#VOFA\=)UI*@CSG=79J\L1[-:/)=A[9$".*-B#YE%+"L\C,>T? M2V*&YY48K$O?CG9^39QE)W_MGRRH+7$V)IP!6I9'")S$D>GYD;EF41INT$C@ M!D.)$88P)_*_IPH#9:ICH,P5!HK"P>6@6G0 0:C KA"#ET4<.@N_HX,:K@*V MLIV90="+A,R%N%$$+H4H_A@\$[\6>)B(@BDI,LJ-55]=&C@*TVR>#P="$$-B M*QH)MJ(@2#[LS??AP8)"#?=C(J<[T*]R8X<:YGBIT!LYA3@V6II"G((N_)/0 MNPQ$1,[#/N)/_3C8B3F/"^9E$'R1I@^^,Q7[#SB@,H>\0KK@/T.1>3,$^>6*M&Q+H)+4N+!G>I6']@%E"\O5?U-L_LJC2>(=!^^9N-"P<@%@!QN"_V2D'+!DK MQDIFAFZ6TYP@IC$&+@M_]"'_6B/RYSN/CY(7$'5Z1IXC_J5 7A"T-49$0C_D M\'4"I0X1 >5Y1WT\\V%=J}3I^\G7_0G!^]K:6>,PY9L>.//I44L&"I[.:> 0 M^C>5"4QM0IMT_N);D'I8Z%S2U;2&@,W.+A"52S[@K1I64>![\}]3KNRV#!/< M7."QZW.U"22C5HU(^WP"'3Y"AYC2UX<(L^%%SR+9FV>R[^$ IM?90R-B1"<B M\! ->'/*K5$FCH'MWKH2-S);.\-'&O\F3"^QIZ'HP9X:0N"5+!%!/%6_:_M*,S\-1AXHK*G0-5S,$U8C3L#D^>!$8B]LED0YAH!._W#+"L+%,D4;A^U)E6[M=('M/0=(8)W7RT?_@?,N@0Q[._[ZJQ 8OJUDW<97@4D;FK^OR%K_Z#?XE_#W MM\V.)2CAW+UV0OO^/F "J1PDZYTW12!57 M'H?#EZ?DBQONH**]6>)F<,D%$X:$SJ9SK:[* $3,/"A.6% ?(*WM>>([ZN, M2*M'1Z1/ZW(PJ>TLS>SOM_Y\P)%^X0B"I6O/?!I 9*P0XC:*LEBU3B@]&E=! MZ^,HTX!>![J$04!] BV,W6+

[G#MX'(/A/(QIU@:KM7F%H!4]MJ7G%J M+TNDKSBU3P"GEMXBY:'H!3M5L<>KE4N,LETQ+?3K CRZU\EENWN]^@[/U%V9 MWC$,G@R";C>-H"L'HM)ZX'(%<\%5GH([& -\=Z*AA6[!P'("H-=-!G0!|/ MN)69OE:_T4[KPSHGVNW5="%IL7[%+9Q#6RLV/R\=&NO>Z*R0/L*##H[<-PU MC]R0&97,KY"XCAM#9V\^?AN_?OO.3']9VH "$UJY6FB5.2'9M/.<%Y3OKSB1 MF&SIJC,MR?6F5"4KWJJJ %*.H7$-2U>CW_!W0FU5%-GCITB0N<)51-5KZR@_YX<_?%?DSF.M908)B;"7Y %>C=WHX$U M;O4.J]ZLK5CVF!0^(!=U (41(:TSLMK-/$KZ^>H^*YV>?_O!'_#-6[C1<;#C MI?3"(QZ$,(RK=L2?OV+E&+*'_'CG?>;GU&Y*KFG -;^[E!^U M1EME:Q,W*U#L>7'K&*I@#VZ-;N[&&YV:N+6(5=2!3NZO>OY_^9'MKN'P=[= M1[+@1^;,C\'E*S"<*YDUAS[V5&JB:@G.$&MJVRUKV-E>,5[ZTJ$W-LO>\9\ M/H:"JA)]9(83=NEHK#7.F "CFA:QBI]"AK.WJGEAI^" 5PO8.$LNITTS;X;M MXGE)G/YR\(T&V?)G; >88N:E'/^,/98$(Y/QM[V7C:-%L8\:3I9!\<^\G%>5 M%% @]1.5\XH0HSFF4M=&\7#[279Y3%OHRRR;J6J4M-!]{L+E!^1A=< ^C6 ?@V@UQ-M3U26X\'YP¥SRA0=N#W!-0?V;NT'+&O0[!P;-GURH M?6=*#;BBZ/7V:08]7WQ=E_"0V<%T07:F-I[U8I(]W1\CV4. OH(IX1?!%+"8 M-5BT:A(YO+D;CJS6Z'0)GUW$;17XMJ\11EIJ6(E#/.Y%Z@$E,@2A!*A%\%0'7:C)- M0^@L4$W7U/>)3/-#.8:0 (,>L&R[851S_GN?RZ5]0O.:]:[!<1;BEHY?[R1\MX,1TAWVK-]Q=7UR3X6=+AA^-_6 V#,"";?6V!U2N.7*M8RBRO7L'TT"G2((V M&^V>XUUTWQ!6?47LO?/ 9@EQ.&T.;2&J_.BT9/=O=#;Q/*?L*7ID.L53]X; MVT 8!,R3Q_A1IH9Qx>Z!PE3@14,,7[*9\]VTIW_&3DAM[F$]\V]1![F_7 5. MR#.N"H=&@M.$"V<56JJ[B;1)2!WR(A"&L%]LNO#@EKY?\U2L;4:!/6-$1_Z7 M\JQN:;^458PU=**$;J&@;P8B.40$)1;)86+\Q!+"3R[?*9M+[8@G.O,E!\=. M@#X%JB0%33_.GM_Z 3S%$_SF=LYTS?_U+;"]D"O/'X<@V:-1?X'$[C-^2C=] M<_=;X(52.9/>W1+*?Q'9?;)&P;BT2)BY(>3-J M=^)OMN.]KRQ^0ZP=L$:M[4&!C31[>7X^;&%#[]P'?80'O3UL6L/V]O' 9RLY MJN2%GC5_V.R?EY.#)G85=:W6L&W!ORXUG[A-+0WVIR+V^R'&X-C+4C%Q5:I1 M$OMVK/:H;_6[^\ST>/ET:5B[:A\TVT#<@=5I;N^).CUEMQ!V>.XCWJ'4ZK + M]N]>(Q8NKFM=FS"3BCP^[U1ONSDZMR1U09*L4:]M#9N[)UZ>?9Z^LJLPV.(J M_&B4VW(UM9H7?37U;N[@SA_MWJU;RM:<_+D.+J%H:US*[(^*;)NWVI5N!$O M ;UA^\V85*L@GG0V@7B/M+G6,1RICN$X0@C70+MG=;L#T!Z[8XA&*%E^/I-%[&!(R(Z(Q*I*l5F,^\"C,+4]QLM+#C(@M4+/Z\<^G/Y=;; MU5,>I)TC_6;0@Q0XI?6_;FXW12M:5&W7?@;5=C66QHQGV**&=BG<1@<0&ZS* M7A/C0MO[77]·:A.H1HE4EX=D=V1!A\#Y>[T#![L\0[44[%T'*W3A8/0&UFC M0X>_O#Q^R6G%&1O;+]JG6MNT3>CJ*6XZCM#U0.BLWAY)VF=!4> MM57I',DH:3?!EASUK$&OWI*_*^,*4TU%/J=92;MH=V^N>OWFU:G9FRS(P1 3F<)%4!B>2P'(?/LA;J^(75I0?[(HC??IVZ,I).U MSI5*&-L=7M._8;#>HM7J_4^;>/W)NG]VQ_[>!\T:_18MQ[L+Q[L%Q[MK:#2: _;UPZ,U3X%3B7,HY!'FBR9$WKLW%K=F9,U(A\;8H2E M!(!T/.0:K*$8>9%$*N#+P;,G#!"5>3&"@(NPN6/+W8"D\&*EQ1AB$,VCUT# MUTOPBYNP-MLIP<0VV)]G<8#XE 6S+E=@::P_N[87C;W9FS]CAZ9R_$ZO>^_,M65KV<,A1+UL^3M"78?8X5CMZ MV+(X&EK-9CX#3'S?O/HS+WZ 3F^_>/$HH8CR&2T"QF@KGN,Q+3;E1A_P'6 MPAZK;?'JE$K3OF5B=#(4]4?,=7[(T+5%8'KP%N(M7Z$"?'BY"M@"?H92Y_IA>*R)QX46P1DALU\GPY\YZ5,4_T SS 20P"US(T:\^WK,3'=QH], M@-1W' E=41,B8VN'"G+O^8\A52;2(0_C>S)ER@P-V.;6#8"VL*S%'/ 6[MC;%4WRXOB+X MQ';7(>Q?&G.%[^33Z1+B(U2RP:&Q4RN6O\E/!D76[9&E!1/LQX)P-L&@[+T M@<"8)1 :"8P?:2/:\?@I_0![=_Q9P_P*8NS,@=)\)#GJ\7/'3&X>I$PK,EZ_@^QV Q!{8'\!"#"'DHN'*D_8,GA H5>-[3Y M%U=@C3*U;12+,/2G#I+D'<7P3 \1@LSX%_!74D6TM_4'G1ZY(GGP3H2"=3> M)-'=G5 G,*[%?(1+%H=B?P#QN*=-4]?0X)6IGD@OIYWJ2M.BI[D-+TIU*\2T_UHQVTF3)\QT6&B@HQU"(MYL$*T=A/(<[C@ ;#%VU:?R+>!?Q17+V@!HVR?(&%&XFI A0(T,8 (P)7K:DE MH&8 U)SMQO,X%-2DIWFP0?CWT@8C%_Z=5KM&ZK2%TK@IT..U&B>G"XDDIT%0 M_Q_8JB#?MQ%-:P#&I^?_X^_X@[L\ET"I>89#-,Q& #;S+V]R-LRW@BW5#-3=M_(N4PW;;JP^/I+_)DD>FXZ)W]I@-VM6E:4+7==&[NP*+.^R1R M-S10Q79=?RKC1$(%ZQ&TK."(RY\/EJ5_T&1 E9A*Q26H"[9F1(540^]9 13Z M5P%":#0O@(H7 $4K@ *,XTZJ^$%R&K^$@63P/I9B)$@XDI.A)508&.E7U<# M6D+G$+2$]GYJM[;I;?XF<(:WY)_HJ0MA1APVUNT8[TR;*-V;._XJL"2 T\6Y M"RV3I0?BE >_):-(X0 Q12TLG:%6U[T.7U0RGEJY.!&^(TC<_@9X'+PW/C_MQ9PG.A[HONA#[ZKV?Y^]RWLX+&S**\(=N+3A&_54#N;%^ O%!D "$80&G9W_M2TGT*NF8'E9I=(_+1QS"<]S9',#HWD9A+?WED5#Y3\7%C_#*;X_,?6 ?*%Q0 MC8']F[MAKVV-*O0:'XMKQX#K)[!V?PB^XF'\]NA78^?@].RLR*S!C\,LC/!5 M8]?P"9^^X0_#T+=^7/$Z'%WB\2L%A?JV8 &SY^"'/_GVU,L0EC'2DB0&?E!) M8KK@LPRM7G-HC0P+OZB4@_[$BS^HBF#J!--X&488\4WJ,PJJ MOU(U&B$SQ#JUPHS2D@RQ6LRY1XH!V<7OFGNG&B;;$.4HL*PI7)+.LQO(A$V-I"J@3,$05_7P'*'.6ELRMYIT#,N:OE'B1KB#Y(\QDM71YM[/+37C:I75O[D8%=0GEJ7UD8$Y\S Z9OYL MG;4D'0M@\(0Q#$%CL=7<@0,(?P)-P0NKTF=W?K2;-:D*CZH0902'N,2[[;>.E M&SKTA1^]/$XMQ_8D8*4"CW-5> RN%1ZRPJ-SK?"X5GA<*SRN%1X[M[+@XW;U?*4=M=]'>C4&J'B&,8*FB<0"-8-$[.;57#NQ1NM1@*:IHB2=]!.56 MNFCGX688.BWHA6'GD:J--_+6^[VP%42[WQ2-!=@9]?^1S9[92VH-6JN-^6=L MPSLB7FTO^VLXG[&WF!N,.ZH?USLWE!/%OYIM;.$-26C#W'OH[X%U@OT7:_!8 M?/EZVD?J]>A>I5=*'6]!KM7&$ 7VNFT3L!4ZE\!=-+6I,1J>G^GY*6LBR#>BM9!Z'"")92!ZQEWJR03_;X(IQ"]JX18+E0S-] QND$_9]:4'9XPM#ECK"]78 M2=UU:NC?1A\'468W5"L_@U+__W9 ,P08Y<8SJ,LPBHX?W-MT$*C?X='/B%=H M&2DS':14Z_=CB7#8 9COV.L5^,N-UCUIE! AF;#9R79BI)>_6(U)T\+BB&H,N=;5ORJ89SP=5XMV#0ZPB6GE0(E9LA):"O MFUD\!BMLT8=BF4"FJ7!_T2Y*L40IH2O:G50J"TD M.0^API;QE/N9![;L4!#5]-]1[LS8\J.,VC;K5ML&JNVPDMXN4:Y'T]7&%EUMMGDQ7&RGY+U+56V)EO>.KZH\L^C3_9G^OIK(1E*-9$)=Z1CI[LS58$*DMM @# M=BL4I0C.29,0N^N2[GL\,%-GQ6M=G26^&+Z;;7ZI,OUTKLHTPN/]X;LG$QG%.[3 MX36>?MID;A6TR3U]F==5WR*%7V$*A$?DUPZ(.R>T(@<(D]3(E]H(E63 =5B@MM76I[*M7:7E\9EP7KL[96M\\9V<8!/ .0XB)N+.1L8%P2.:UL\LSN^"*6+%KX,_H=M]UFU5\6H;\P=Q$<1. J@'&%?203%CUB M7D?ONI;5.QIK!AM_HZ%VD7[2EM\"A7#J&3R36P,7/J>Z$IE(1Y8]8,$8D,TX^L]^#S;G;8V>18Z M5$ H[Q$6SNC N_Q)R((':HYPO%4;XWUN.W/$"+B6?;4;(>X+7*#T+>4-RV<="DY/ M":DY@H5, S])YH-9 $<_X(A01LXH26^6[R:/VB%6D"TE45!'XKRI1>,NQ#-O ML5<8T4Q($8\P:= EVE(*$]:YCXO'HJ0B7F42(NDCF542B2Q6Z#42:2DE/B MX4O$-5@18HJNU[B+P[MNZ(4.?(.R;B%8=ZX=9+>--E1^JY8A$$Q,;LPEBZ:" M#=|%.5PZ\?(9W$![]<)]FDN38>_6MH)'IV+H99\)4FF,@^AN7AS&67*2^HD MBJLAI=V&FON%JAM&,<6!VD3GWH(K=BSNKU.(5[A]HZ-DPP9 M]MPN((=<3\4D"F[(IC#9^1(;"&]7G_(Q=K_9CE==IK!(V^KT6]:HV3WC.*M* MG0"%I?MI'5]4FW!M"3A*2\!.=TH/X9B&UA$"U3%.POD[#/1B^Q/30MNY4>17J,W5'0:E M<@S=8>"4+?4:3LC6+?["#L1_$N[#9M,D"[&Y\R6QP031\"HJ]K7)FL_MU:5*MVH1<-2VJ&RR\ZDJNZ]Q:GAX5.%A0;O MA;F]!X&VBUW";3)L1 YE"IH7$33D8BE]0%#@<$KW;NZZPX'5 M.R:ECQLED&<'4PZ4R^)E)C1%!IWM)P8R(LG]D @Y%[OJMOC5H;I\0=UD &_)V\A=WLQ,PAW!MM(&&%";;/Y#0[WK&'WT!OS M7 K?6D1+XM;.\=E4?1WW;BM60=\IN)I>#^"N!^1D.#F]YM6KW,H(<^FB3&XQ<*GYH)*=KYF*S]T(NTB%1M[M)_95C8N(\-I!-EZNT5WY_AH==']=+!)-/"M^,S5D04!)CSLOXJ#3QR>?9*S-K MT-S"K+W \)XRY6J,M+P6TO9)"!M9.M7T _8EM8L"C\?:V1 MQ';4V]JP8.%?+(@MXYTW;9@OD&/MYB_X)_K/UB\O33HY/*3D8U<9"93Y.0ZFM"YQR/+X/&)\._@*?K#W!'"\>RZF#583'"EP;7H$]C"L_#!W>SZ=W8,*JM@R";:718_L[&:F_QJ'C ML3#4SAIZPUANR2$*WB",PEI;?-I9WM0QCP&H5H&C?!(,CU,4$I<>0*^@ MPG\%A5HLD38>AID!8@;"] !\Y]^C7R$FKJ.UM\H6=&PQ]^ZWRL4A@,=UR@7& MNMK-1KE@6+*J6<"4;+K^VJUN*L13L/#7<-D%S@K_,UE_>D6MF[L7SDOS;_U& M4P$=XQAB,UZ)'F0$#!3+P7]J&S=\H3;-1&.^<.!I'"(^XWH)F/BWKO9LV0:. MB8FP+;NY41>'/";(J!>HB/N[+75,P\BZD?.F<,=;ANA#MKGI4L(Y1HLDR%>@EA):L^\"[4 Q+O>@O)S]!&/%8$E#!==1%(RY#&7 M(^'IB!H\YO::?R=>F?QZU#FVY4CW+O5(MV_NAIN.=!IR(0N?X8%YP!&(@(BI M&Y8PQ]3AT^_3#PY\/_(]9GRVU^26))8#8@NHSTWY.4'^R^.4S.W\>8M^Z1]! MOW1(O_M94ZE.EV)KID[1S!R%FR]%4Q73CL@85&0B[" A $(U,![EOMX0(D MSS:1@]],#@C$FZLGL9AVC8MI5UH,::\.*-]>C4OI55C*2775>>V3(JAV[>"GM3!0#E(V/9C%09<;7%_AKVXT$AI8Z9_X$7F1S,SPFD Q4;F3[2[N;FSMD^Q/^ MC#VS77ONN+=SQ[-#!*N8L11BC^Y*&!.A.?&UKVSI&==6WJ,6I-4@I$?F43\G2TUJDX N&((4)R]'%T/&F;CQ# _)?J MS;7MZKFK+YSF7U&^/[, PQ/V?3)VZ[:MJ6<@=WI,S0"K$W+*^2=3,A)'GH + MI'1P,6/(!Z.O)$Q?2>4*O^(WVI8I;(\;C/;/-R[>.B:PMFI7$Z;TVQMPNRQ# M*AJ,@@E^5[\>A7NV<'_Q:W^<[CNTU?&NGE]O6K>81C2WW13&#C?%H-&KM;RWM2FM1%\6A%^BFI70J+.5'N2@^Z>Y&NS ,Y(OXL@C3*'BV(] MYEA^76I=";.EG.$P 5[=9AH/#S"-*0C^F4M1-:4RN+GK;C)W4ZZ;'SA :PHT MS1^W-NB4D;IQ6,@_I80 G'5MS-[?8M2>,N\?!'4)'KGA5$0(TT_V%&,0&VO MX?=?$._JC3=KI;XK"%?^ MIVGD$[7D<8"W$.*)&8(IPD3/=8!X7&-,I5#!]DK!YT6.7TE%'_]0/ ?&./L MEU2D4#B7\M@EXW,&+Y^ABRT#T29"B@)ZMP6QI4(MT9=,>&%8)R-IST"RDJ,O-[GY2J,[BG&M]P7(R-.BFV5.7F,2"WCISSB&?"I<M-/&%*'*:IR)H7'1Y^,V/(\Q58(6"\)W M5DF6:$.8/:4R\%"H&90T[7%&?\.L]]01K2C*4PU3FAJ.[NVKY+>&8KYR'(6& M>?1QR:GJ#M%]:O@SSMGGDL(&,#C*B%,Q'3,_-/Y,8OYLO M0'F$,:*B@F ;#FE20K07OY$L//^9!\^5 M&.TBLHD>%V(B,Y$HBBO"M\J1%?1=?O2D5R63I%1N)X!?,Y^%XD.9]Z$WXQA) M!$$-]4FR'&P5EB?F4_"!L1Q&/+0,.>Y5FPR;7IJ 05W3MT!(OZ,TPSVX-EW' M^X/-&EI5SE%GMF5MM(+1@V>:/#BZ5]_)ZK7>M7KM.GGP6JAV#F&H7@I6]Z3! MLAUF\;2,(#ZHD?$6?WB,JB5Z1LA\(WEX/3SN_+3%60B'>M<=BW,%X"*9R_&$<\M^_!-KY'./E4'8U!>*XBV"*'(61-G5R*IS"2(W M.$K: 0#+!0=3.XX),3BZ"*FS2OU&P_;-71_#V)5Z&\\$G_8VY9NF:M,H8I^(M]SFZUT_U3?PC6@M6]K?T9;'W@S_(Y6[VLCI#O:P6J/NX BP#Q<"UJY%B9Y+ MY_B9)2U3!EA-LKHW=X,1-1ALQW*JN3FZ4NOS=NE*FJ&S-=CE%^J/W2]L LFL M)HHJ4(CJGN[R6.%P[P?H:!?2(67)I/#%45%8:KDSE2<<@+:+#D)CUI;>G/ ME"L^3XW] O^+YGSA!UN2L*DQM9T= 6/T6@EYI7Z!][^9S]'#>V [E]D-^S=W MPX))XS_QJ#>?#DT3M!/".J$Y842CZ31@$>\%X8'X*% M<\YH:N92E'O0Q.FP87Y0D^',9)1V5%(9G9]V;(CD&UK4K";8R5Q=%B7'G%? M!?Z$MPM0.)XGA]+IN)DSHU^IH:HFU6?Q$;O;ZQ5F_J6*O)+I3KY&21&"[FWML;ZFW3Z\4'TXN+F+BLM>:8Y?;HAZ!1E1_"PM'=U+AHQB&9(O(#MBSJT3RN^ALT@#[!C/UA?>,BLW1GM"_I5T:]0E*CF8&!SL]5J7W"\K/2DMR.H+,'IM[QZ+4Y83W N*1^V1$430A:289&.#%Q8(V:^SFIEPDHMU-4)>U@.EA[MYR3N**K:ELX$N M3G*29*QA:3L>1U(MRY=182$8R5/-W5:E>8[29;*HCY83I2.^[!Y[((;-F?Z+W'BP52\;<* -KQQQ+5C#[Z15#XV3.F?$$R6M;C(_2H@K&EZ4 MJZMZUU,3TKD#!VN8*K]R#A0/%_#9O>]3.>(,N2SJ"R@O@?O&E;OP=#%#WHL1 M I8WFHFE6.++_+%\RR%8]/ 5_@\VAR<"2VS@LQWZ'FE,')[B1,311Y(E4=5@ M)+*0?AM0:=.ST?%.-HR+P;IE!GHW-QU-O00RT91BM("^TU]UP-U1YTC^;I K:VF^U(=M1SA#-&+ ME.ADJ;%V)!LUWQW2KH1]D%#!2!WCY+:Q!(AO@MR. DX%;=F!-S#3)>6!*NJ MDEQ40W^0VU5I*36A I-5&'GRIH[KD'GW$6NCL:,"[38QHCF1)!R[K@G2YES6 M:%",WO:3:@M1D=.,\:7$H7&4-HKB:N=,:T41)'$=S14EI=>[-%RTF]>&"]EP MT;\V7.PN[Z<5Z. -!>Q>=DY/UD)RV$>/:K'(!S2JG/4B7T\#R#T=MTBG&DCZH MCZ53N8^E?1R(:.?NWX$-G_W\A'&5_QF#]_2F'&I3N\WW]DT)D8@3HO"P4G! M1F8!E4M!U2AZR*E%"&B60%%$_W(^)RLQTVC.ORSP350+>_X;QN[0S&8)-+-X M)?7H"Y="_.F5Z/U&2E!;N>PDGS#7?R1D%D/21,0A%1%"Y[OY]O7XEC<(8PE) M&AE.Y1_"L(+-D&&)F4NM[E->PV$)DYX"7'8PWU4%3KP5&>G7I^399#^7/']I3EJFC-[M#;)&X*7X<>FC$6[AQ?IE4]'$RZK "9T=/ (%4JD?,2F;OW#T8),/MM)PC(I@)DEH/P?OHX3""H1_4G=5ZFK0$/E%\(#OT^'V1[]V(6[:"J!&(0. M#3(G([F.2.8FFI"^H)%)$)BQX9*UH:Z>DR@3%?RR-O177,E(UXEV+8M4'=(_%BJ[5<) ML"MX'W9(<*D=$JKR@P3D.W73HBJ, Y8%KFZ8DATA%!]&T+WQ 4)((<@6)21 M%.JW(2#<0H9@WPZO)2!FV: G_2":@ZXNDAR!]>4!,BSH#MA2X/#,')PZR#1L MN?19I5PJ(AX] XOA6_JJFDK*\"09><(K.']!+/66=QYQ(&/5XIVX$L!%\ OZ M"H9_>-H8I14YB_\M$(WPR\ S4)VQK.^$L]$6=S/O'P35APIR MY*L*EI5N).<"(\<[U 28^XX_7A3-5T?,'3:,6Y)=\K!PE4*2'MG<3E_G)9H(M#,+_B '*V,E1C2*LB0Y;VC&4Q"T@RF;P9C9P%RA/;&=2M2.NG?*3J M>^7>35FS#:G<,A!+P3K DM5=Z7@ITNP 06P%3XA8:>1MB;8-(]*.P(SL0XVT M$L0Q36)QN_,.%AV$D&C0:A(-DJ"O0T/,G+L2-] T^M(!J 'J MZAIR5E%+OTC=:^8]<M=#B*H>!\Y#PX_+9.WD-+7&*;#CGHL!+@(=C'F-(5/Q3[1E(:F&KUE\X4'092 M]!Z:#_]>.&Y#);;BC[+'$;4Y\A&\.?%FBA<%U[3CJFL(GLW+QP+F.FS.3Y[QM;F&O(AIJ('_Y>^-KP_S5]OX(XE4T7<-:0&IYF0D/GED%K%_829W20Q$F8-%2 M22(U4]T@*I82L(AHN&BQ$LVC0\G19+]AYB?M9$1)6M@F(K5.0C^8\&,Y;FU MESBYL,O,9_P1I#[@545=BLC'S&NHFE*D<=33"X?:&'.5XPE5C@FZ3 :"<1P+BU/W7HVD$-9V"9;4Y;%UX!_/*@LMSO*_*@"SU. M=5.(8P-GRW66CBC2]7Q0D-'%)?DK$J_7@&-%SHR,%"9Q"1FRV+4>Z !NX]O? MOG[WZIV".YWMXN\@($HC7[N>1 B0P4%2(ETAFE,8$#)$K/+H13$%)_J,53%)MG'2GLIC6M2Q&EL4,KF4Q^\M8_4?K6L%RK6"Y5K#45L&RXP$\M)ZE6[F>I5,? M+FMZU%)?SI81]H.TXY(:#J/8,<1Z]:V.X8Q)5(;J&^15-2/0P*3^.&YLD"\$=>O=&VP0@E MYH(_^P>U+HF'R;$0>D(\Y&O#W!R:YVHDE856*<8X*9J#V8![8!)+8]>CNI@J M>;#>_GV7M:?!-O1I#IO=F[M>";HCSAZ/;D7\2TPVU_)A6+LD1L)W$E?%*_V M_AZG6%0A6_^)I@^'S5YQ^I 3I#"'F M\\<2#JL[@_J$8!9Q@EL)?MLP:;!]WMUN"PF9HUV&ZTTYQ"B9M,3/Q2JTP/CVUT4C^Q1&L$+Q^Y6#_:*N_QU!8LQFH_3??VM&_OP!]_%MPIMFH]GN_61^P@JXK[X;\\Z})/BO9G28G[Y]^M>;]X:\],9Q!#H>3Z7Y&Z(; MP>__!:H"I4K5Y_"_/X5\T'F1_P_OP':9=CNM70ARZZS+=83;EJ/\>K-MR_C

M_QF_M{)2]"_L%?V=QO<]}B=4\451E*BL'!;_P]MB0="D2I?=KO9'0{[SW , MVSME#*A3J=DD+@MD+D16'Y'F0_X#<_369BV?:G.PNDQQ)H@G'
&':54NX_O M5,(!?ZQ8P0T2G*4T"YP'[=%R8CW?!'G&,B-M3?0;>$OZZ>F0W@1M MJX=D#"4--WI@KK\2C;R@V)PH)NPN\X-
H!3;',ZH8,7G'E@C99\OV"C)Q#/NX M931<&QFO$MJYVK_<0U(67+M9,++3R%A4F@FI2NSL&%.[=,HB>UUF+0*7\W?= MU*9L5ZY- MV?^
^<&]#=::R/;3VWD%-@:>L8!A32:^,:.7]CW3QH*I{'O,]$I#*5G"V=%2 MA5CBEPUXY]R,TO0JIFQB'/6=*15!+17Y09);LG#9#LJTZ_S!9&U=.B_INA3] M?
V!52DK:[=$!MK*L*P%[Y"VKUC0\; ZWE)?(5(U>9F)AU1,=>$*J0(< C#(0 M42R4+)B3$\G^11*7&#$7>M8KE:^T^X<@B>P M6WYIM U!@#]-3XA2W3-
O=S]M:C!7V-+6"EMJKZT&F5Z(!IDTGAYE\$66[T?F"\Z<_8ZH-0B9ERI.B+V0L!K2L M_G7Q#/*?PI?
F"X2IY,WO+M<::FXRIN#"A#9Z(0Z/1>DZ0U60;=$*K=V[]*FJ M[U\^WLL22WI7^.AAJ[FEY3Y%;M&'P9LUD$;/^9RNQY>\@[\?
Y{A\U>T#_KRV)MQC_Y7YOA=V4AZ"D1)=XHJQG0E3U?2EK/3W?/L?*0(V:?Y5R'&%26\ M4ZQ=RPY_?IBND2NM38B+^YZ3(X.?
O698#\=:=DU2/'&\FT8\!5L<7\5-5G_F3 MI+A>!$D-;@2"V9"($7Q=E>WRBS-S7X/%S@'+12$;AJQ#%D7"^2WC]\9G-HQO MFWZJWU=4-
\71XN1#,IJ!=KRK#.V1C[E,_=O%^5N#+EQ0[Z8>O9{K6+AVY=JE7N7:I6U_M$IJ F G#^2IYBU=6E4@4@;E19OKI
M%4,;F@N3;BX5W*$C4>U1#P0AB:,3+]K7TO,EN%+ PUZ(1UNY(?FO^ ;6"5B M46E96QF6//);0&5=FC-8WGW4?)9)+[V##'4>99 MDCC:*[7]&OI^-
R\>:,E'4=G@Q"RYVZ@%&S@DTP//W=-QH7@%9CA-PBF8,LS/ MQ[!?8N8KX94(G1HESK+DE:?"U^+M618%YHO)2^JU$G5X<,;(V^
M8GK).NN7]MJ@,VTIC8' &;SI?TI(0WZFE8WZ5L H+<;E(MA;D _$Q@ /GK+! M/E]BFJDY^E:OG6/SX4!ICPE;&S'_T MY-(\9E-8_''AT\ L+WJ9IN*?L1\Y
L97DC'S;*'GM]$'.YE5DA/V;N3WWBA* M.>FE)W)*0-Y1+W+)5Z=&BH+N]PL=5%RW6+(V*8T?9 ;R+72]3V#P/&6ANF, M&4%P)';2BSM-ZF!-[0
)@!/1@@^R9:%8";F)Z="A:(6BX:N\N&C!'F"3$=C M9B1HI4>D.MK-^]CA-
R#RURY8Z&VKR5^]=1#C[%.PD(2&T]'W/8ZMW<.2]3YTP%VG!RWJ9&G7I/OP/KWG4ZX&+C4I+ MV<^:E2IN,(?BF9F6R]: EJ5XIVI<-
B[2P_I/.=;$#X"X<5ZE+JG\0,68!6/(@_<)XJ:Q0A-_E@P"%>HU MC.<(*<#CER W]_@44CB\UT#L)D4]"1XA:W1 X<\%YEHHY55M3(.K2QT((]T# M[V(G;
("VF]=F\/ U8VT7C;^2F)3P.'\E)O2$^8FDXR1TGFY0I[*N%;]E$S10 M[4B&TM]ZM5&F1*,$K<;2NY8M*0NW@D+NA@PSE\%D?FEZ+)&17!AR,9*??&OT
M,3(H(06_XB>([Z;@]K/F!':[[']@@7U;(-;@4LPQ(!#(0H)U1&) MBC-8.]UK("V/=O_<)@HG+$[J() &>I.Z]!G@:!@:(Q7("UG3PE)#.2,QE.YY M ?
%E.W2X8/1>NM] (I(2HF Z":%5L-K<#P67+VL0],D7-9Y%5Z. B5"S5NR MPP(+2=C/TDKBZIRD4_60(/JK+.Q7E64<#$;H*VT41G]IEARM+=)BD?U=IS??
MED9=T3?/YP+K\1"NVL0M"-S%&C=>HUFX2MR;NICL"6AZKLCMJ5C1U FF\1+5 M_U0Z NR[0]YD(1<$*@Z'@*66LM_&X\|)L9ZZ4)7FPH-
N.9.60+*0R1"%5E]-U!R$3*P"B*^-% MIV9E^O!4(FG< JKHN\-*5SXBJY#_JKH1Q:WJJ27_?8Z%4N#L/!JY'62OCG2F M3XI+P.X1_9BFU!\F+O5E!K<&M,Z?
+BQ9XFXYQ,XUARA5B*-K#O%89^:.;[OF M^Z[YOHLY@8?>3(;D]I"Q\H^?TM M=_%20STCDU ?,*A'UQ5#JJEF#_\=KK#WFA[M/>0;^Q+L50@&A?
RO7\!OF46+GRDF$X68?'(M=-@>4,&C;HAJL]^E1;C=]DPQZ!^3X.]WIB;4VR:(MTHFB!?/"]]&85@OK.^> M\D?(73_XV0SN)R_:S:[5[@RM=J_W,L\%P?
+A*>BN>6OM/AG=C=26'!:.*E> M?:O2 'KQ[5'FV]7FR@-^/BFJ2IJD^8;*V50FXI#6\N1L.>E9WF_.;**5FU?'Q
MV\5A\Y'#)Y>>H[*RZ$H2O5$>MIVI;=O?]TF7)$)O0-5':]EK%?)2[K$W>R?F MS503KA'+5JX6$"[*%_?* 61,G7,J%SO5K@_ MNON(+?S(G/DQ<*Q B5?
2=X<^]!*DNIL;#?1A+-:K9;5Z^>[M;:);;ODRJPJ MR7\G4ZD@QF8_0Q)WADH&X#%48ADRC7,G"1,D*<2X3*KFRHDV3A<*XFL9GN!
M>7Q;RZUEVY&RC3B55TE=^,Z:1W^SE$AJB@KJB# 34/I^47+&:TLLCGE4'W5. MX8N!ZEFAA1/$ M+%4KL<=ST_JJ57;X2IN^#96*# E\
<%//F%:F$O/$,K\$;K].L=8KE&6,*%SX M\=*?,3?!6%%N;:H$A=[/U_+S&:&=BIS=(_#Z2;B[NUE$=V]2M7KR$MQDD%0P
M+@IM^C@*I^CRBN;UTW/7/V[A/WPV=OQBGT3;,H]O<'8<@ 2>19;7O1:9P_2') M2+[S5G%4;&KD0 G;,4)'+T N(;W<-F5+AV9W#S"%XV^BH+
0*OY4TE*8#,CVY? R"Y((W"RE0]?GB 8L(^# MEG_W-YQS\@*K(<*7^VFI8E_^K*JJ]1K=@%P?I MI0VAI*<<2=K%<_]?\%+9+';!D4O S-]AZ0 -
=*;$9BB[$<;>['U2^2<:S';S MZ*5H'/FU*6GI-(7#KUQK[FY2CS#B0H>B[E:@[P=KH[A:4Y865JU;C@HK$>MR
MX*LDINOC[I/PX37__*GEI3^RR.3\X4GIA']/*R=]ST2X[\]P];H(E?]CP MK%0X;D@K^ #3BZ"#4C.:.Z5D.G >6U:SU[=Z@^%E)JIO[L:\<2(4;=Y(D:I, MO:?
%&4@^]3 M,1+_K)(8 RRU;7Z!4'Q2SCQFSQ^)H FSH.A4W]Y,0CU;M]#-D@FOCSWT/^ MY6H2T ,)Z(XLN/4O3"M@?RL"J"!D-VQZQ>>>>4^0T77H 4F?
SZX-VH ;>42B M:ES'R.5(&@RV5]Q5EKPL ME$3*?O/]&;;//_-*\S-<*)*RA>+UL:+YV&W>W/4Z@A\B&;O25:=5^Z!^);"
MN1%$O(KE2>R<'5S:;NOF;M"'ZZ\-_]<_MT3N%,IL3Q#%?/ V6BT"'_H&@ MTV=.IFK2@+-@.J"<"B;!;+_;7I["(*-!ECC+B-B3T\@CF[N%$H#$DG$OBKJ
MA@[HA@XHAM;V!KPC2$,57G_B*%[>/?P:(<]D*KAN$_>I: $^B>T]TN83G_GB ME$PBR3&[>TADZTQ'_W41O-
95%D@6)&V^V=^U#ZO)0@]'@HU&7:M?H+8UM0@W85M]-<;#O?9EB& M:PT&76O8WI[+KT_FCF/R8&W:-
<&_>^1M!+Y,VVIA+F=P214=I7KF/>+2E@$P M7W7-3N*E-8I_FB-AORULK]5LBD'-'_%65$2E@/6:(&:6L]FW>LWM
M9M1E:9G]H402;50:X_W!X4,N+56!TE\L[]7$O'41 "1'Q:OR, G1%Z]XQU>\7Y_7+S?ZBB^%2%Y^_7.Y;P71D!J+$OA)'9#
M1]5Q<%9'%#B3F+>8K0('^_;X0!VFNL#7'H-E,&TD)^QW.4& W$<_^_4*@=S MTM!I&N9';;*06AZ\4#[6@%=,&%A+6*I#DS2PH,D!6P4'^-G?<=+-
R@]9O8/ MSC@R,XV4E!ZOP+,<C(TA7^-2]ZP&GVF)KD43%!)AJL40D M[3^ 2EC2#CM[CR5=9L=PL+7Y68M(MI*IZ %CHXNT!]811;&_\)=\@7%(?
^_MR2L_6&E#P/LOB_4=<4B[Z]*J+LI?:PWCT%-O;COU M90==FE5J(J;:\231_,F9@J\#!W)I%5ZN1SG[ZJ/D^!L7<>GO@3YT MK'/?
N[G+8RG\!%P%,59//#2#GPF H1R!;XQT_WV0") GN88=]FXT3XHN"*3 M-+/32#V8BYWD(UG8><^O1IV8.]EE@IX!E>8L4HC. 5N*(XF/?B8ZKP XNR1_
MB]I.1T#&*(BB.;B7N-MS:S3D&O$<@L7(M9ZT^P&+&87HP,H7<5@3%QD==XPC.<@1S*TLL?9BHHT&V:X#5(N+!P=AQDBE. M7_4G(0L(RT0&3T"
(_V!RE'8NQTA[E?S0..YN;[!6IO9;-78)J$U4B;)"9.:-!MYC$Z%AB-G=9F(2IIR&.^YJFSDX#AT.RV_&$]'&B@K-
#%6*9$TI/[M9FLFOSV"7MHP7"AE+8$,04+%@O6L#=_MA9$/,Y?FZE@X^]TIQN]?V#, ^X%U.Z983A?]I>S%LSFSQ9ZA1V7QK:GT3AB:T MF
[/G7/8WY0R&_;2#R+G+VX*PL61BR?@0T&=)D_-C- 6A!/1:3@JP(> T#15 M$@)({@('Q*AQCV',G&=*0#Y ,=.782WS&$PM->K>2).59H3[C#]#[H5&E*N]
M1!K-5-ZE8>X)-*F2I,\HDJ%2BMKLA289!]/.NSTRKI='-W3M/S3*R@=]FXT3XHN"*3 M-+/32#V8BYWD(UG8><^O1IV8.JEE@IX!E>8L4HC. 5N*(XF/?B8ZKP XNR1_
MB]I.1T#&*(BB.;B7N-MS:S3D&O$<@L7(M9ZT^P&+&87HP,H7<5@3%QD==XPC.<@1S*TLL?9BHHT&V:X#5(N+!P=AQDBE. M7_4G(0L(RT0&3T"
(_V!RE'8NQTA{E?S0..YN;[!6IO9;-78)J$U4B;)"9.:-!MYC$Z%AB-G=9F(2IIR&. ^YJFSDX#AT.RV_&$]'&B@K-
#%6*9$TI/[M9FLFOSV"7MHP7"AE+8$,04+%@O6L#= MA9$/,Y?FZE@X^]TIQN]?V#, ^X%U.Z983A?]I>S%LSFSQ9ZA1V7QK:GT3AB:T MF
[/G7/8WY0R&_;2#R+G+VX*PL61BR?@0T&=)D_-C- 6A!/1:3@JP(> T#15 M$@)({@('Q*AQCV',G&=*0#Y ,=.782WS&$PM->K>2).59H3[C#]#[H5&E*N]
M1!K-5-ZE8>X)-*F2I,\HDJ%2BMKLA289!]/.NSTRKI='-W3M/S3*R@=]FXT3XHN"*3 M-+/32#V8BYWD(UG8><^O1IV8.]EE@IX!E>8L4HC. 5N*(XF/?B8ZKP XNR1_
MB]I.1T#&*(BB.;B7N-MS:S3D&O$<@L7(M9ZT^P&+&87HP,H7<5@3%QD==XPC.<@1S*TLL?9BHHT&V:X#5(N+!P=AQDBE. M7_4G(0L(RT0&3T"
(_V!RE'8NQTA{E?S0..YN;[!6IO9;-78)J$U4B;)"9.:-!MYC$Z%AB-G=9F(2IIR&. ^YJFSDX#AT.RV_&$]'&B@K-
#%6*9$TI/[M9FLFOSV"7MHP7"AE+8$,04+%@O6L#= MA9$/,Y?FZE@X^]TIQN]?V#, ^X%U.Z983A?]I>S%LSFSQ9ZA1V7QK:GT3AB:T MF
[/G7/8WY0R&_;2#R+G+VX*PL61BR?@0T&=)D_-C- 6A!/1:3@JP(> T#15 M$@)({@('Q*AQCV',G&=*0#Y ,=.782WS&$PM->K>2).59H3[C#]#[H5&E*N]
M1!K-5-ZE8>X)-*F2I,\HDJ%2BMKLA289!]/.NSTRKI='-W3M/S3*R@=]FXT3XHN"*3 M-+/32#V8BYWD(UG8><^O1IV8.JE

*(VH#_.1SQ/3,=;6V*B&1Z!(14/E*>7%%[8VOE2&)'%!:FZZT-1^R51K^_M"HZ0*U4-;+2,RG4NXG_TF4.'S*&;VE8*>]-7!B-C5*M"+6N7@L;\[_YD):]*
M!E0T;4*E6^L/ZO,<-8VC=|W,]C-&8QX(8TZ]*D3%AV"H,%?2?<2B/:BG?2=?G6'^G(W)_J4M_-_HX$$C& MF0J.8M/58+*;+UE5P,).&";2YG-NHC@6!!R<))
<[WS9B>!-U*8%IA4[-YZA\-MCY<2'3F,TEIH/H\PR:[_%J/RWL8=BPM,7OQ%,$8TM>V11-MBSS.%H6FQ&36;,.W*!BL^ENTSL9*3>B[!",,HO=+[;UKI-_/36,]C$4]"@V*$X5]"VVPVYX2Q;#6'5>3P6"?(M*)E)8Y/Z!.0$F_$!V)8WOOB-" NHUSHT3@EC0/8Z+3]P ZGE#0M58;X&J?[
M8YU>!N>>O> ^EN!'ZA$MR:N%V,PU7-,M5W4EYM&$4]BOX1S%'&1^\8({.Y\3;QD[fE OW%:O8S$&E@DY&LM5BL]6%S!YVY*5$=:KPYG[P0-+@D]G
M7RE!M8*2M!F3G>V]VUAL3>JP8_\C]NCT+S!)X (D16!P[<G*1>XOK;YMX[N>BV1OU\)VPG56%7J;_V;5KPX@4?0]A5CH:5E5.Q?G3 M(H5\'V.2N@/.-
P,27IP$1.]$]XN%5S!E"Y7XR^7\M9S9^HUSK;QX>QMQJL:I MY4Z_/('G5"=2GF?< QOW,1C6"'=)9S2KR#J#12T4A+:E=I%2WP',4>&(:@,<
MG;UA:FQPQLV?N2M84E/PY?@(OI3@R_X1?+E'13TB+(\(RTI3]I+!E+6PD=TM M8",IX_\IA!>0%ZSB=EM,_^_'^=30G+6\%[/#Y TRB6%.
(@VY:,!FFM>K)M]LT;+_7&3Z M>5.YHHM|NB\91QDPP2D7RU)9>NS>Q-'??FR&EE>AZ@["\(X86PJF/>[U-Z7P M@G0GSE=)"A5!K>,D]>0.U!>&L
"OJ59O>:EL@? MF)UJ1D]Q24Y)F#BMTZGW=/KD>_&I'Y9/]_^1>WL/OS'](GB%4GVH3MFN4Y[X#CTRQF"2K>R(IT.K[Q89WT@QOQ18;K+_%
M+K$|\>4$G*V\3%K3*Q 4] M"=O3*?">YN<'9%L@GU9P2=R#!;W!/'RO"1Y$EYX_]{U@* P|CE[4BF?
SN_33Y+W*0R3B&C@CW)$TOU=I;E]^KLZ5N3AH'2EF74>K]\ZOT?A M[3=P$/3SMIXM1]{^=I$QUDY(B7F81W@ZP:O8%]]_+HK:D*"I[/Z%>;[OW<7
MG3L@:A^DOD#ZEGCEFRDP+8NLDLB6]|]V/N>#T39J&55[Z55=A2AL#.HY[U2UKP9A!$%LA]':Y]>J!U(@:]0./=Q$8[@DH UA* MRKS>1?,I0[RO\-X
UNF[(*)T,N@#?-*W- 'MODE\4<;DDR53VU\6%,#1GL"]+PS9$A MG?&ZX(F"6M5U XRM.Q7%[_5-1!U&0,P63 MH;\UG.S02K%*F!&
<#KL"!095%11Z1$)W"I9@CH&(Z"$@_!U?146(+7&R\$PM M'%> X! GKT\=(A6>NC,\QTN.^Q#-X9QR'WULBHI>$_@^F+=AT [W!\@CGAS[
M9%J,7IQ<[AN8=(6FIHVL:]8R2@*D?09)XGT<3,)@#Q(*9W&Q+]$4M;)@# M\G=!_HD0<;)"
(\:_+%671X*\1R&V!8*O^_Q.#C7C6[!]9\I&>;/5=O7+)X"^ MON@$&JEB/4<6ZS'8E;8$[(AT&^_4TG)N5NDJRV &I@9-T'+BM1^C6,8@%;BA
M5DRJBP#*8A"%JH=I,3Z(\+Z(X*|7]C;NKFGLC8!]4R;I'OB)>>>#83RU<,JZ/-M,D-EWGRRFI,[!HB]0">V_#K782I(Y3L"WC*
<7U=B3RHQ%D&M$+2&T3$TA=?S33,WCN),&[7=15Z[>9HW&+34P/&M]:T M2<'T.:<5A1G0[EPG4IHF(P7UH>,6SN0TT%YKSDU]#L7F9OY/D
MJK7@8J5G/>T\@"-! A@DDNP/C:9&L\&QI0|P%"^?N)3,X O#B@#0+%/^&KV3BX,="#=V2:=!+]DW0S1/LE5X4771WRB7OOP>WC;GV)O MVID7Q*)
2;AMZ'@$2RZ]JB2!ZI+O0/AT@@@AQI02%$@K+#M%H2"9])"*/K1' MFV4N>). "ZR;'IRC#!,H*?_3=-P+N!P+$;E+2S-N#.(D"O=!S%B+1EHCZ/KBM
M^7=88?+@$R]A,+G9H0U4>WCBL.UXCK,MG+4W]4ZCRIN!FE"Y'O47HGUR,._: M;RU56C=RM*/I#& Z?;OO9(*-V6!K6H0+]_'BKNA6Y[G8%-<_?>?
%\PCL&KFW M>%G&# ^ ^CJ3]7;FBU.7--C\U@\G3]_N M@GA*!#%?X%@ 7^ZI^3V!PB$V1HP:]2-KW&SV-*L1..&VIL6PU6_$&[/H=1EM M*0B7<);?
KO%GI=E])-$WB!#5']&48'(93C5'Z_A05R%7S 5AC$])M.(Y3]_M\Y(@P=_3F?S-G]R% 3@.R3=T<_*0P+8]:2'EOI?!F&LQ9A<386_$!0_7M*O8GA]3$+DOT
M?6!X^JD_JJN;*$CDLA2NV6Z\&B1PG!0?-Y_^XHIYIMAY+"\P?]?>!]-#$GFR M:<4/M)475!5*0NT\(H9T*H;1=(2#Q M?
QTE@\'"X&YCN.-.4<&C^&;;,+@P2M'%+9XM55A>9KU5[?G=W>6E%1^[!;N5I58G@>$1I9G/8SB1 C+!:(M<3,)[O8 R;];H@%%
(IA3N@\1YF3F%"1]SF7=@ 9A>|O:L|]4JY?UI^<5WD8X M[6T)#P-%^0MQ;=EMU^1_"9*_3V<8N),I5)GQ>=Z5VJ@:|\+96BBA*VQNLU7-) M;W (TANB]
;Y|&-C31=-PRQHU6R88/M5]R:DLG8U?O?\6(TOJ_$'QVK\YKIU M+,K_X8KR*W6B2:1;@P(EG-O'-2XK8*^(5M=^H ZS'PZW"'K-GX8PEU|[_^2[E
MHG>_ ^$C>2O'4#/:.,$SZ' 1;3P$?MH:9I]%FF/NW_O#+U?(NBBG9]M2%Z;5 M'U5Y<\|{O/')18?SP-9<<"$A7F7.LGN^05W6AHQ^@_-*%WJ-
=']R:4J6F9_WQ MM2O'MT'P>%/A=:H&\IX>4U+H%X75E5ZQZ&=M?IVWE)0MUSB2,\7*.%Q_O)HR;FEX_6;]>0 " M'C3;
[<|M8.)"@:UUG]_#6F=S(7Z,NEU7[:V:8,<"=-"=AVR@"'V@!AL$-M)< MA0R\?;5PJTBHN^T-2]AL9J[YZ3RH=!]:&W@W6QKC&%&6]0(L69&MK: #[K8W
M<(NV.Z]AI0_1WB#(+!9|=9E#]_DG5NV#K $QWO(8P0_IM(9-'61JR,2'E^DGC]PNPRMN8>V9[I>D8"VWW7_["@HG^%:A=,ISZ(F/_W= 9#
M.^T.T1NM_VUP!L/HUW_@#R[$_Q18,IWH/8,'=C"$MCW8C\01AG^_05SH!QA8H%A/DE7M\O<1LF0$!G$ M(VHATK>ZF;>J9GB*AH1N4?RUN??
H<3&DVKBN<;M8[W*Q071L2_:K7^@\YG=X M3N2OP*D C55M%FWJ*@H8*|;Q60.):,R[94OHZ$M88HJP+,#_+]K&%">.]MJL MT:)W8 BB(=\E-
6*PDG"5L0G&O=0MZVP*DS)P1**=#M'FM=],+"RRGVL"M#I49)Y\LW<*F'M_=OS>MA[LN8!'U]_EYYUJ3!K>-F_[=O+KD&YWNT\>XP%O/VW@I*.?
L9+G=,Z;JH'HPN(G7^B/9D<_M*9/487=('/7:XEO3GXLH3)F6:DNW=W(!DNVU6Z-.Z\'NGU'ZB86J1HD55"R9HEY-AX]L*IC1)?W2["J;RA% $_M28:\;?
H|F6.SF%G (5EP]191[,4P.D(/PKL<&TMS&3>S8E(2NB/HMN,4O2CX MM@56D8D(O>1.M-*5G(2]+X;L9!_[U)<>)YO2#"WC:)Y1SS.W)1ECPH54X-/(
M3ZCWM?PISTSX"#$38L(WP"(G"D#P*5A+QJV.A(M\%Z]ALY*5U:J0ZMP04R.I$ADL5]IZS(4U\1.) ^R2IK;(8U05-^EVM@9?V-QY MZ#=U'M:
(EW2VAAC8?+Z#LN/&Q1FI;.^-81O5CEU'MN:=I,:.@8<62DSU6RRN6#KICZJ:U:!T^L=>]8MOE MDQX:7'"D.V+*4:X_O,F;QK5&[V^KV+%U7]|I&:PQ_?
(ZD-MEZ/6^;CT1F4LE):\,TE[7])=G!)OH@>.^RFB6!ZB\L^'N3-)@7I.**9C-LQ^TO MEQC6TW. FDQ_YX_.]EXRK*F%!/WOS%OOE
X#&P'+M$X#Q(/@AH_B *0'3KEO MT)O?5%8:76F,H_VFW:=DXM>]VQ@:Y;%K8'P%RV9RT/^X-4M; :Y 3HD ?&WC@T%
MX;Y!;E6=E5AI\@>AEN[UIZLD[8\ 2H@Q9@SM,EFNHT>XB3N=BM*5HLFX/CX[MB%WCL8968T_Q6_C];9T^-
]W.NM3HU^)]E_)=S5J.C+'R=C1H]0:#S?)DW-/'M1W,QS6S+.KMR=-AZB_G$,QO(1U?:;*=UB;G,"BYEY%=L!R&<$V7VTBDPRKHR
M&]K'>.6&.KANN\!-=;"(KM>XU1U;_,8IO5CEU'MN:=I,:.@8<62DSU6RRN6#KICZJ:U:!T^L=>]8MOE MDQX:7'"D.V+*4:X_O,F;

*M!4PH4O0H*E2IY$3%&%S+Z24B;K;KXHQ-0E*[T\=7$,3*2?2E!'&08P$W(A=K MZ#4;[@\?X)+!\$[GR%==6OD)E 3U//[$OI\5>184'KNX,0R[]M,[JR 9&'*

*,]\NN#R:ET^J-Q@<-^K?JOXK.'EPL M=KL;0LY3!O9$?,(W:SL]^2<[YX.3BWYK<%YMTYYIG[S9WT:I)]-B40ZI=J$W M6B=>\W8GYT&A*PM7)WCLOQ1E-Y\WR SW=M77B>Q5871I7@U^P\D]ON=6!4: M[L'1R46W-1@U!YZ_]IJ7/6[^6FM9O(18*->N52=7>PT;FX0M':(%I0>'7=22*

MNV7LI61AJQIH3R+44C\8R$6OW1KUFE=3O:+:E6?1@8-1@?;)Q6#0&M6@%-A; M@,-_3/--6] "]?F&,%=G;JU\0

M9+M]DVPW'8G+0\$RAJUN\7UE6C%NC41M[[#R1[4LO59\AE^)Q4W+V"$^P M0 'S*"-O,$8=DX22RZEN,,4"O_3,P>2G9*

/51YH9'>7ID0:7F_EJ%,,METI3 M0],@YD<)37 3 +X$.PJ2 2I=$/%\9C 4I,RH#*]!SE4):/FH/$'FV-&5(//*

MU3#!S#5^1'VVT+O$96HQ024!&]0211/N%2J*IS1F;^DY8N,$=(Q@>;^! W[+ MM5QT+K0TRN4W8A.!$^VMYDM7$5"H.C!BE^8FQQ+OPRKL_E-

*N(.N*8Z<%@O3B M,&8!#!UFN^"VVFYY1*([']_2Z\;<HY*3Q\ MB9(;H 'B:%_0M$$A;G]]T5KG%;.QGA)NZ=/R>]9^KS(1_=M?#NQR22?*

6O)ARYX;ZH,OU:-(#C.:';(C:^WGM/X[-TWW]]F?WRI>HG32+-*M K]^\Y3[T36X;?#*1G:Y&2K15!+MX$A'\06-I-4RY_5D>'+1.^N?6U*:+;U] M7-*

*J]SO$262RIS,D[TU*_URTU^;B[]Z)+G?B#:Z_;:Q\)#22AP?!(;/#<[75M MVGMD3C@R)]1IV;O=EW*,47$=J#"!:XT0N&_P7#U[NY]1Y7:?'K4Q@*M-XS2=*

M$X%UK1'1V9EQN50N^T08%[B>%)\,$<-]^1+H;^O>>4.C9-]>D88<[<%T9R1 M/,G\)+5'P/"Q/Y8?++@1:>X"@(W7). ^"YD Z-_X$>_' &Q]% M"PGZ-/?

S-_1G.8 IS4ESAR_G,$:\I1M>) ;$Z0$!Q,Q0[S7W64=$,U66((5 1'. !O+X\'T1B(9'NC2XT0I=J^C)C*9O.>!]*

M5S^34Q_IH_0KPKWWU')E>T!S[]+)2XL\>]WQD]>_@>>;Z9+=R$I;_P#/3[W M,Q$;}B$*0=U/YK/6[*DVKET^!:9+^#RJN.=2!T"W"?*

X)A;%8.6XSUS2IYT M[WO80@G/'7XI]>23 MG8#$QK)^G^2N&F*GW[-C=7S32#>?TOA1V/C?9Q'L%@T!$?NKM+;7,_T1:6AU)0'EA,\!, MW'9\%+RD)4F

*]RAZ6K"5JR=>P#5'^MV,CUP*EYRC^VX0>4Y,/6FHQLH1'//(^H0 MEX]$%(I:,MF;.TH%''4=%?F>BE2CP=P;?"OPL[2B5BR??%C72%@G;&38*+[*

MKQ7)BBQOK+Z$S29N=PZ-JN4)_Q6G?3%/C5 UY>93Z%:B=KDB7;T6K

*MV*R2R%Z^=B7Y[2WK=J&"_G>U@KHY!77$N]/35]>$E%]+=YUDXF6QNIE3L[(P*

M6DEG67]O)>N3G1@'5IW,7].Y;K)/BO:%6[4OG.I]43G%I)I@[#)=,4'9RY7_ M&8LS=_2.3]A?T_59"?!!&+(J;@T^>9/G3?*

@,_R5MFE5O5FG?!,K<)>QP2BW M.!6.JW2Q9^(6ENL\2?E$F4K&A(O=DLF/>)7P/#V&74$2*"7->KQO*

SO,$B=5:09AK!LN:;UG1B.XA@/!OG*T[4T:V;W.+)$))9; M/Z+)G.'5.H)[5>QC|\E$=Q.O/UU_<"FRPK=(\!8N>OIB9S[T=]I0#.O+/?79F-

:#IS&%X9. ^^1B;)>UN%;RC=KBBPOU_MS"]XHRFXIM HC\52-\'B9$H^?RE!LJX?6G#X36#=M*@?3H%*RB#06#!X8DA*

*M>_WFW7U;WOO>D$'@G3Z@Q;^>>>WPROCH<4,<&?Z0P,N4*EU&+/+\$=*B%]YD$ MW^'/\)SE2CCS ;680,S0&RR5ET"]5F[S?I)?3 ,N6?R(UC93-*

3;SP%'P.8T) M-N$6_G4K/)B#=MI#COB#2O>?#6SH8_]8HXZ'2P0Z5EVK&8);1B7+ ZI!>&' MRI/4F2D_/WBHTRT&#Z4-*

I17CAFP6#.NLG^(5<^ZNCRZCJ7XB'X.!PQQLX(6& M'48?U5_QWLG%]}U)[M%?HG%_UQNS6RX",?1#ENN6M5MI35D4I!1"@:O/Q/>G2>;0JP;] M]*

<[[NMQ.FVY457;X#+O/)'K-/MD(]9P.3 83]=(0*TG1&1YC.$;9S%A.D<+$QG/QUP#A.?4RB#0H1.3;A-9W=P MFU^#BP^_7[W]\6(*

KN<8D5F4@BNOR>ZEO"[L2^;<42$Y, [''J8#_^[0K_E MHS=A!X;BHWC+LP82C-RA\;I810Z<1PP2WCQE,E'H.EJ%PK2XY>KL<43J7ZM'43DL,-*

@C#>,@52LK$/2#A'R0TUOA/X3>X;"7|-MVMIA "3W; WZHU;_DR=#+PP$Q/X"_HZY/%#.)C-NDA#0\B\ZGL@2ZRC/"72Q

*M\7)!4D#LXB42@*08MJ)4FYZGT;/L',L7;@.WT,EJ;9J(G!&6X\#0Y.\3HGUV MWWF+-/Z["@EJDL(Z1,3D!C=7(A,9A&9UY)U8S^]A#D],";PVF?44"$M@-.3?*

MC:?T V4+M-P(5WKZ6 M-4XR]^P]Z++>0N$2HZ6WT";_/:5? MN6:LS"7N[H]>$),[JS5LD-Q^>EEMW;7I-$N?9]W#QEEP9]!V]YP%?];V!!>?*

*MHP>.V5S>,Z<.GCU? ,(2KM3]&\8WOQ73NILXDG<#_],/5]fE"*RETM67Z)!W MIB8PIUQ@KA*882?6$+T\"4$GPE"FY,8-[<MJ-3G*

<0W6Z%$<70(O/:2964D8;@FL.$COND+O]?.G9-%G2[8$;'=N(4>8/& M8X= PQSDF2/9%K9S KT'=V!FQ'S^C_\$KE=([EN -Y-K+U[BN>S^_OL[NL)**

MGRQS\5>++!M#T2L7',5LMX6P EY:BW+^@6[3<*N> MN,OT9HG7C3A:W=ZY_[6"$8I0=%^$D,K9 ;[=->M)=&<<$B>1$+K?N*=<[N>C8 MJDA "!4#*

*[C|/@)&E.G\=_TDU5"F.W>V>)$[,!LZ\?_T*(D$)8Q#@ (04YM._9[T+ M %*48VJA.%63EB42N,NYYY[U>?*

*}DGWJZYUU)]31IV4RBQUDE=XFRKO7B^W>+9!8.>^'/ M<1Y?&A.&(MA(:5I75.R-E\|Y'F?+*B7-89*@V,_!2$AJN8 ;2Q]Y;VB9>MO) M$=Z_(D@;I.L3?*

*X%B9X&*N@RD+E,\A:IM(OD<%=55Q0(H%:8>"!U;/];YW9: MD2*&AX;VH0X+EI,9:"0]UQSVXJK *C;[24/1E6150MD;-M5@U!\2A#CBM(Z) M_'&6]RYO-6](9[7U,*&3\(R37H'_RW$S_#RS!*,M&OF(M^+O2+'$&]_'-:\(%.P??,0L'@M#GP7-1=7R*23+$DK;3"-*<+W#*9"TVVE6*

MZ"C"M]$#_P@*XK/%*FP2T+^;Y!?%]DUM@Y6GRN,V8K!CS5QG#9S"/QZP<=B M9H*.''AV%E%*^XGA]P(QN@CZ&G=$UHX*8?-46\0D&D\3ZX7O8?*

T9N\P('09# M)BDE_90O$#N>T&@@88'Q@0N>SM4J7Q#CX)HIP[[$&KZ" W"Z M;%-CS'G+]E8?_Q \/;%U%3]PI=7_OX9C++U.L_8"']GM' MHS2_?U5S\?

*WI:Z3N26[NH\#BH4RKWQ*FYN,VM%(5#%R\RG(R/@[+!+B!D)A.M T19CTL$)@DUTE6S-G-%19 >:!#)'F>7$=4P@*C"C!)\;# M!-*

\SM]Y5$F>4;#D:JSFX2ZF- ?R.(2OT3Y_? Z790(?!A?Y@6L$GA<"5,SHJU/QRX< MHY%>AJ#38('Q^ 8R?

>X7=$;"RH820J(RJ&=0H\QU"=^!U_X[QTG8R#4HT/_0 M,'ZTPX#C2CRP\$%%)7SWGQ_-.(=P8VK0 PR F<7;%C@W!V//58<67P1VM'3 M7!?.6F?

I&$NPF@GJG^*+UT4Y[^WRN<#4/4K(FU\^G?_X]AW)QJL?SP]T._'J MHQ+9%/..G+^.,0,TN\ |%-UU%2KX"9?0+N))G,5PA9JK8X$-I1KJ^>'7?\ K

M\/(CST,O)!6Z7OB/X@;VJ:0.XHR:XIU&7RX4R2"7&A1%@@KB-M" AJ_,[3Z4S4:?5MEE50Y7A9YS?42(D2-4DN0+0P]>;%0 ('!A$+!%"CSA4&0

*M=2_W<2)*D,;_2-2NIHY7(F8'0LL2,X*S$_8?=$@eLN P4\((WS@KPT-_,DL!, MC+QR$OLY'-&<2I7!0&I070:!/$Z@=0K>4[") / .UM:0-7!3E'0?VP(A+ FB*

M/8TGU[B75%H$UDPET>3VNTL-"]AP0?> W,6I$K1IQ03$:FQ9ITH7BO(P:%T2 MC(_4LN0%$54%U"4)E"R@21(A)'293=\7V!^AH*2+/+$PH)D@+-

]M0A&J^K(MO8 W*2X*SY6 6V$MRV))F@A7-@>C9NF<#&S<;J#!(G(D+ 3SLU=8X84?PA$D M4SAW\F*

*V[O/$VO8!OT,ZS%E68>X/54<%OT4SE]"WC"PLO#BC) X: M$HIY/0%511)L1E/XH'VR7-I[1%LPZB(<#E<0#EN_X4ZN%"K::5V2,%JO@C.4 MNF*ZH+2Z;,*

]0]V),2,+U@:OS^BI-X%3\KF U[Z=3N!=+:C3DO]FB9/G;3E^- M9>+H%+()"7$ 3I >L]U=@)C;>WLTI@9HM%8YC$U?)@41R@,LGA"QHD9OP. M. L8-*

\/3&%R 7V>L+S0B!$@8,P]&AQ"@-OQGGB5NR&<CW'A1228B DNQS7#P M<9Z,$3,W/ <9AY<;R_'7C^<&6@[?2DE9D<(RIAJ/0YXSSZ<7GH=78-.$

M&9JB@7Q!5B$F=C-VKCT+W+&)\./TW8J^1<8;IKSA=ZQ T,FPM0:8D4'?P^)* MI?E4(&0B\QI0-NE,C.X('(/+ K1B9=K)"'$-

*RQ=-0A%M_K$6D>*0U.F7F<"R M3/FLF/'('O*U1 ^;7RTKK#7!9[S#O0@2' =- ^S.,ASU*?T 'M]\PG9(+E#5 MF>)KZ8[&9C]45Q"F<08WVY@"#6F.BTE*

*RE3_K)=#2A<'/E]& M P%>PNXC/638Y_:#P7?A$8Q PCO.BK)5IP+IJ8 T7R0F5B06A:XNW]O8DZ@" M(#<8G3X,$*5CC.@@"#^<-O A"!:3-*

AVK8V%_L3@&HSD(:XY:AFXMJ6SY^Z. MB^]J-MD=\E62S>'=A1'JP$;9P>$D:S@M&"(T>D+%6SU&7&*89\#Q5SQ'8-LD M"QRD?IXI/W2V$,*

M0HHT@J6&MB/U9%0&Z";R8L$4!KD&?X[L6OC$^'.V!(4_%1BV= 8!?R] K174 MB#PFBU%^(CY)1=N#I#!TA4@XV7+$]-TC1>%H:@PL=AVE6W)B;0+M

8$IA!:,4 M"H+S\<=REAS =GY.:&5J& HF"]"P(^&+]_\].[C^:N02K?BZ1&.6*,\]F"37!:JFJK[?5EPG!=I/N1T6$\=5STI,1[.&UB MA;

('Y,35$"TB#]S56RB)ORN*;C#$KE"9D;:V3=^0"15N0%5GN!#7 M8.AC]<48ZPLG##%4E)=QS]X5ESD@_I"8DN(51.[:F!I?]&*Q@#!,<*,50Y'MT MW@G5*

Z/NJ()@S9@]8@K^!%.48'4(+'$&5K<7MTNU%/ZN@*G ,1[DB);ZOIF"HSAU>@<@K-PE)"F?CZ)Y$R[= M+F>T!-:58-_-*

C5;S9[;F#I^#/D.AT=DS(&,V:!'&^=EPA:;;7YQ!PRCKW[MKLS=:BZ.]C474G-QU_ 77#Q2D?Y[BMZ59Z"_?G- +NS]U$Q]1E24,GO"F6I*

*MM5YP5<,CZX0+[DS#B'W%!?H/PV.L_5I M)95I40TH^&?U'E:OA?6\;278H5) 1I_#@*1:C.A;)>UP*'VWR"\+WWB(D)GG M)OGVP=7>@D&#X**

(7GED]"\5_5^"7_^OVJ/W7VR,-D1K/TFSY[6WSI,]6Z1\)+PNN\]GQ MR1DL-#ZQQ>7;?45\M9>[=VQBXX3>: (B C8LP"0,6Z]CVDO9#DD9&+%)8,,"

MUJ/9R]E>SK[BR\6)"3A$SUC5XLM^A[?U7MKVTO85I8TZSZ, FP/H)PE>L)-- M62:Q!&^)B 3N22[7&GKWG\LL,;?);=99K/K5""1+3E-CM$/+"K

*L*G6[OCA M-2\F$/Z6<'HB+VC12[QM_,^/XSECXYF*U)MDPQ%@@B+(@^"Z/0^)Y2#;%86R, M;&7) 4<7[=\BM*HX)U15&V&NWK5P6%?*

*E50\$5509*H1K3Y>0: M$HE6.G7_\S(%84H5Z<=T=-%&X6=E&0(YMBB/E/12&(Q<*4&KL%502!/%*[F M,3)(!URQ3]DF;IV1A:,4>*

*W[PZ%^6@8D#9B3@!FO%=/3PIN"K)[7ER#]$J#M M_+8 3#6 2;"&#[__3U!3F*ZS!3XK'A '7;__9YWI=^7Z6?7RUAJT.E!)H#MT M(N5:W)RF:]0[*

*7W/J_3K?"G:BVVLKAR89@@L*TP2DF1NQNR%YVZPFA-!W.%' M99<8$L&T1F "0WZ.G0X^G10^,EXP2<224QY86YDS)*^D5%6 2K-BTK0*K%;P*

M::91E"0/+HH#O"B6P;2V]%G-NX0_XF2@N!P!:X1-6@<1G-(+AL^)+1Q"%?%\ M$9JCDA.-.J<6N3Z"5?O9"F5E%&I%!<3TQN\!PIQ'5?.QHYBJ 1-)QY?*

*H9IT MLC3^&7[Z-YBF(!L5=A0*_)PLW0@?D71@J$[R9"8G)O5P@==-LX50'35BZ4)L MHR^$7G">+8H*KUN$>=S:6[8YC=4@#*)E^>6HJ=M #(*^%@=*

{2>^"[<.A!R' M%G$788%7ZT?]FRGN$Q,%=$>.,6=46S/"]QU^OQZ0=&+NH+ ,4%NCLN4,N! M"W)7A/S*___+42VX4%8-4#XIM> V-58^+]V1^^*

QC^UV@_T[*VU-MC3@60 E8*A"#1,J>P"1"TVIQS%5QEXX]'$5SMW@[[N$!/W>X1]Z5:P;,;'5O^CW^D>6?L(]}(:DB@JO7=-S M!^1=*)(#LE9P-*

TL'Z]VP]ZDUB+,_BF'QJ<(=_^2R21GR3FP6K:P[UWP,#]+% MDT)K!8V'8"YO;AZ:V$'F](@R1!)G;BT7&9?:VS"O/%_9E]Z:\SZVI*9L8EV)) MB^?#L^)#$-

*#!7\COO$IS/$+^[KM]N]2C14).%0NL2XE;U6D!&9[T&>O.MLZ] MPH#ULY28+P9(:4*I.TPO8EW/E;ZD^Y0^?7M]]=W;I>-X?PS)&U5IX?;Y9\S6 MKC;4E-*

GU.'<#\/!Z"CJ#T]6G79+ZJ8OWL*R/Y21<[?ZD=&^2D3K1P;[^I&'MUAWL?HCUU@G+LRV'Y"&UX>#L-CPX1#/;'"5M!13'T[IUF80GA>66!N?$O>HO$K*

*.=O9*WV!_'/>#@B/BP:%G MY'[J5V7D=MDJZ3%K*?Z8:.7&Q1NPS7'#+=(,T.A=R7OCYQV0:U]DB M0-B^)E+?Q@=+#O>2UP&&,/$]^9]6&&/0D*

[!29U"_=+98EH;34;_)@YHSP--= MLUZVIBWCOF6B07,2%.W"#(AV6143BJT:PF^*< AH(I\%6=-;SCJ5(X8^A [#O:SPN:Q&V.I_'Z813LMB58Z,JCO+-

*'>6;2^(.;*YTL)4(/@5+,204%XG.4;$5MC*%W@(M(9QLQ5 MLH_4%U4Z2>_2]D@$:"\+JL#K9("O. @;";;O9A.#%/25W@U;ES#: MLFY#*

*+\MBV6<<94+KKU 3]WRHJXWX+?5S-.2%+O,DJ:G=>TT2]YC 4!<+@-! MXJ:/-[U.*RAB#[2OD@NO?(&4:!4D.7-(_4"E/"91Z$"]\IOIY6?V-G<)=FA M[?*

*IWT?;X,0\9VSMW%M:]QZL(L,AE1]&0@X3$V5$V?7VK&U^ZS_?AP'VCFK)CY/Y4+S*ODVU)^^*

*MP8#R^I/C<2<6Z=S>#3_W4X+UW3=Y[9Z8IMOWO*Q_40(G#-)S-]BR"L2)(:! MQ$BGV-;T]O/@58:3P,)N/0*9W5;NBF;K8(11>05S=V!*

*RH8V_*A&K#45)BC5 M%3_:A)CC6[/B#P,XL!9O8'_U[]#5?UX%.<&4Q!?%=1)Q_R=V/U1>#VY#R-A+[Y)+ +544PKSAA26J*Y;T-A&T;_NO2U'P%3 M%V[*

*U7]>2=*7A< Z[XB''8/MC]C^B-&E@"8/N3S@D-U8L-@.48T<"_6+>D$] M0$2ES092Z\ )\@_E9/3H1L8X5:&GF$A1(E&YO'I64]OB38ELYE2H7$END>TR*

*MOS"+BIEMV97S%P-3Z+,)EPR![[8?T!CDN<&Z;^]/Y_YTWN?I?*L.1T#5[V7B M\@5F6>.PK<]V\A%VXR=T%$W*MI6*#36SBH0AE1[E8'UZM3.-KBE6?*

*=3"\V;,M-Z96_:]][-?!_058]N=Q?QXI&/S.TL9\!! ME(E"G/HW*97\Q;79DWBO(?%>%U6OUW+K;((\X^T.&[S=P?WR=C-5MNG= M##UF[."!F+'*#!C-*

V\)69L3''+84]ZUF[31 M=]M1A!/-!H-;U2U&B^S\PY^2!9%R,4F$]^QNGZZXM59(G^RXC$,A5LQ-C;OI M'UX?

*UF+R"^[2UN!0;9UO=!;3,UX,^H/>*3,RO3@Z[!WW;9]QI/V-A<&5D048 M.A^Q8.UH S<,:VZ[HMU^< M7I5.W6L ,RA1#+8@HX8VNS*_OWQLKT.P*'YP>*

M1T?'Q^M7)G!7ALBL8N-+='1<'_?Z_DKDIB&9(X1:]?< $N4B!H.UX](@RN%[_I!^E9;:-SV2 M91T)=A:UQ93"9:N-X2/N_]=K.DL:(9S#DV%T=CA<_U@R-*

*_OA><6>@L?TORL M@"HUUH:?[",9]V+5GBB.*WFRM+/=&NNUE$7DXI"V"\.%ZXWL=;%34-6AQ"@: M7\/MF\Z0!ZDC&(]?_*&*

(2RHL^3$%TX.H9%P!,U\2!H(B^-0V6R:.D'M7-5M9 M#D'0BW]O+!0T$RM+G9!2Q1TKD8K2;C?!3YK"%TDQ5T3YA5$S6T0K, A@_]. M$Z'B8#-*

!H;\L$G=WB&1GQ?)3I_&'5.*D@B_32GG"#+=?0 P26JP'VFSE?H0? M6=OI355:+ 8+"],0@:8:\7N/Z%T?G&%9.FRCC/$VAQOA4/ 7VF :G0=(H;B0

*MV,>"DQ%1%;*1T:"5/P_QRX@6B$Q0'E7@CBHTHQ*+>9)@]3;>9H994@3LXYO7 M.N+C%F+$[:-^B<"$_/4S_GIPEZ^+M3N.!3^$Q1%)*

M\DO0(Y/P'SWPHGZ#N_2&FH5#=WPQ&V_3)+&]$R<]]K'PL9=E@;P] M;43 HMQ$4SN@M]F%X%.#-JK]8/]S"ZI$=J:-=B L M2)1>,/-

*L;"R^!$'(D+"GSCEUY%S$N$FTI+'6"R6<$!Z M4*0I[1!M\A;Y.SI-3?!Z4WF"RDW M;SHJ1NY?P$%SW!5>\&.E^Y!-*

*+Y3W2EPOZBRBNY2T4\M;6V4FN6??FG#Z_8!G MP'(/SEA>4U00!]*Y?*Y.Z7<\U_F^W?G60VBOLZ7.W8XY8"<31V+@>XG?VV_" M;2C2;N*

*FCL=T*TL]7O+0ZBX0;K_,N+9"66ET+/S+6E&A5=?;LN_$2@V>V M:F/-0MR&'=_T58'+02^5>4N0CJ+,)D3(FB&-]C1%-P-T.".KICF8(35'(XF>*

*M5\2?]1*SV6=3K@H G?0Z-P, ^G@]'!4;_C1O$7]\[%=A69 MO4HRB@+'%D2WZ&"5R;*/1IC-($2O'-(L7C"^,O=A;-M1$ZL7D,#6XLC W9XH)X%K> 8F*

MN/FEYF?5Q&6,/2B6[D?:J@Y5+VB/G5M=^E%(:ZOPWW,R1@PP[,=_&U/KEZ' M"G]PT#^*PK^EW[]#E5F:H*;S.+1+7DN<_6>*DD>_D^74-*C>-*

O(.6AJFU#:]-]9" M.(P(F"'"5]VK$EJ7L&>Z-%[!Z M4*0I[1!M\A;Y.SI-3?!Z4WF"RDW M;SHJ1NY?P$%SW!5>\&.E^Y!-

*+Y3W2EPOZBRBNY2T4\M;6V4FN6??FG#Z_8!G MP'(/SEA>4U00!]*Y?*Y.Z7<\U_F^W?G60VBOLZ7.W8XY8"<31V+@>XG?VV_" M;2C2;N*

*FCL=T*TL]7O+0ZBX0;K_,N+9"66ET+/S+6E&A5=?;LN_$2@V>V M:F/-0MR&'=_T58'+02^5>4N0CJ+,)D3(FB&-]C1%-P-T.".KICF8(35'(XF>*

*M5\2?]1*SV6=3K@H G?0Z-P, ^G@]'!4;_C1O$7]\[%=A69 MO4HRB@+'%D2WZ&"5R;*/1IC-($2O'-(L7C"^,O=A;-M1$ZL7D,#6XLC W9XH)X%K> 8F*

MN/FEYF?5Q&6,/2B6[D?:J@Y5+VB/G5M=^E%(:ZOPWW,R1@PP[,=_&U/KEZ' M"G]PT#^*PK^EW[]#E5F:H*;S.+1+7DN<_6>*DD>_D^74-*C>-*

O(.6AJFU#:]-]9" M.(P(F"'"5]VK$EJ7L&>Z-%[!Z M4*0I[1!M\A;Y.SI-3?!Z4WF"RDW M;SHJ1NY?P$%SW!5>\&.E^Y!-

*+Y3W2EPOZBRBNY2T4\M;6V4FN6??FG#Z_8!G MP'(/SEA>4U00!]*Y?*Y.Z7<\U_F^W?G60VBOLZ7.W8XY8"<31V+@>XG?VV_" M;2C2;N*

*FCL=T*TL]7O+0ZBX0;K_,N+9"66ET+/S+6E&A5=?;LN_$2@V>V M:F/-0MR&'=_T58'+02^5>4N0CJ+,)D3(FB&-]C1%-P-T.".KICF8(35'(XF>*

*M5\2?]1*SV6=3K@H G?0Z-P, ^G@]'!4;_C1O$7]\[%=A69 MO4HRB@+'%D2WZ&"5R;*/1IC-($2O' (L7C"^,O=A;-M1$ZL7D,#6XLC W9XH)X%K> 8F*

MN/FEYF?5Q&6,/2B6[D?:J@Y5+VB/G5M=^E%(:ZOPWW,R1@PP[,=_&U/KEZ' M"G]PT#^*PK^EW[]#E5F:H*;S.+1+7DN<_6>*DD>_D^74-*C>-*

O(.6AJFU#:]-]9" M.(P(F"'"5]VK$EJ7L&>Z-%[!Z M4*0I[1!M\A;Y.SI-3?!Z4WF"RDW M;SHJ1NY?P$%SW!5>\&.E^Y!-

*+Y3W2EPOZBRBNY2T4\M;6V4FN6??FG#Z_8!G MP'(/SEA>4U00!]*Y?*Y.Z7<\U_F^W?G60VBOLZ7.W8XY8"<31V+@>XG?VV_" M;2C2;N*

*FCL=T*TL]7O+0ZBX0;K_,N+9"66ET+/S+6E&A5=?;LN_$2@V>V M:F/-0MR&'=_T58'+02^5>4N0CJ+,)D3(FB&-]C1%-P-T.".KICF8(35'(XF>*

*M5\2?]1*SV6=3K@H G?0Z-P, ^G@]'!4;_C1O$7]\[%=A69 MO4HRB@+'%D2WZ&"5R;*/1IC-($2O'-(

R^R9:6E(ZEA'=_7^X"E6 MU#O=OF"EVZ>N'G,X-&;6]5#P^N'0)R\1AM/X#O#"8NV+I$2_#'_I'8IUAQ1V MF(%-

,62TU9RU_@'([0'0PX]ACC(YE^$:CB)C4!O#UIOUQ$2@S=%'&%%D,/B MI40,#2,!+BO-BF"K"ZRC"XO;%7@#_1@'78LD#2]6UV $V5 '3+RZ^Q;0?

*DB215*6)P=P%/'_D9=B M\.U1_U4C;,,Z *F7V'CEY2IY3/P/4G#R(XZ.?T0%HA]>E(46R/"O0,M@IZ(^T8Y1.'M"QL%E+.99H24>X<]HV!*

*{1@2Q:3'!'!*9),F$A<+> M=`&]N"HX.:9D #G1FWC*V>4-_02_OHFRIZF:W*1F [[7G"A(5O+$'1V"V'YVMHB60HENP M8,:]R"D4P%^;@$N227Z3J?*

ZP=TQ)$\"S0FO#/MULDJV!8SE6+;9J%XUJ:X"[M6=8%O ,\=6"V^03LL^CB;O%T(IXKG46Y/LA$R&6DG/FKT5MTQY. M!.=Y<9-

(DY5+B80OW)D:X#N>VA_VI];@J-YZ:(_AR ZBTV%_U;'U\M<__T (_M2T|RV,I:&Q!$F_-M(2C>7!5\+Z&3@CY;X'S0LQLDXE=I){U+5N809;H#_(A$

MQ&7E'G 8<^0=/?(2Z@6L](((M%6" K'Z\,_#Z/CLF (Y+77S0]B\=AOJIB5^_M]2-NIWMKP5=VL313E2VQ#-*

%-64:+P>C#BW5&LYFSW6KK&/>:A/E7L.ZI4/H MU$P1;X;M1^57>1NXXD4F^4H=X3=4B.%1%73MJ'/)%1]LVI9\#%7%BIH3+F1 MP*

*BZ3@*WQ<&:@(XQ M$;EF5Q7NJH5^!I>&'(S7#WI-W'\)MT48[CZ]!S(1WF5>04)# M:AAE3>7(=5=,5EV%OJ9\[:GT;JW) :,@]KT?)*Z#_QNT-*

3M>0>S/"OTPOYY" M/>$YT=4)N:Y)T"BELCGC6KK4-N$;7$/1 MO6GEC=AX 0A1791N0MBQ%H+&!G"Y"RH[BAKKH^^^ 8Z%J:

[X0FX2\XSJ,WEGY064Z1G^)?C1/1ZJOON5J1SNB_2T2=HWV1SF,5Z?3[7]_] M^@;FZK8LO_GI_>N\$;,W8O9&S(,8,5Y_':;6%^(5 #H\9Y9*

M;KPPPVD1&V[O M)W#0+[G>CMC.(CM8$W 0]C,0>_F+TT?F$?20P\=P&O]1Z>O<<#4;__EU>>OZY#0!/(O-W H^X-N[UAM\77G9NC]=&)W9QK[.9'

*MVCT\I\YI"H0[$,^B1&P,@3;=HYW:U:%H=.HB-3WI!)'BUL%%E#'M2'%$-KA(MQL6,WG@C5/'TU];77S*3LPR BYWW5,7TF@&&N5CD1_>4E<7*

M'R_1#HL;/)K)XBI\.>S_K;KGWR^N_O97_]76-Y%,OYCO'26!-)3-XHHF\: M?CJG@:M1L%WUL) *6RTD+(@POU^A_5X_L\E2Y0=S4X($GJD)[,V5D, M-&*

*[P3"8RL(]RE=(L7A(>1,=,!:$A(AV29"D\E"MLW#?P? .Q"=2$>>FN-?Z" M'M_ZFESIMTS"7PD3QJ -D%8+*I WYI3%5,6H:;K_X\ MK;LI=;.?*

*Z!J:X<+B]U^2^>=0+=9 9M%0PCT=0);W;4CJ9PW]^._.58K#8;7'L M$=0WCSV=##Q^;58K2C ^0SP;XV72&Q&-<*S;'DVT^924>X0Y*

M/TV\0[!ZV3P-(.?TML,?_)S$%4_1/ZR[>RW:*\S/VU]I$P#7!&,1"RY_H'"> M=.X-V#;F+>!8Y(,>%]:2F"!]K";MHNYCXSVR=D:'0-W\A#M_'>/:-_L.CJ*

MM@2VZ7KH-GE;L4\7F5H7"?.MB4QYYT;8[>@!@]8#T-#SE(75NK>\9(8M#B"K M; ^^'+]G%$[=."N(!(Z "+Q&F?6XX;DX ?8X.

<=43J%/(&"NA37GCGDK# M/F.5:M5L]J#V?JG$J!Q!T0SNE705M(&#EC ME9#\\(IE>Z6 _L_M

*AJV!#20=]LKR)6$[N9LC1K,ZPM0M^BTP2/$8E13;LW^ M-"2&-US0.<US]S3E:=B_"VS@]IU4O=WCSV=##Q^;58K2C ^0SP;XV72&Q&-<*S;'DVT^924>X0Y*

^%8H M\HS&:B&:&>/!P<(*Z1^.C<_Y6Q$^F[5D^H[OST\/KP-3I+K:*H"N7;18TM_MIT;&=%&+><9H@H2QMA(P@:3EG7[0^I'-*

<+93K&6Q%@VV1$UC6L]J(L&MY-\%6H4,=3#J=`_:#C?47,/!E06<[-P05%95-68/Q,$ MAK<>9#G>)YVWIQ<"\5Y5FNLRN$$;K4%K@K87-?VS69Q@"

(;1YC Q@3]7$A0+ MJ,NX#:9I-6X3!8F8N@^U7\SQ8'&9D;.U8&\;-14/ASU^@:R=$7 (D]N:/6P M?\,X62LM"2?N-DUA@].0!$/;*

5I"W"Y<8]"EIC=BN.W65BV"-O>WWD3PIU M5("X#[(L(6P_F)R\^)(3#A\W;+ MON^L+?JI<>-1&(4^QW1:BLF.!4U1!T;4Y#&5L%=HL2H#

*,J'C>4L8JTF** MQC.;$1J,+'YQD*9M$OB!&.D0=_^R,A(32"2&$1&^,!]3O CO'&8)C@?APX59 M'HK ;WB?Q+$VS&DOW%]!N M85I4-*

D6F%G8<&.68%""4W8@/]) $.,6?X?_&\'=,I<'&K1M8<$PZE^:K#]8 MYX*45\#;\5K*TAQ),&')ZDF*ZV% ^LRA!L7 I$JQ7C42&G-) 1*5K"L9$]!:A"*

M.@$!JTFK X*3CB&PQLP+LUUDA5SQN(V7S? P.G_[!EJ/! (&A4>A+6TB% MV>BHF4!&;+Z;HOSL-FA.2#DJ/96+MS8X[AT:-X**(++$"JE>25P4K73I*

M>@6' @10=K \8_+I0_Q<0%6",Q*%%ADJGDNQ]%T<&G%VM5I_$,R@QI++!"S MQ@#6A"XS?))/O,7@E6"JKA3?*

D(=@&,..B^/"]%NV:OPG(>)Z341<)DZZ\'TJ MQ-SI<+$=1.P(2:4ZWA@,$I-*BECNL1TK1PPIT"GI.'B:/L&SNIO+\ M-*

*^T/K)@"&1(.!ZBVQNY7]1P+8P.PA*8'LUO\\! /'VP SB5A4^D=-D#%"E6*

*MZM2)L_HN\SIK+\KF!IYNN46AN"XOO4=$'K\GD%KR6$;&1W!%KJ\%CS4&"Y") MSM@&:4TAT!*M^#I,,T5+K$DI@GH!)<;_8X(?*

C%_;FC;FE)6UPI6[;1/4\>_: MA(V@6: ,#-I":H-S3]T8WC]'2SO<%+4%S"0"V=@T71<+-SMS&6UF4AV%7C*

*MI)0(^@I4*Q?/)NC"LQ%M2>LN/E2.9UYBZ,RWV*7V)5<"%W!6)11+XCL6SNR' M!*42IB-F)GV03$6G1)G6>4:%1KBK"1JB&'E/FY ;R/LC.[AN%795%_S@*

_+D M-9PIY$]T^IS)?3,$EO"@]6"FT1!4H>8E !ZFW9)YZC8&:;(&"6EPZJ@5(F6 MY0'_3DT.!>77;VQ!I($'E'5_AC184Z)C

L%!YPRF9PM%DB09SPIQ93!GBN9)G M49.!/=U\,C\'K4LD&\F_1T'@+-C,PN_H)=,X MS;@$AR#B[=H[M[ZZ.7CC9_TB%L4+OTD5$$D*

*JA(.@0WH/':JQIK2N%ZQV:! M#+6G6GGT=3B/8U'51!<7^E_>68EG?"F%4OYH#7!0+!G/_2J=5PH]=<^CN^?7 MJ3ODV5L9,,YYE3CT*I0.96*:BLF(K^&*

*(H)[@W";Z'F3H>\0Z8'H6-SVD#H5+ MMZ0'31)8]0SOY\NXU$B9_RH-D.!$P)4BDO2*5^68/G9&Y(]@!)Q;V*P%5;A MJ=E[1#RTM]AZ->@?_+?*

*HMLV^O.H2VMU#X=%?> M$]24LW%F8"(B,(.$*L9JM/A#,K](IX5_YW0-?&0.=NUP_8D_ M-<'WT%B\[*97>$6%2I=8-42!#5D-XK;2A3#O=-?*

=TH'FIAY(%Q)X&\1LW1R M@,5'T_22XF]<.8K&BV7$4+:<7N#;O^[K&DVP9&&,L\72LI0K;)4AP^PCX=!

M@#%,SE4Y.1V0[0=K+5DP1RFCU&NA&G5S:MBI6NLOKWG,[?JY+&1/@;IF:/7 MGU_^US?]; ^C?U3P>Z[^_<&!K;YOOX'A-%E?XO/Y?*

0%UN\-1VG^S5^_7_4G_U%9,EU\<6S]NY ^6X%<\++@:I\=GYQ] M9\)IBXD[D\9V.]X.=7G!9RU+2N670+D,PX>8Z/;.\'J&>P)B(QDDP,ZI_IR*

*M=5V[3Z4W4Q"]18D_HE")H#W,A;(7ZYT3;W. _<"P$!5DK@'P)!?4*;A0&0/3F M@#]850[GH:6P.P3?O4',(0A6O>([O#KV1V% %.]E**R2?-+-VY'\UN$*Y!6]*

MQR#U#U!$P]5T-AW29>WI'P-;(N-PM@@!JO5(_[(T2K"L(HW5P73L",?446-*YJ%078MS-X%A(L+6Z!Y M_"B\/='6=7:Z'2GLYFZU?1?3*2*-*

*QPIL#MAI1<6CPRI9)<;*9.?12*7;<$ MJQGLU^ECE'M'I##R@)1S"^);JEA2P2(5":7E)- X9J-BUM9%<&686)+M->#R M9>3Q_CV=U3,GT4&53$UG:*

*(EL([<]JQ4?K(^MQ-3P"W5M6ZL3D")SXKR&-). M(ZVVPSZVZ@AGDJVGT+"# 5G1*M,81&D>$Y]A=Q# #JC7#&,$1F@9=DE:,]M3 MF0I@B3 <7BPEB-*

*\##:VC1WZ\,WJ<@FQBM0?LT[@^YWBOR@O&'Y M.B@Z#!_,'G2/$ZL[HA,>]KWB.:U1-?A.5)7*CPU I5#M*0'IX+>=LB=.EQ[V ML>-1.J%[A*

8"D%X,ULWM..NH8&>809#]BO7[9I25@'6 I$:!@EDFK>8V2 MI?W0L%S.Q"A#K-^?% G/K4QF:08RSR=_:!67^IHJH$V-ZHZ'*

*M0_]9P^4X'&@TU*D+B)H].ZSJ%73&K-3/H%L0\LM6]DO@4/[07E(/ RLVRL\D MG:@"K"@_\PEX]Z__O#N//#!\UGOT!V5,-;TA?BMD^]ZN=#@-*

*]E(3.IT;0[C6 MX)3)N*S3!;%_PEK'E_A34-5S?)A9$B\C4PR%"E4 Z,$\8#\]YZ S4]3H1MFIKFLM)U>QM%>9*PKI]UK?9]M1*

MCDDRCDTWAH@&>4U\1LI M-(L7+[38=IQPB-1!IV%00)Q6*;+O&(*U]&S;M) M-"@;;>@PZHMJ7*9S7P;LEF"3C/D[]P2MH8;\FO&F= ->X?1*

*M[49]99\P3VW'+6T!R;-L RW%@)E$1K0X!GMUV'%BW4WIV(%@S0Y4OI T20FY MYY@*%*N.2E&GA-,W&UV/QH*$!)N5/PG*BO2\FY)0-YN-*

0ET+F.A<]9/(%% MD.:LZT2+:KJX"0./BVP5/:$Z" B5Z@ ,8M15)6_4G2(FO2^_Z_P%GYQZBR3*

M(5,,=,F$B0Z=N26YD/&*BF!ZG"DX/33:NW/%3,/]C!^.!A.>##S)5F2$?,5+ MH<";N?8@/#9%A+>1M^WK!3:L%QCLZP6T7N!D7R_PT")-)6&HRXI<%>

*;!L>B M'!\;?;@=(L*M&_5R2_S=N27._5OBC91>;!QE6198T'%&8+HZD-=ZQG,W:C4'IB+(J_I[!S1)P3LU'(IO*_>8M])'I;'@B7&\4\RO?*

*6RY)+9#3&*2"Z&4[9DCJSG1/_;@P^'!4"C_.S%\GX M*B^RXG+)0;=(8F_:%Q6TH$O'_U>#N6^M@GF!(16\ =T_N04GR -*

<<;WPZN;0&*PC3IO+*]YM(&UKKJ;7:H=%OY]#HF+ MR6FCXCNF,/A1 =-9Z=E)%MJ4QH*\$7(HH\ MMCDD5W$V=?6MISK)Y7:J2;!['*DM%>],*

*[']U)K].PISY%AM1]NYB0R6VW3&!N M&>3<*Y9)HM>-IE?\.R?LO'/H@G%W7<,X-!-O]^4ML$F_68\3;,VK)5&F8NZ M \GC?*

*ZQ<I(M<@T+B7O:*NC;8MM&AFB:*?]*I39#012K9YXE?+P"T_YNEH?"S5YOJ',!4>\]E$;P8$9 @/]!12 MS=Y%8MN <[%DI$(&"<#-*

P]Y.M,AX);)XG04$MH6HU :W!1X_P\@:/K H/54O MOR*D#PSZFY'D"SBV]KR5R25VN>--I$A!L$AON0\'T4,;W7J!'TZWG]-_ALU>N

M"MND4L'<]4:%)UOJY;98]G:[H0K,QO>D--_EU/SW4FS%5SN=2Z,9IS)C.=.O MF-EF!IXUH<9,^<9)P-E6(Z&@5'AB@KX4E:8$4+MAUS' M=ZH

*!\9HH|MP9TV8NT5_A_OHKT9_3_?1WX<6:8K^[D]\EUN;*2]45]8$BE_X MZ0H46_@S9Q[?^)E' L1A/PI,B@VS;MH# ,;16@=+3EFZ"8>VT*[GB>-RJ=*<4*

M1DAA#Y]E$^*TFVRA1>G>]J1%8R>>CRO0&'H3XW:=#CO:\K368]\(UJAN]B; M-:>=H%\63H7<-PE6UN'CLLEWHM@T%AC_5_?#,T2W'852.VX*

*M_\JN\7:'_?_:4Y?#Y+\]D]F_9H,U^S4]UM=>\6/',L\;GJ;;XF^^/^L?1Z>ALY4"Z7M$M*O<_M]H,G.>\'M>)K'QB G\/]_IW&OX?*

[G]\VH=GA=9Y7502>>X\3W?051OKITT7 M\6Y/DK4]I[^BHZ/1ANILTZ$\N65HG>SGM@![.5BM:C9>A#NKG2^YU=NO_7M9 M5)6

*JNG8UZWQIBO8N3ZCZ&C0<@1N>^*61M,ZM0\TCL>U*ITR_%7OR/N9Q^T? MO,=%W0_F:P[FOC7D^U9-WB-Q8_K#Z/AH M$)T-CK>['9L,!*

<[S\6ETVK9 'T@R7@ZBX^%Q=#9L^T6S2>_!X,HY/1(!J>?OD^[,AY/(J.3D^C_NF7'\@=_M60BP8$X.CZ/3_O 9JR:PG$Z>5CAOI>KZ"8-\1-

I0.$4[3WQ_7J(+,HI.C[|\-MEYZ^D+[\\SKKZ2_")R_831L^Z+/36\?#>XS [$/ZNX'\U2#NIUU^(]P8?:# M>1#^;]!W?7?*

*2_F%Z1*ES?/"=;2JC;HRM1S%'A]%AVP.X_QCF8TG5/IX5>;EA MGO9APKIM =]V<@P/!']Q:(-4Q-8W9@%O7/6A[)_8_D\"0Z.MH@\G_906'*

MO0UR(5L)YM%O4J3A7'P;'IS-'2<9/_!M>$:E>2LZZ6YM>'L0S7PV/(V.^IN< M_^>BF1_-BCQVS;Q*T-$N

**2FB=5E<*@8,MT=H1_5PTW=$9X<$^O(!N/)#[$= M M%2YN-2S/48@#Q,UM#OWIA1Z/HK/39Y_1?_;] 'LQ6&T%/NJR!E)%#7?]"\-_*

MJ.>3Z&SXG//7+T]'I]'I\,N+S79@"0Y/.L,QSVD)CH[NM<#]Z[BI9/,S6HMF M:1;Q[ULOO7]Y&)V>'D8GIX^A^A+ ME9/'POPD8.P8S$]0BJ)085;,+[")C'$.?

J8O;A.LC\>B<]W6>U8@/[X5LL(% M(9#=1IT6+ 8SD[E\,1:U1E%BD8$N7BS]*)>*."TBU=MV/.X.77!4.,>BZML M5"\/[J2,._3XJV?*

P#03C;KS7)V3!7)%+!Z/M\C0\0SIE"U%,Y&8,F8STiCB MPQ9Q?IDROQIR,'<.;FB)MUV6MTDZ(;!OPAIG@CP>@26WNW6+@BTQ;V_O'*Y"*

*MO+WX,G*E>SPV|[PBFYQ2'I+"C$9WH3"LX!@R]0V=N!>#WC$_30^2RX5#](XQ M.*X,XVDHWTF>]3EX])A4,8O7,79@DE*.NC.'?*

J!BP36(D>)AP|C>8P0$")3 M$N'=(TX^\C,2#2J1EA.E)C77"0X$'%H]_2F&)TU+SU$UE M4KG$C])4I'")6+ZK]>"[C!E.W082'9Q W+2WCSED?*

<5L$CNAL_ICP6A@D# M.S$#F]8.ZT$@0W-Y7)1PMKZHTDD:ETN=.]&._U\=ETA#"I_:DN9;JY\>Z,*^ M&QSXX1X.7.' S_9PX(_T=E-C?"-*

"L/TE[UIRMS,2>3=[ZY88_E/L'K FXB MQ/_NL+!:-#A]VQ%]Z*8!7"Y"9^.)8S!^4R+<4UE7.L)(^DR#HCC!8?*

*N6@=B8+5WS,"0WEIK',O%8ZIQ=E58^M.OH M6';WI+YW*Q\<+W*%LQ:LIB)7VZC[=!Z%=SZ8EL/2.YA@BJ.!M=H=99M3!^.5*

*MIAMJ&9UQY#S88V5/PO-L452@O2] !R&M45I5-9NL_XQS.(=+T5MD+N9-T_#, MC$;.W"JV&K4*39V]*3Q6,L,4EAIMVS)Q+%DR';DT-%A?*

&DK6]F6>_K&QO6WL M_8A\ ?MG4K-F8L;&1F>(9A?.QU?D9J?>_/+L_>W]X2. M"+FU%LARQ4Y>2T\'HJ?!%R1+G(2B-L-.*

E)V0=Y!QRXWGL"3BGVH!A7=^2G^ M/?Q!L\!/CQADA:)T0UR60BIWZC,,?68Q#1K"-CK&8N&[1,!"-8J,3D)C'88$ M,CU-

A"C55H9X+K6E3V5V9B_L",H6:7F1>?@S6U@G^E,NTM;/Z7=O8?\YA>T MW+JY;\RN$'GJGO9F3WNS)H>]F[0W[=.Q9[WYHI79D]!L_+SWI#=?

A8)E$)T. MAM'@Z&XL)MW"LJ>]>9)KOO;!>^*;!Z@[.AJ<1/W!EQ<$[DC=T:,OCMU+PM.M MC[U7\IO#LU$T.'PLW=/I9O]*

*<:W*GOQF/YA'/I@[^V8[,A'!Z>1,>#QT)^,SP>1OWA!@!X]V-@;$)^\T#6YVTD M-]NRTDF1<55IWDTF@VK\$FH&X5A9MM#Q_)!0>? M?*

9@83D6_$RWQN2W$R5^_$D^_;?W>T>&VBB:QN[1X)!$)+$^__^7P83MR:@>'_MT=GI#IKQSN>X4J&30T/ZJAIIU,:H?R16U>/-*

RNP'\R0&\W639WOZN_U@'D8Z MM\,O]C T3-#&/71!HG79T/#]&A69'LT3(^1_NYX.(KZ;8S6!UCVH]/#]'_6 M\@L?0@",,).]0?9_^Y2 9YN*

*53\V0K!'RGPW>3&1X8]&Y3Z;%7E8E;OGM;M-_M3LZBD]'P$N*O';#=ISBH=+#6^=U^XHL&'OFNSWSW5H1?GP5#AZD4G-H3RZN M"*

(;DZ=FS)T!X]C4<>S'8V=J%G5)7+X=1__X.FL;>\|I%S2(^B?#Z/3T6=<9 MG1T?18,_4;ZR TMP>M9KM3H\:)7"PW';#<\BI$,\/7X,@<+!.H3/>4&+53W*

*M$"N,#H>@,3;IY]I^T\=HDYZE1W:1[B#]W6!X$@U.GSVUT+.W^_=R\!_'\^=_MW@XNZ^%H&!V?_@GNWB>]_*L-A,>^*

%_5C0$#_NPP.AW]"2/VZ;_"V=%7+#*5^ M@OQV=V*),=]SQ A+S*B_9XG9$S'27!^(B#%'4-P_R\,XZ)W>D8=1N R%6&T] M\G\#?"

*(PO(WMKPT3VYOE5%,>=6"'7L],<D3O1%'3P278&E*T=0P+S+\DK6,T MM%0V$1X4UG0M+7+L:1'GO,7U)%T0 4J67.*R3!/GH^]*

{]ZS_OSF_CL'%Y:JI%,0;,!@4AP%V&V;)2U%+JM?R3D4LI M_T_S%5I6@$&>P0Y/E.?RMH>A; 0>=9'S=!9)A^>G0654)N,DO<9;X[G01>ZY

M]>ZN)/\[%#5:]X"%9]9SA]8(V7VT.:U]E:)?!-M#Y;S"V^1&3QOY9XZVA6$!2PNT$@%J=`"%9Z4^^:-A&>,_MXE,^C'.UFX#1?*_M$D'9RPDOD&Z?*

*9N20.SLFA"*AK.'5"HE6BBC8?OX?E^98>-?RYLL[7GWHO%E\ M&KDUZ7DEW:)TU36YU|@]<=[Z],7Y]PC"(;R^OZ[-76!#4794%ET1F(3;*?RM*

MC&&$X?FOYSN[K'N^S[5\GXZH?2'=YZ#7_]ITGR_35VN,_$X&Q[OR>E?S'3#N+/Q/4M;A+W#=>E&J&:\EO(_9=E#X8WX2G_=S.O%NK"-

*M'<%FK*R_19SJ._"^(]65;N6ME/6-[@]LH:/:E?ODXRY!*6&E32Y3@LPZ$0Z MUKIU3U\Y[5DS;V/-Q_J#!FWF1O;0X.01A3.X5E#EV!$A5U C&)K*

*M;,;Q!SG:'9!"ABT#8Z_";Q3CE&X%X[RJP8&DW%D,VG_B!)+"+*YS#!LYT,IB MTK2C39R"&V-T?0>B*ZM. 7)ENH\^F,9@C2V_7?]PWPBXBAVG*

RW81Z9@LG):C=&R_&4KH M)!Z/ZUG-!LSJ;YX>]_KJD?3"NT;,O(G553L'=>:DE] V@GG3$G;=^U[P#D8] MF7 $",V,-P?*

*DS&_<]3Q2ALBQ>=>Q'#XQFQ=M3/*7OP9GHY13,N :\%3"&@0W@^_"6_*PAI_3/Q(.<($&@POF;9K#>W&- M?*

*42ZDR@Z6;I'@S-MB]*7-32KI4W1,941HYUOX29=%#O"2BTQ'+>H^"K%P/P,B\JKQC4J:QPTUG>6-M)-M>=WLGH4]!:0I*QX]9&LYKD&0B?&59SQ?C>\RS/69:Q./AOOA#BS].]\4? MCU2DN=;7UEMVF+M.,"7HLMHTC-4*KGA1%>FE\ANHU'%"X#.,"UH&'2Q?5KAH*

M*:N=H+JC;GJ2>VKCZH3,I'BYZFDQA3W^:+J*F",9K[L9Z77-`1NK>`N0%/3?`MH],5C7-M&N_U[MN^+76'VE(QCH.%QY4U$N[DF[CNG!H7\-X:Y9JJ51%F%[E*`ME3T)W:8H+(MEG%DO8!?V4.`T?#4.M`#[M310R4\)E.J;&&;@:`M39@G2\&%4U)3%IF+X(1EMU)+P'@6]6),274'-LM.`M$5.LO7.3VYB7D.2V=G+DA8/BS073I'W;A3^4L[U#/6>`QKY#G2:I6=29N42"`MW!%B(Y-;^[M9T:>/6>:B#C^?NF##8RN(F:32EV9C9K,@3E.(*%YNT9$@$.`D=`MEM8>US[91#S?G$Y7*E$!T<90WISO-Z*4$U9FKVA>L8ULE3PS97RS7(L$-\+`M&`JW2K!:1+:B]8]O5Q>'&[TBH%?TPO=F/8^TBI<+#3$839.5+[D'BZ,FB*2'`M,(Y4V_ES##NE8-6C)KMZA'N-`JJ4)'%G.H;]08+L==84BM;RR:7E3MO^Z8O&`M_<\Z3Q0A9O-AA[<-NZNARQ3/^=I,>P!)J056J;DRR)Y`JT>_J.`MA'N$L!BQ(H[0LA9`0[A5$<^*VR7LK65"NJCAKM)Y0`M25U3,1<,F\!S%DN3Q`MM-1Q!VV)&#*T)L8OYER-1%$FY%L[!J6+"J2[83R*&#'FF(]D9<[-I=D(0`M-;FK0E#%<,2BX]R-CQV0+PSOT,;!`DT8X93YXF@%]:@.5L]H@]$Z9?_BLO2L`MJU9$RV!CX4,SA7-:%PLW8\EGP:^/#8S?J;:9=+IYF7$SH>Z\75*9W+BU42M0`MOEGLY_'T&M<+P*VH#&XMH4QD/3V3LE'X*RCHG-J?$C0LXIXAN7LD/KUVWD]`MT!3>H-!.W;LB@PVO>L%;+AE%%+N(`@A;0%VX9:1RL"L3-F#<)QM7P!W3VTML`M?(IF\Z59^+Y!335$1E+!SNJ6A^=BDMZI=&(`8$3&-U3]!+1%GQKZTXAF\7[OS^%KJNF:F:W;8NDGCV3KI)EN^.)VW)L=W_`/@0*<`621$D0'%K-YM8$G&(\0/YQ'T#@\V-RRUQ#T_4(5E`M*]$B(7W(=I0S9&ME#]EB9P?<=Q;/M_"O-(YHJH]"DP7NB>[ZG7.G.CH6HU`%`M$>T#)M:3W]HV;`.[B4-VQ$[7VS8$]R0ZBNY$T!{BBLRD.=`78>OUR##X`X37`M^!=HQUPC`-:L#V'E=]CZ+(0/\&OYPA?$1>&Z&SMSM'U&"&51]V^!-M9+"]\C`M1(]PW[+@N)B$B3:A'CZ];.XH07MG-.C,U-:GK:\XJPN9SR,5'GK@N<%&-TLX`M.G,<@"Z-0E,8)7MN,F@BVCZ@2<(KO[H(GSR#^AS*;Q*QY@'V10KP)K+0!^G'`M77#Q?6@=D<*R*V<.52@0CNBHA/N&_XU@3[_FSSV*LOY#H,W//:.!A;3V%?H'`MJ&Y.4*"`XS`M.GBK8LZ'7-6HR!0UQ=LXI*/DG)*HTY\Y/6F>=5T4]\1@+@AP]%3WN*X;[X(`M4=HPM:4>14SW72]JY!8)1`BE1,V6PU=S<=0OS+<3^O=IV4K^!]_"1:?V9M^%W[N]L_CA\4=N7'Z^'3Y*2#0C1`AC&7[[`ME401:QAA)!H,'44/Q%&8W\,Z0^SV+.YJ$7D>;M.'KG""2":`0F/3ML*>UJ$8M81\708!!Y..G4_CN#Z533%'ML;4.L%34,A_`{@D>%79`.B1S':";"+!$VPQ0`MS@;F!L'">)[M89K)XG(/OH.CT"5N^A$8Z[>)LG.`XGEA&'*IEYHO2EFCSHD)"9"O$";X2Q173S*\%W76CLPGSM`MH-I]^.T7J.EA\!S@)CL]X].=38.QD>%8<:P^B)GQX=S6T@2.`[5Y=^,,9ZCB&SS@JEN'8:\,8/0`+8I.ZGJQI-+G$C['#,TMT7$&`LKX(`MIV3'#B_O,6ADKN/_]M?;07Y)%J1E2SP^+%UH_Q&[]7@WB=$@L,;YO!>Y%#;`MUC`X@6=RD:U\+O*H:!?92N4B\45&&-.$1;]!8\&@9?(*G3^AUH3]"^([%8MP`M##PR`D]7^N!GS_AW(FA+*#T@$`L6X6=1/YU-XC$\Z<],"_Y5.\(C[-7%8?6#`MJ!O,87<>:WJ3E+1-OYRCN.9_H'5?_O!&KV8,)MF6X_(Z)$HM`3[Z:.#OHP<5=>2#]3P"3X=F.YW>,CR0"`M_TTU@^D-T'IJ:-[9"H07X)M*4#\X@M83X:K![X,3;?":,(XQ5QH2,(#EN9V@E`MY,'O$C2V/"0M>Y`-],8![Y[WA;NV5C[<'IR:M7&P[8&WYALD73EU[@*,)2+=#\ER_'Q7/((IZR@>Q8G`M2&'V.[)M=%L$EXG=YR3RF6,(`E0U=*,1SN'+N:.433!"43N*(E\TIPRU:O.O`M+E2_<33K@G3.0&ME&=XB`MJK,*G4O4S2TXD?DZZ=MXNCWJ*(A(%QW.>LTR4I!LE*OW20K`M[2O2^!.^;R5C],B=CR>CZW`8S&*+C^CS\E;DICXT-]W!B8\7NIV'RL(W5K%5\&E4M!N)"*4(CMM^W675`W0I>=4L8%LG[=MYL)QD;SPHTQXKIZT+@"?&M[XN<5F+`MJ4,I*DF5*C6Y;^S,K666=E3)^,9;@C(L4U`ZIZTOR*(\],\`VMH+W=\@@0]=`M-]09Q;Q%5T'+I:%K>-Z0"&(AM\L4B^YI:X+/G]/IF7>`MPJ.PC?L6E.AK]^#YYV--;A^W_$WX^5A_=3\^ZZ]@>O*L&@XX;IGP(//S,=`F`M'Z&!03/DI?935QK9]J.],`WIE:'.CC$+]=?5B=23E5XABZ59]<`BM493"T8;`ME-4&A;_7FTL-?6O^TUEBO4]9_YM3M2^3AFQP1;>!*T*X0FK@BC)\GE2FS^N=`MMBY?Y_J37>,>?D'S=@,[ZFE>9OJ#W^8M8H20_R-.,*)N-',J>H/EEL"(C,4`M$-.^*8/FX_/V7Z_/KQ],U[<7E!V4(1!AV.;(1O6E9#;MBO;@B?X"3,1<,.(?A`MOQTC_9^IZ[CP,9MFEX%=&ZL)G(LFXU$#:CX_@5\>Y0_^/-Q-]K871[S#6X6`MEAR)+&1\TO+3&MJ#9V`CG^=K0ZS_&.KNE8-ON\]Q$II_%/QN@=5OW5JGVV^3`MBH\;TO[QKA"D?L6N5/0K7H"HQ+/B5Z3%:RU.Z?M=MM29:48;LM*VU%&LC],Z!*_;]2Z8!7Y43Z?T^&!UY0NOIW%U$`MONL$/OL$"@1J=_(QC"N//XT1(W`6&;X)',$8=.JGX.#A1,G>5HH?XZ7;*UKW`MR^)=XN#D5[X(4DXEO@C:YF!VO62D=8JP6C>$VC96C=L*\.NKW46#,Q.X.JO`M16A=-/=7EAK%$U7Q*$P4R"=V!-7.3GL@=08RU,ZV+'6[/?@)`P7=W/6';1\;`M#15/0VEK@T2BB>$H:SW97\&EB9D^P]JJ.t$%;>5`M_K"Q5=`M^KXOJ']\![C69]HZ7Z,)9]$Z!O6SC?85B34(%*0RT:Y.>D/%F79UVKUV3^EB`M#]@>ROT^\H`=T@/BU&&&H0M-%A4I&N40]&_/6+(B7K-W9RG#LU=`MB7J>@DHF<###8[K>[P;V9W.N^Y:RH>.!5;/;:*.JA\03<%U1.'>\;C'[FC\38`MODF3AAS?I+7XHH@_KQ>[2VMSYOH4Z53ZK^PX!](&61GV_0LLB25*L,D+BW6[`MO+-U&W7$-EJ7KWAZ]0fT)JBO*VH^%G1`PU2[5@O5:`I4D13V1.O]4_^7K)OY3`M=QK\R<-3%?S+L[#X&#Y8FZ-Q8*V1AIMV2T.E@Z=*J'[-5Z+3VD/0`4QIR]$]`MG&H_J29P3B:0!EAC8H(GR=`DG!8%L]#85.DC.'=#4.#`@2>N!$J>`OHBY&`MC\BQS;<'E0>OKZ\4R2'[1Y=)!MQY,'^RM#^`M%B"P/!O@1F"%L9]26SJ]OGW(()"%+7UM&JBKR>_G]S>M:]/QYRAD@$_&@S<%";;2#K2$8CVXXY/U8`M-5`#<>PJ;G3SSR?5`9B*1AHJMA47EU<-9-O1&7DHW'S>B<0V&X49^`M$3.!@X;K=48C5*-1J<*41CC(1.XO=(UVA#4ZG<%4'&Z`M"H^V!FC]T^^!YOI==GS)P71@Z?%;])MHO+,_;37L3`&E^U\UEY(SW&HF;#]3`M24\=1KUN4C0A2S3$.?ZT2V.H#9..8GL>/*VMF\=GGRA_QY.UDL\QP+-.),Z3`MT+XWQ('!7$BD9-,CU$H9S5%(]@P6-29RULA4.3)5E5!YMJD[YZ?V8NPNZK)33L._A^O/MZ/'K_>5#F=WZX,+A-I38/_(N=NWA`MCX?_R]-MX'=UC`J7H_D;]*MH_X=H?@=*%M6_-870Z1FUW^:\A%GRMD^I;2N\?.0Z6`M3(Z5[,O8QTV7'$\I)4)HCT983?*QP<(H/G/.6O>]L9RC:PZH_LX^7$Y[]B_<`M5>"&22=_&F+N*7_$/R@]_!AVU]T1K#ISR360^^:V3ZPH4QI)_+Z#(<1.]A`M^>_QKU*8)YRJ%;?H^?KC>WT3RU;<7U4H"VKKRVGK`DQ5Y^]R=+>P5Q"<_*11`M(3)3!'N;F%W9S&I$@*`J;99GXM'+[Y]9Q/FV3EVO"U]M!RY#HZ&G5-?C.W8Z`M1*FL)_$3(M4#IP.WV[B7U/ZQ<9E-7Z>Q=21)UB"R!*WCW^4LS_D$@#`M&L)MJ-!8F##.]^>SS($*6?&IU3K"_Z5/I\,_PM^Z\KVIQ.FA[?(_OP5_]O0`M`FGN23NOB[1`/%;R]3\D87"\#2H^\_QG.EQZ]71`M/YJZ\?.Q:WO@^`RNO6/Q+KFX%"Z.TA0_/GA/47/KJ`:H1@^FU-\#`]7[W*$1`M\N/4).TBJD.2)>KHR\TG9YM/86BQT/%S=&9G3L84M/X#N`#@[UW]_`M=85ZI1W[VZO_@@6J(6]O?8G2XY5VU[#]4<+Y`!'KFOK3QV-O8UU)(A<>;"J\[T\2OI*M!9(`]*#ONCL?`M>P[T)<"^2633Q%?'`>>"<'T47W=4S@D"A^&')!%V2V)L*QCRW$GSP%U:6Q7`M]KV0)-.+TMY4WE[TLVTYSIUM/>LI-"_'6Q+&L,@%VY0%"?MWO8!.TD;V;_(.`MSQ>J.=.AN4$2Y3K7YM3/+@,&//-(WG[;%G3%]TP6`@;82*K))#&,L);5DD@`MC<6$60T7VQ!Z`X6,B665"-/*:G$::P@#RFIQRK;+A)7$XRJQ&&R6\]AR)TB`MLLBS]S)A,EE20-L"PGSN14".'2#,*49,@.,&AX`+\%1$K$T3/IFTK&S6IFT\`M830_J[KI(%D'SL2\?$4QK:<[<]U:4DNP`0MK$(.G+(03]Q\KF"DH>#R$$82*RF:IK5($59E?WV%;A@+6I#RA@IA!_VU8'0;M1TQ`9SE&\`CY\2"VO+!OHL^"XKZT?;=5T`M_.*3T11=YR.!3'.JR+51A.7D@E+:.GG83&CS&V0K7YIV?3QVP~)DZ#-.$",/`MH_1*IX("*BE$>(D/ZW/+0!D6/HP!N>:.'N7>6C3F4`#)N<2FO:UL&FI,5>LE]`MP1;.AA'!*";UVG$\,+WP;$0@L'5K^@!#$N"@%CZVKKD!_#!Z4>TI/H[%2'/P`M_/`+A3\0R%,<87T4?:O0UCNC:HYC]9H.L5U1ZIQI^K3:W.L+G57-3"QYZH#`MIDB3H7!B;<0D3["G@R\"[<2!9Z(`8*]T#?@O>0\T;^97.NUQ&6G;W2\@CBO`M0U'$#N%GQ'F='N5U"`+\ESNOT*:]#.#=Q7F=`>1WBA"',Z]L&W%0R1IZ^"N-`MS"DU$+D%\'B3*AK)8<8(!\PI[32;17AD3FFG7/%UZ`PJB>/&&Z%I@&3XAQ%GC]-(=D/8[?!$(,7:`M=;L\$4@Q:=T>3P32[%:?)P)IQFG$8%"S3DB$";F>D1K@D;M8U-9'.4[!$^`MI>A%*>;@1SB#HA>E]'B/.%85O2A%;7O$X:?H12E'YO!*EX49IZ]8B#1-&+`MTJ273PBN0]/NM!@;ZZ]FI+BYWILK1]C0M%E*8Y:7K\#6=`=,&;FB?B97Q(PRBN\9`M9/(]S"BCV/!!)F?#C#**T1YD\B[,**-8Z4$F=**,JJU&V3R'\SVC&(U!N+>`M@!],S8!P*^*\#LT^$A&37"18GS.C1+2/@U<5Z'8CZ'XF9'T"S;4)!K`M%IH9&PIRS4*S6<.]_5*HIURQ!_NG<%7$NT4XSHD/#FGM%,LZ5"0]`5:;#<4M)'V!:B-YNNVA&D*>;GMHUDY]MTNE,(=1D]H25R12;)?4EKDBD6*BI':YZ0,Y`M+)'4+C>!((?!D=K[7VKE,"-2>_]KK5S&@?`-A2]+57CBG%7XLE0E)LY#A2]+`M.;9(9#EWTHF]SAGVZ:!DI=`M_NFF^5:IQS_=5-/3YY[N/M5V#;BGFVY/DL>!)$VH)6Y$\IZA/M4]R.VR5J?I`MMBR5M3I-0V6YK-5I>B8K):U.U1:Y4]:[TV1>?LNF^T5T4$?),J!-L66;_GA.`MU%\GW@N+*-%FY4/EMVPZ1W13]>PMF\X1W50-?'W---M0!*FWNZ`MJ?:$[";P'DX`"5ZA1O.6B8(#$[=(3;/[O>O3J<:#[#E0,9$T2T%V)JB8`M2)I9(]L25$PDS08HF=+62B'2DEHG*9E2UM@32;=*F=+5V!-);>B5NH]!I28H`MZ9?B5"3;.CY:L5,3&TO3:5=#"\V@=*1J:*'9C8Y<"2U4S>LHU>P+S<=S7:R?`M1QFY+M??]4*TFP&R8%^@%Z*:*)Y3U7+9.9Z3U7(92Y[3U?)8.;() ,MV0WG,`M%EGJ7R6%U#WD)M,LU_YRDVN6QP=TN4FXRR/;^IR`MDW.6)U+N$IZ54^KI%C-Y+DSC0_?O;)C#-O:,_-%)LX([B3\Z:?:N)_-')\VR`M]13^Z*39L%Z'.SJIUJK7Y8Y.JET]H'-#+C/#/,6-;C68I[C1C0#S%#>]3I,]`M$@I?EG9B)#L>%+TL5>/(_@6%+TN;]$#I1H#/6A//=5S51/ETJ9.F7]}4MGM37!QD:2#\!%OM$79I^!5/Y/@YH8DQ>Q3#8)_K2]`N6ZO>)*OQD>P`6^T0=`M(D)'D*K?)YH3>*,E0/7$TES'&UT""B=V2%.703)D9I?@-:0*85GI94.:21UT`MRUJ=%CT,>F6M3@LB!_VR5J?%DH-!6:M3K4E9J,1#VN%O6%8J[9!FG(9EI=(.`M:7DDP!)2.:FVCBS/%N<6B&H^R9IM@5Z(.O1-X+MNJDEJ!L%>B&:Y29+O@5Z`M(9HS&`I\UTVW\`+?==/,MMPF3B]/-E`=SUYO1@N/-$B"#O,M3B]:*`'BVDDN=9@RB9VSV2OJXE5U>-]-+E6-M*L//=Y)+53]Z@UT.R*4.=R8GBS/HAKJ+,)]4D@/'*R",YCO)0>05$$9S<^2`M\@H(H\6_Y/3R"@BCF19RM'D%A-&,"#GKO`+"J.8B;4E;,4G4^2Q'J9-Y<^XCMMYA(GATGH["+\C8T`I\698OR-C2O0%9OB_(V-%="EGF+\C8T_T/6@XOR-C2G`M11:.B_(V-`M-5I@7!$[EL["$WRV+&]J%)#QL6=304^5RTGU9U-L%#G7OBQJ`M:!:&'$M?%C4T"T%.E2^+&]J&DT/ALP%E>?28+`8O=DV:MI+UVL6N2=-)LJ2Z`MV#*5ID0Y9]5SLFE3]VA._SZ5%>X+W.]:4.;I"\>]EEC2%Z\LV7(GN30=)\MX`M&>T5=7$Z",3#7M'TARR[Y89!.$XY3VXJF[CF*GH<`M>*&W30I5SONU>#6:O]X:^RWJJ%<=(YZ71Y?C1:WYRCQY'5:,$8Z1U4PCZ]&`M,^@Y"HEY?#6.\2>'LZ=YNR#=V0?+|]Y#H)IN.`M5BJV39H5(&ONBUV3TF5 )LOBV=PCTA?G]LZJ0[,K9($ZF[VB+\YM:0QMMJQ,`MEHIS0RXM4"`+P3DAER(*"EGDC1OCCAP'FHO%4M5M=(H<0_F;%3#UA$H!89$WMZTZ>;RQS=]OP!J3!$^SY^\"=Y86/+9.GO<.3"B>4"'+NS]:UO1%-XP-76DK`M#/.$O=BQS;<E0>OKZ\4R2'[1Y=)!MQY,'^RM#^%B"P/!O@1F"%L9]26SJ]OGW(()"%+7UM&JBKR>_G]S>M:]/QYRAD@$_&@S<%";;2#K2$8CVXXY/U8`M-5`#<>PJ;G3SSR?5`9B*1AHJMA47EU<-9-O1&7DHW'S>B<0V&X49^`M$3.!@X;K=48C5*-1J<*41CC(1.XO=(UVA#4ZG<%4'&Z`M"H^V!FC]T^^!YOI==GS)P71@Z?%;])MHO+,_;37L3`&E^U\UEY(SW&HF;#]3`M24\=1KUN4C0A2S3$.?ZT2V.H#9..8GL>/*VMF\=GGRA_QY.UDL\QP+-.),Z3`MT+XWQ('!7$BD9-,CU$H9S5%(]@P6-29RULA4.3)5E5!YMJD[YZ?V8NPNZK)33L._A^O/MZ/'K_>5#F=WZX,+A-I38/_(N=NWA`MCX?_R]-MX'=UC`J7H_D;]*MH_X=H?@=*%M6_-870Z1FUW^:\A%GRMD^I;2N\?.0Z6`M3(Z5[,O8QTV7'$\I)4)HCT983?*QP<(H/G/.6O>]L9RC:PZH_LX^7$Y[]B_<`M5>"&22=\_&F+N*7_$/R@]_!AVU]T1K#ISR360^^:V3ZPH4QI)_+Z#(<1.]A`M^>_QKU*8)YRJ%;?H^?KC>WT3RU;<7U4H"VKKRVGK`DQ5Y^]R=+>P5Q"<_*11`M(3)3!'N;F%W9S&I$@*`J;99GXM'+[Y]9Q/FV3EVO"U]M!RY#HZ&G5-?C.W8Z`M1*FL)_$3(M4#IP.WV[B7U/ZQ<9E-7Z>Q=21)UB"R!*WCW^4LS_D$@#`M&L)MJ-!8F##.]^>SS($*6?&IU3K"_Z5/I\,_PM^Z\KVIQ.FA[?(_OP5_]O0`M`FGN23NOB[1`/%;R]3\D87"\#2H^_QG.EQZ]71`M/YJZ\?.Q:WO@^`RNO6/Q+KFX%"Z.TA0_/GA/47/KJ`:H1@^FU-\#`]7[W*$1`M\N/4).TBJD.2)>KHR\TG9YM/86BQT/%S=&9G3L84M/X#N`#@[UW]_`M=85ZI1W[VZO_@@6J(6]O?8G2XY5VU[#]4<+Y`!'KFOK3QV-O8UU)(A<>;"J\[T\2OI*M!9(`]*#ONCL?`M>P[T)<"^2633Q%?'`>>"<'T47W=4S@D"A^&')!%V2V)L*QCRW$GSP%U:6Q7`M]KV0)-.+TMY4WE[TLVTYSIUM/>LI-"_'6Q+&L,@%VY0%"?MWO8!.TD;V;_(.`MSQ>J.=.AN4$2Y3K7YM3/+@,&//-(WG[;%G3%]TP6`@;82*K))#&,L);5DD@`MC<6$60T7VQ!Z`X6,B665"-/*:G$::P@#RFIQRK;+A)7$XRJQ&&R6\]AR)TB`MLLBS]S)A,EE20-L"PGSN14".'2#,*49,@.,&AX`+\%1$K$T3/IFTK&S6IFT\`M830_J[KI(%D'SL2\?$4QK:<[<]U:4DNP`0MK$(.G+(03]Q\KF"DH>#R$$82*RF:IK5($59E?WV%;A@+6I#RA@IA!_VU8'0;M1TQ`9SE&\`CY\2"VO+!OHL^"XKZT?;=5T`M_.*3T11=YR.!3'.JR+51A.7D@E+:.GG83&CS&V0K7YIV?3QVP~)DZ#-.$",/`MH_1*IX("*BE$>(D/ZW/+0!D6/HP!N>:.'N7>6C3F4`#)N<2FO:UL&FI,5>LE]`MP1;.AA'!*";UVG$\,+WP;$0@L'5K^@!#$N"@%CZVKKD!_#!Z4>TI/H[%2'/P`M_/`+A3\0R%,<87T4?:O0UCNC:HYC]9H.L5U1ZIQI^K3:W.L+G57-3"QYZH#`MIDB3H7!B;<0D3["G@R\"[<2!9Z(`8*]T#?@O>0\T;^97.NUQ&6G;W2\@CBO`M0U'$#N%GQ'F='N5U"`+\ESNOT*:]#.#=Q7F=`>1WBA"',Z]L&W%0R1IZ^"N-`MS"DU$+D%\'B3*AK)8<8(!\PI[32;17AD3FFG7/%UZ`PJB>/&&Z%I@&3XAQ%GC]-(=D/8[?!$(,7:`M=;L\$4@Q:=T>3P32[%:?)P)IQFG$8%"S3DB$";F>D1K@D;M8U-9'.4[!$^`MI>A%*>;@1SB#HA>E]'B/.%85O2A%;7O$X:?H12E'YO!*EX49IZ]8B#1-&+`MTJ273PBN0]/NM!@;ZZ]FI+BYWILK1]C0M%E*8Y:7K\#6=`=,&;FB?B97Q(PRBN\9`M9/(]S"BCV/!!)F?#C#**T1YD\B[,**-8Z4$F=**,JJU&V3R'\SVC&(U!N+>`M@!],S8!P*^*\#LT^$A&37"18GS.C1+2/@U<5Z'8CZ'XF9'T"S;4)!K`M%IH9&PIRS4*S6<.]_5*HIURQ!_NG<%7$NT4XSHD/#FGM%,LZ5"0]`5:;#<4M)'V!:B-YNNVA&D*>;GMHUDY]MTNE,(=1D]H25R12;)?4EKDBD6*BI':YZ0,Y`M+)'4+C>!((?!D=K[7VKE,"-2>_]KK5S&@?`-A2]+57CBG%7XLE0E)LY#A2]+`M.;9(9#EWTHF]SAGVZ:!DI=`M_NFF^5:IQS_=5-/3YY[N/M5V#;BGFVY/DL>!)$VH)6Y$\IZA/M4]R.VR5J?I`MMBR5M3I-0V6YK-5I>B8K):U.U1:Y4]:[TV1>?LNF^T5T4$?),J!-L66;_GA.`MU%\GW@N+*-%FY4/EMVPZ1W13]>PMF\X1W50-?'W---M0!*FWNZ`MJ?:$[";P'DX`"5ZA1O.6B8(#$[=(3;/[O>O3J<:#[#E0,9$T2T%V)JB8`M2)I9(]L25$PDS08HF=+62B'2DEHG*9E2UM@32;=*F=+5V!-);>B5NH]!I28H`MZ9?B5"3;.CY:L5,3&TO3:5=#"\V@=*1J:*'9C8Y<"2U4S>LHU>P+S<=S7:R?`M1QFY+M??]4*TFP&R8%^@%Z*:*)Y3U7+9.9Z3U7(92Y[3U?)8.;() ,MV0WG,`M%EGJ7R6%U#WD)M,LU_YRDVN6QP=TN4FXRR/;^IR`MDW.6)U+N$IZ54^KI%C-Y+DSC0_?O;)C#-O:,_-%)LX([B3\Z:?:N)_-')\VR`M]13^Z*39L%Z'.SJIUJK7Y8Y.JET]H'-#+C/#/,6-;C68I[C1C0#S%#>]3I,]`M$@I?EG9B)#L>%+TL5>/(_@6%+TN;]$#I1H#/6A//=5S51/ETJ9.F7]}4MGM37!QD:2#\!%OM$79I^!5/Y/@YH8DQ>Q3#8)_K2]`N6ZO>)*OQD>P`6^T0=`M(D)'D*K?)YH3>*,E0/7$TES'&UT""B=V2%.703)D9I?@-:0*85GI94.:21UT`MRUJ=%CT,>F6M3@LB!_VR5J?%DH-!6:M3K4E9J,1#VN%O6%8J[9!FG(9EI=(.`M:7DDP!)2.:FVCBS/%N<6B&H^R9IM@5Z(.O1-X+MNJDEJ!L%>B&:Y29+O@5Z`M(9HS&`I\UTVW\`+?==/,MMPF3B]/-E`=SUYO1@N/-$B"#O,M3B]:*`'BVDDN=9@RB9VSV2OJXE5U>-]-+E6-M*L//=Y)+53]Z@UT.R*4.=R8GBS/HAKJ+,)]4D@/'*R",YCO)0>05$$9S<^2`M\@H(H\6_Y/3R"@BCF19RM'D%A-&,"#GKO`+"J.8B;4E;,4G4^2Q'J9-Y<^XCMMYA(GATGH["+\C8T`I\698OR-C2O0%9OB_(V-%="EGF+\C8T_T/6@XOR-C2G`M11:.B_(V-`M-5I@7!$[EL["$WRV+&]J%)#QL6=304^5RTGU9U-L%#G7OBQJ`M:!:&'$M?%C4T"T%.E2^+&]J&DT/ALP%E>?28+`8O=DV:MI+UVL6N2=-)LJ2Z`MV#*5ID0Y9]5SLFE3]VA._SZ5%>X+W.]:4.;I"\>]EEC2%Z\LV7(GN30=)\MX`M&>T5=7$Z",3#7M'TARR[Y89!.$XY3VXJF[CF*GH<`M>*&W30I5SONU>#6:O]X:^RWJJ%<=(YZ71Y?C1:WYRCQY'5:,$8Z1U4PCZ]&`M,^@Y"HEY?#6.\2>'LZ=YNR#=V0?+|]Y#H)IN.`M5BJV39H5(&ONBUV3TF5 )LOBV=PCTA?G]LZJ0[,K9($ZF[VB+\YM:0QMMJQ,`MEHIS0RXM4"`+P3DAER(*"EGDC1OCCAP'FHO%4M5M=(H<0_F;%3#UA$H!89$WMZTZ>;RQS=]OP!J3!$^SY^\"=Y86/+9.GO<.3"B>4"'+NS]:UO1%-XP-76DK`M#/.$O=BQS;<E0>OKZ\4R2'[1Y=)!MQY,'^RM#^%B"P/!O@1F"%L9]26SJ]OGW(()"%+7UM&JBKR>_G]S>M:]/QYRAD@$_&@S<%";;2#K2$8CVXXY/U8`M-5`#<>PJ;G3SSR?5`9B*1AHJMA47EU<-9-O1&7DHW'S>B<0V&X49^`M$3.!@X;K=48C5*-1J<*41CC(1.XO=(UVA#4ZG<%4'&Z`M"H^V!FC]T^^!YOI==GS)P71@Z?%;])MHO+,_;37L3`&E^U\UEY(SW&HF;#]3`M24\=1KUN4C0A2S3$.?ZT2V.H#9..8GL>/*VMF\=GGRA_QY.UDL\QP+-.),Z3`MT+XWQ('!7$BD9-,CU$H9S5%(]@P6-29RULA4.3)5E5!YMJD[YZ?V8NPNZK)33L._A^O/MZ/'K_>5#F=WZX,+A-I38/_(N=NWA`MCX?_R]-MX'=UC`J7H_D;]*MH_X=H?@=*%M6_-870Z1FUW^:\A%GRMD^I;2N\?.0Z6`M3(Z5[,O8QTV7'$\I)4)HCT983?*QP<(H/G/.6O>]L9RC:PZH_LX^7$Y[]B_<`M5>"&22=\_&F+N*7_$/R@]_!AVU]T1K#ISR360^^:V3ZPH4QI)_+Z#(<1.]A`M^>_QKU*8)YRJ%;?H^?KC>WT3RU;<7U4H"VKKRVGK`DQ5Y^]R=+>P5Q"<_*11`M(3)3!'N;F%W9S&I$@*`J;99GXM'+[Y]9Q/FV3EVO"U]M!RY#HZ&G5-?C.W8Z`M1*FL)_$3(M4#IP.WV[B7U/ZQ<9E-7Z>Q=21)UB"R!*WCW^4LS_D$@#`M&L)MJ-!8F##.]^>SS($*6?&IU3K"_Z5/I\,_PM^Z\KVIQ.FA[?(_OP5_]O0`M`FGN23NOB[1`/%;R]3\D87"\#2H^_QG.EQZ]71`M/YJZ\?.Q:WO@^`RNO6/Q+KFX%"Z.TA0_/GA/47/KJ`:H1@^FU-\#`]7[W*$1`M\N/4).TBJD.2)>KHR\TG9YM/86BQT/%S=&9G3L84M/X#N`#@[UW]_`M=85ZI1W[VZO_@@6J(6]O?8G2XY5VU[#]4<+Y`!'KFOK3QV-O8UU)(A<>;"J\[T\2OI*M!9(`]*#ONCL?`M>P[T)<"^2633Q%?'`>>"<'T47W=4S@D"A^&')!%V2V)L*QCRW$GSP%U:6Q7`M]KV0)-.+TMY4WE[TLVTYSIUM/>LI-"_'6Q+&L,@%VY0%"?MWO8!.TD;V;_(.`MSQ>J.=.AN4$2Y3K7YM3/+@,&//-(WG[;%G3%]TP6`@;82*K))#&,L);5DD@`MC<6$60T7VQ!Z`X6,B665"-/*:G$::P@#RFIQRK;+A)7$XRJQ&&R6\]AR)TB`MLLBS]S)A,EE20-L"PGSN14".'2#,*49,@.,&AX`+\%1$K$T3/IFTK&S6IFT\`M830_J[KI(%D'SL2\?$4QK:<[<]U:4DNP`0MK$(.G+(03]Q\KF"DH>#R$$82*RF:IK5($59E?WV%;A@+6I#RA@IA!_VU8'0;M1TQ`9SE&\`CY\2"VO+!OHL^"XKZT?;=5T`M_.*3T11=YR.!3'.JR+51A.7D@E+:.GG83&CS&V0K7YIV?3QVP~)DZ#-.$",/`MH_1*IX("*BE$>(D/ZW/+0!D6/HP!N>:.'N7>6C3F4`#)N<2FO:UL&FI,5>LE]`MP1;.AA'!*";UVG$\,+WP;$0@L'5K^@!#$N"@%CZVKKD!_#!Z4>TI/H[%2'/P`M_/`+A3\0R%,<87T4?:O0UCNC:HYC]9H.L5U1ZIQI^K3:W.L+G57-3"QYZH#`MIDB3H7!B;<0D3["G@R\"[<2!9Z(`8*]T#?@O>0\T;^97.NUQ&6G;W2\@CBO`M0U'$#N%GQ'F='N5U"`+\ESNOT*:]#.#=Q7F=`>1WBA"',Z]L&W%0R1IZ^"N-`MS"DU$+D%\'B3*AK)8<8(!\PI[32;17AD3FFG7/%UZ`PJB>/&&Z%I@&3XAQ%GC]-(=D/8[?!$(,7:`M=;L\$4@Q:=T>3P32[%:?)P)IQFG$8%"S3DB$";F>D1K@D;M8U-9'.4[!$^`MI>A%*>;@1SB#HA>E]'B/.%85O2A%;7O$X:?H12E'YO!*EX49IZ]8B#1-&+`MTJ273PBN0]/NM!@;ZZ]FI+BYWILK1]C0M%E*8Y:7K\#6=`=,&;FB?B97Q(PRBN\9`M9/(]S"BCV/!!)F?#C#**T1YD\B[,**-8Z4$F=**,JJU&V3R'\SVC&(U!N+>`M@!],S8!P*^*\#LT^$A&37"18GS.C1+2/@U<5Z'8CZ'XF9'T"S;4)!K`M%IH9&PIRS4*S6<.]_5*HIURQ!_NG<%7$NT4XSHD/#FGM%,LZ5"0]`5:;#<4M)'V!:B-YNNVA&D*>;GMHUDY]MTNE,(=1D]H25R12;)?4EKDBD6*BI':YZ0,Y`M+)'4+C>!((?!D=K[7VKE,"-2>_]KK5S&@?`-A2]+57CBG%7XLE0E)LY#A2]+`M.;9(9#EWTHF]SAGVZ:!DI=`M_NFF^5:IQS_=5-/3YY[N/M5V#;BGFVY/DL>!)$VH)6Y$\IZA/M4]R.VR5J?I`MMBR5M3I-0V6YK-5I>B8K):U.U1:Y4]:[TV1>?LNF^T5T4$?),J!-L66;_GA.`MU%\GW@N+*-%FY4/EMVPZ1W13]>PMF\X1W50-?'W---M0!*FWNZ`MJ?:$[";P'DX`"5ZA1O.6B8(#$[=(3;/[O>O3J<:#[#E0,9$T2T%V)JB8`M2)I9(]L25$PDS08HF=+62B'2DEHG*9E2UM@32;=*F=+5V!-);>B5NH]!I28H`MZ9?B5"3;.CY:L5,3&TO3:5=#"\V@=*1J:*'9C8Y<"2U4S>LHU>P+S<=S7:R?`M1QFY+M??]4*TFP&R8%^@%Z*:*)Y3U7+9.9Z3U7(92Y[3U?)8.;() ,MV0WG,`M%EGJ7R6%U#WD)M,LU_YRDVN6QP=TN4FXRR/;^IR`MDW.6)U+N$IZ54^KI%C-Y+DSC0_?O;)C#-O:,_-%)LX([B3\Z:?:N)_-')\VR`M]13^Z*39L%Z'.SJIUJK7Y8Y.JET]H'-#+C/#/,6-;C68I[C1C0#S%#>]3I,]`M$@I?EG9B)#L>%+TL5>/(_@6%+TN;]$#I1H#/6A//=5S51/ETJ9.F7]}4MGM37!QD:2#\!%OM$79I^!5/Y/@YH8DQ>Q3#8)_K2]`N6ZO>)*OQD>P`6^T0=`M(D)'D*K?)YH3>*,E0/7$TES'&UT""B=V2%.703)D9I?@-:0*85GI94.:21UT`MRUJ=%CT,>F6M3@LB!_VR5J?%DH-!6:M3K4E9J,1#VN%O6%8J[9!FG(9EI=(.`M:7DDP!)2.:FVCBS/%N<6B&H^R9IM@5Z(.O1-X+MNJDEJ!L%>B&:Y29+O@5Z`M(9HS&`I\UTVW\`+?==/,MMPF3B]/-E`=SUYO1@N/-$B"#O,M3B]:*`'BVDDN=9@RB9VSV2OJXE5U>-]-+E6-M*L//=Y)+53]Z@UT.R*4.=R8GBS/HAKJ+,)]4D@/'*R",YCO)0>05$$9S<^2`M\@H(H\6_Y/3R"@BCF19RM'D%A-&,"#GKO`+"J.8B;4E;,4G4^2Q'J9-Y<^XCMMYA(GATGH["+\C8T`I\698OR-

**C^)_AM0#+[E$6%W91%26I I$8$*Q;!!GL]Y4Z1 M,ZXWD%6Y.66P?E!C,L/V"3Q)]9C0<:9!)0/_C6(5[4Y*ZQF@4J=^J.G#715EBR) M#X-RB4&5Q;ZZ0XA5@TEE\;'NH"!'^4_LF%AW;(^?_"=V/*P[1,<73E,65^N. MOE6=_\2.X M^BMT'14%=))\(G69L*E;/M"R'^S903(K=[+!GEL_*A3V[H'+[PEZ'>VY0(8 M'$WUUVH.GPS%O'P085\QAYO1[F85\\2/BA7S\H_O>]^/Y)DPDIA97.P."GMV MOK'V2.P%W>>K3YZO82P8?F,:,RL78 4,:XF^M_@#LE:Z!%*?J DW,MOO(?FO687AKUA7V-%XOJ114P !BZFGN MQ XXNGW-A#^M*%,./Q8+> ^R_4G7[FVIXX'P=_>LO-.#9G MDS)$[* QT.9L4H: (B8O*ZJ9J:K[J7./|L#WTI-B%Z(/WY&BVOD3L'6V0@:5=''$ M@RRY%33-\DS77G_!^O#^4H<@5<*AE#ND*OCH03729-$W/K(4(1,.I^12R!K_M^)Z0#83$+4-D4LL8W:B1*.%26VXB+_ (^0T$ XU)YE;0>/.1G F:<. VMX)6 MJ9_D3*J$0\RYC+P:\'_FND-4-T&_.D!P*6=W_ .\0W(F41BU_^G_G)RT_N?[MEV^]__V?W[6E]_K#[ZG?_=7LQJK\^N%]_*Y;P_[O\K_^?JX=HS^2ON[;?S; M/8.QS;__[BM_ODK:C=O^X^I*?OCU;/5Z/0[17DT?[*>.WGGNO'QUSJ;_&E]^MN7?_XW9_T>_:W=Z/\=L]^73W]4/]C\NOY@7E_W?Y@/SYIO\W[+<7?T%OORYF#X-!A=7UM??OYU/O\^^7CVL M)+NC?75NAM_;8\W]!?(_R^X?8_5B\9>]?%I/?N2;;[=+>>>3^O?[[=V\P^>.W MU>2N!Q_CPI3ZZ[\O+HR7^<6E\7K]]>KU1^=Y_;O\0_LVG/QUVW[Z0[Z:70#SMOT>SQ9]]\,/7[]KMY95T_OSX^HO>_OE_6^.'^Y.33RWQE/Z+^A_+'GN.:RV M[<3O^8._C0K6]VJB\$UC=U.#C[=5E$IVKSM_GJ_/@:G-%ZJ]/5(V;I[2)'IM@5NPJ\=*$80\KI=;_5U'''A!?3D/-(2!K0MXZ\:RC!Q]HVZU>8$/$8J6 [COL,U*L=K*

*M4"EDO@M/*M=XN$;=TJN;D"6\/*E;X^&X5SG.@LIZ9IHT'JY1-R[53;A,DSS= M1;%>7-X^CBZNKG>KQ*&$-W);N)P'H9G/E>;+;>%NX$/F3]PY,NB+I0WFZ+,5 MN(8L7H ;2\/E/=E##5+A@"G\%\,:-Y32S M7FB(MSM\8&)"V?61;C;SUA31MT%-Y"ETVO35, %WH7\XW5,=) MAIG0!TW!K;K8'7$7)P#E]%:5V\)=J@G'2JW);N-N#O3@9 MC&D'TT>@S4W+L&;K>WTV=VMHHX7#J45G+,=NN;ZD,)1DN"5AX;-SS]%--FF_>7I MCKZ%F&'VWGFV-E<=$$T,*NUR+6&@VYT3:*B6>]S+]VMB'C*)BQDQ1>[M.'>4PN)2[W/YBVX Z!--<*>N\;5## [=136!B*5]9QKJC"HE/O_MNKMH+50.> MBSKIA>Z-<S=I<[ft.@?7" E$7X,FECF7[!FQO=+>KKP:K$'=X(C,*<85%EKCA M5$(5MWB53A6W? E2H*LKE@TQ[!B"=$[G#1-9E82&6-V7]UG*! ^,.]Q,>?8B; [+@F+"[!)=69^]V-@?#E?!AF[ZV0NFRVHGR(8]^#96(S,APL-S\JU@0("Q]$]64X.VKR_.!:V!\Q M P"U7P?.^=@R5\!V44[5G0V>@6VCTC3XU:K& MV\("0.]S^TK5[6^]X0'4LP#2X/C8/%:W/IN63; MM.UO7+X"6], =>/+4M5WY)>*

(=.3K"Y0/1A$5];82E#&$1-ALI.RP_/>W64&N& 1:[=Q:%(34T!2LJG]>OOT1$6 M7 S9,[863[J)P>,'L%1MJ&3&>@,LQKMLY[]:8IB,D-?LL(0@.P*!T#63B#R M5+XP% CA0,84!;;FU+(S%+DP,>M8]64V*8I=8<$^(9C&IJ2]6SZPQ^U6U.*X MRG!^9>)*

(E!-9R>Q(XC\JUI$(AS#M>;H\!)X*AS/M]#-<=09D=N[K"@?U",2X M#L.6CEUAT18Q&,=.XX1%6MYM5.0TM;H1BWQ"8B>\ZB;G_*X?-(+Z,:5KQ[0A MZ873\XI:8ME'O")4?QS"F6C1M[PD$\W'&[\:-/0'Z+'&^@*B*ZF+.D=\ M% 8K)U+[LVF75.O?E +%U$B=ST"> ^5#,]S*O+!@Q^[&-@CUR-"VEI7)8AE%M]X4%,E!6WN1Y9-OHVE;+:EU9]A-0X2=::B2#(3[,]$=T7UA,@E_6;8,3<>:E M!B?B/RK4[?*

3K!TZ4#RR795B%A2=$\HM0U=BT. ^N7CUEPNQ7"97.DLCI(@.MG M=83#$4JLZSA <1 .D"BQ..P Q4'8C!^8Y+M4T/V.@^65YK]!J$IA>M\)760/ MA 5V=G,]_@UHQ>%2GEWA(42*Y=P6.]\'PB(\ O"6_ 45H-WV=M3"'",<<"(ND MI+@;'5N+A6S6WRJ9%_ JE_H[_^AA>/I*_^'_T\U9DQ0;,+M^0!'ZHVH8Z*\IM1V8?$+N%PYI2="N-=2:NIAL$YSP7#E!BS/,L)%R^NM!;P.?/T7M,GI'5248# M-Y8Y0RW'T">5A@., *B! 'DSE*

*DB@VP*N/6C8A506##GP7MR]*FNVNL'U0!< M!<-\LWPH+)*3@N7?590%4E&9$7^L%G'>V(")JQ@*F^OR7G83T@C-UITKA ,RA 'U.R([:]N%K1\5:Q$$R$/9WL'A23OCS+6M'Q6[@*B M$F^ Z,[Y.OY)TI_&/RG^!",>;6-VE!D*BWXT8E5$V, HXNQ06("E$:LB?"=? MJ2/#NB4,-=(H,/@\%!;fBB;@G:^C?_T%+J/:VGQ] U; 2$IB]"7<7=S!WU"* M%\EF<%)"P)2VL$A;(V B1'=*6]B$KAH)6&TG^RAM83'31KQ$L%[")N+51KPF*

*M^(B09:"5@%9,V)S!1LQ$LF;'W@O41LP&RT6TA;VJ]"1',%LFK"W!P*52K"R M$\)B[2EXE[W!GWC,$Q:,%D/Q6!#\%81'5=YCGWPGBKJD/$SY M:)S*TGQ*P@*7HG&1J2X*BP^*UL28J2X*[^)QD6FNB@LNI6:B^<'P$5AD2/6 M?C$7+9=_>7#_X'%F:9GP/YU]0F7QF'H=L:&8+(W&EKD"MJL_&2#/[:>>$L5P MKHLBU1&Q:B2]NF$"BE1'&*V1],H:$"FR^. >G7^%2)5P08PL/MPG&CM9GF_D M.N)^_)Y2)28-XA6Y_KA?3BXV_CJS+(F//K[/OTR7]>*Q3UC8,; 03^:B7VO MS^;Q$KU_>\8:;=ZU.?6T5%.)&+%//FD/3B1&_EA8O%$8]BF(?6V9#?N$A?AV M]XN._-XU#*

(X=%ZWE9RGO;LA9("/)X%L_$=%%L@JLK" W)L-6*F5T15> MN_:9F=[RH:^:2:\B+-23I5F!;PRO)SO-GG :H(C5_(I15@B'B^PYMXF)<^;J M>X6B"(>2[#F:[1!X%BQ:L>\1E,;#%!F<1SB$B\[+&.3 MRFK\(X7 1X:%\Z&2_'53R[#"<@>%/1!V^<(Q?&$=AD&F&WREZ1V!"RY.-MS%9IWRH8MJ?(5\(DDG$J.0[_SSM_+['Y,1FI#TF)WY4K#")=DSV-R/CB*>M'Q6[@\(>DT$?:N0^ MSD%.R6G-/,=]?+$>YY;GJ.;T\04NMH9_N+/U%13]*

*M.T,M_>!04NE%5[@4@R@#WE#-6W41=T-4%L*O55=RRTH7A3VK\\XUIA94N-,V MRO5XU%UD-*_J.[2IYXJ:-) QG,=/%^^ LUS]17\SK.N ;M" <*4+F9O="ACKC6[IB&FI99 MTR:?2)W,]C#^HV)Y+!RPL(/'YY9J3R?/(:N=\5S5[<5.<($=OX'I/V!R*"X O%O45V'0[0+.IMGI.H7M*GWU5'>/XTTYA M2PQ$XGF?*Y[WA0-ITF8FCY;V:CR'^6'\ VT+7H"]6F$D2I1R,8@5'I?:X*%2X;!'7T'0J+6J5#(0\ L'20@R%1;W>%0B,>]T# M!ZBV-H=R< %6P+ "6Z(M-O+!AOK! EWC,YRXV& H+E(G'?/[B &$1, &8SY_/ M%Q)QBUC^&5@S6UW.=2VLWM,LSW3M]$JB33O911_$?%;N# MPJ}];TX)OK7,L66N@.WJ3P: 7X,?>S9(!8AF(0!U/YX\C]!]\FRI*VR^2<4'-MH[;"(G%X3HX+BQX6.R>GD;429$U8 ML/(=W^:'QKYCBX7H&7UQFTC$/FMGY4K$$3 M%H-EPQ&L!+PQN21J^!1U1(F(5DPX(+>1H'J8+N'20D.FW@,#[L+T#N[@^A&& M]XZJ;5T?7=Y,QG>>K;5=!CWU[",^T>+N$R.\0 ?*

86Z%>E6T.;/N^1@_,M5&CDX MTU_PDVRH%$&CO^?NTQUMK?;8\$3 M?#+Z:3OIE.BT]\,GWNY7K]N13F;,NID2O]12G;L3UFP4C@UE)BP[%U,VT!G/MZV&@SBZ%D6D-"[&TF]SXL;MC7L_]&#?IC2&SR3 5>#RZON M^9 -+YY'X>#J0X\U#_EN\VB'OV'=\S,6AHZ3,/0\9ER=G_4&Y&?V//HNX=U!M?]CO7<+3I[]USW_ML>]ID,#6_/GPJ/Y,9GOO6??LXN.P=\;>W?,X A]?AXV# M*L,897?PKGO>N]R]^/-#[[_S SEH- Z>T*2_2NMD.GOB]++0T]^S 5?*

*%F%W& M8RDL%L?"T"OFQMR=/*WZ;E#FB2"A!S_M'1?NWLX=CY2 64K9@L9-9>+&-+7Q0\U7L+8SUJLJU7;*J;]?*_XF@ M<"&RL7=P+/-:[F'4IALL&Z]9]B83P0S8B+%5"3PA[3L]Y(;(%;-V$ 4VCBF M<_9>FPR"=G]G.F47>;QSX>1-G?7S>*_E+< O$[:X[P^S\^K01SGTX*L<^HY; MN!$.RV;L.M=3)9*1] >_FN#-1&.#N78,3G10?LM07OX-* 5+)4Y8$$(6\!*@#L1B.EZ;E?V)NQRQ5>FKGN#9B)*TS'(HX#0:[865]!9YV;LP]:U\1^BT1>O15M"!W>/QGX]=D4I1W3 M"IJ6(0M3)[;G1-I8:5MB">5GHU6 5%R#

*U_VL!1NT% MWCU:AN7]*ESU&{5@3@L#'>.1?$!8H&6%8;]O/:P-0!3%Z(F4J"6*B\WRUUBV M1Q8R;!?*
Y$.!_)*G269G2)7).4F[&KH0\/[J6,\,#QR"&C&.>Z8X^"X;-.=[D ML,>MJ*QP<7Z3%22E](4D]20W1,/5%6F4>+..2IA7_F*AP[4{O;1FCH5M$1W;
MRH;A^HZ'N_D<3XV&!=(BE:Q2R'=6N@=9Z8;$R;A,D-;F^"2LUL]}&16$:;?7_^@BM:Q_I 96,G?A5-DSO<1U-9H]68) ME#
9@4<,X,X!I.=#:;LQ\TW"">]S)N2LPD>"(#Y/1*)UF&9*0"SGU<=2G1%'R6\29U'*N[VL*+ S,-"+AB-LAYW[4702B/N2I[W MFR2PFM$2S*G&^QT _/
MDUHC-*8_OD!:!9_%9@F64\[?F"34#*HMO8Z%4R;[G,A{@>>4EZ8-L)/?XOL@"_MX6Y)2D+^=7!LFN8K2: IWRUZ@_,4EA-
9MSB>9WILW@MJ#U\@*V8AL;&:\T<6 M;>;Y$FMD5CH2KRA*1+Z6M<*[FEA33BU!8MF6%WDA M&9HEKB>SN!0$U&VO01&TI"HET#4V1RD%N0
KX)!R*,[7,H7NPIN#$]>VW7LL MDH_G4%],;>,"S"+W6D,Q:E.3[S7S\<"UJ!.(6 -(TZDK"&8-0Q:BU%K&]A: MB+MQ)950M(&//3R)+1WA!A -
LC),A#0@!CRMI^?I"%=QQ?M_L+%WJA|S<<2%S7A$Q5H?QSSLER\@] : $*+0DCF@N;_ MY M;?CHNN:]9=L\L;?+R/@(\G&@Y60+>;\^.E@Z*:$X%*(W
V@V"&2Y&T-I89YB4+ M,B332)4I7]_FH<%$.QS_QAVGU0E*S=2"T#C6*(Y0:2E86@(7]940;UL 38NP M-1OP,NHDKR?%"B"0?
LYW)B=]L40;D4J<&>+1<0Y=#[@+8%H/ '!M1$,<90\(M103$WM-NSG\FI0'I$S\RRA,XPF"\$$ECC.^ MBL3$DT;.>2>E,C&N?
M7XRE_W#KJ!^9MU^O9K=KY^K(O__X&AZ_K/[J}5XC>S7*<^-IV_[#:WF7X(_O MKWO?'<&>G+2O?RSM7HX'-
RV5^8EG.Q9>],]^RO4,O^TSWZ_\/[V]G^W 0SMXIVMH7KKK\]OU9[#2U_OF:'9P>M'U6G^N)E\/;S].1NWIQO3/6.E=Z[=SO3B[OAW\Z+7N>CHP-
$[-RWW].RU/5Z.!H>G-_K7 M@Z\WZZ^'5P>&?7%^TU_TUK/+X?&M?O9E= >'_F?XNC.YW//-P2O/OST^OW%.K[O_U^WNK^[V;>%.7GSYNC$O?IR?
6C>S*Y.+E<<=N&=?EMV^]WW]_8O_9O3U\VIT_NIO^\CIO%Y_ M/SJR[^=<'Q_;#\.KDX79ONO[2O36N#T9WG_W5RI^N M">R;N67,KSQL=7X'Z!2L@-
T;.DN??P2V/5T)EVNO\/X^;_SF]^L12HW U"R' M[MDHTET*5:-8?],H6BV"JU&\6D\++$#?N^,>\;1<*CR3[Z=1RWRY%4&JAR+F$ MM[YWE]!
(@D/K_.Q+BR(:U*U;@[IR&I!5])>N0=U&@YY$@WIU:U!/3H-R+NG: M-:C7:-"3;-.[>W1JT)Z=!]=\>SVK07]-!9:SO$;8=/=R[EC.[T2'4'0\=/QBV
M;P8W'H,\E%[TB6=O5Z$D"DC]%>3*K$]?DG9X KT68?Q-BQG8Y.3TXL^-R5U. MU60/T:J')RE[.0_^H*\LNA:LE\3:QTS4D<"\ZO9$H+E:/G .8F\U==!#7
M2%0NKWN1.$5E19N-O9R+E9WDO;FT6"W=>Y'<"C[+^!+VF39/K&K2/HWE-@A\T.2I F(MW5[.8]C45XZ9B!2C(3\,\02 M5$+)#7\S%5=+:.5KT-
+MQ.'SWA< MX1%EN:9EA'T]<)''-:ZK$Y2:WG.N/[XN9(WI5':)$%[JM)W,)!''"F";!V$P' MI6^VX9E6=]:.!HS=X';[^6-?:FY&9D"3S;+
(OU,60M1AS+1&RC6[RW^A@A>X5 ME9&:.F_*!L=E7.QK[LY1MX1HT%UW?.8_Q;ME;#YVI"Q<432 U;@F^(1F^W1$2 M2/Z)B6D!-2U!
[C]@1_>N]8#>ZLNEA;D.?PQ^YN@+ M@):Z 5)2?9A_^Z4+9ZUNN]UK60XQJ@T\AR,\#R[T4]>@Y#A5R+]VHWJ]Y*?= M3G>WUWGY@,R=UH>C70_W-
<)TNWO%"! N3YM/ M5IKI^1+6:0';0S&97?)3M;XP/=@B- C5[B[FJ-=AXQ'5I/]&,1)[4AV\#[] ME^E)2R2J0$2QOVE56@H(>A7$@&LE1!#32,M
EG4$C)@N\B>5&\9ULUU=JGT36&7;QU6"JL.ZC/:!'83Q$@#O M=R(;;[0YGAQQ.*.G'XZ(VQ_@LOH!AX/1,'>[Q!,UEMR3.3,AM@>)++/UC]:' MI=
]O8(+XWT&I)=VTC&D]TX?A(NE8MDW,VJ@LY@7AEGE,5^T0*[V:8L-@.\Q+>)++)TGD!W,>9EZ52Q.[;B0VI %:>> M/(E33ZK8*]*8I7H@F[[+18Z9&&6F
%'6#-QQXVS6#!4[83M&Q)/&,^@!)FME M%LXQ.U."BCR7 RXUX@N>3Z-I4-0.5^]"'=8"G MPW41CU/=1H5,.]Y9+_HT"5)*QW\O
(IN>5L(MC0OI#E*FM0GU_F9>B;!#EOO M22:0, _()^"-ID=@XI'#*_+BPB/V@@DFVW0"%S5G5D],C_Q^K('US?BOEW=Y M'EB[R,$<[_!T#DG)J3KA*?
5HXEMS4+$C\?\MNHOQ,Y;T\D:,<3V(C"/?#*= M!Q$>86<&E-'S[)9M66.I"B%)$)*MR0*S3-O!>Y#(1"0.ON,' T+X3)QE#MY MYP'1,,=1'/
SFA)B*G=B_82'!BR1*"66,%_JA8B (*"F(%RI$8.GCOZ@ ;?'}C>?.D M$91;(E76@/]9E9B DDV=5&^*T%9&WQZ3.V:7!E>_R/]:F,Z";X=N8@I460%E
M66#O)R0I**,IY?#RMM]|\V_6+C0V.V;)@W=TNUSW<)KVD!?6IYN/V?+NQ;^
M6-.\#/%"@Z*2%5%@(CV_O[ZI.WBZ75]:,S\&K<4P9?;D8HGW]Y3*\/C3N']T M,@S.P13V.+ Q<\S2Y -/:0=-HX^)TJ3IQX;D/C;E.YLTQ
MI"&!ZR)+3ZW%5@8^3POB#05UOVS]E\#S@A+T1#]SJJIR5Y1EA:,41^&R.9KB M_]+C9;PTXL5T9;D^LM?A,Z J=X8D!RR3-C(AW.DRVL/?/X$*;#D?
\%"S=WV9 M-#M8<:, (L\]*]WM'-3LT\2B=Q/&X,$[M!-[>].#;[WHQR>V:04(F:&%A=GJ MXVML:K$HBY7%K%2<'KT(JA3?
56!S8L+\Q0*/Q_@]*9A3RZ'=D=V$_X@8 MGA_%.>^DN!JE,*3_/G$#8@K=A<>[?&S#(OJO//,"DHS)GB. 9/;M#.0G(V7 MP:]//!=SL+'&>&@Q(FQW !UO-
/J.>42B4=WEXG%CCK:T"06XV?(+*^^%:@H0 MHB[,$U"+3?BXG.8 \S:_097K_IBFFJK5P?.X7!9 9HL2SP#^PJ?^@*1C#-O, M $\309R9$616LQ_I*&-
;SUYI7IC;@=!M4CPRU \FE(+//+,)*A=NDJ7GN1@Y MJ*V^+P3KQRR;G;1@P+'<^&CNQVV[H72S'#F!DE:X=G!YG[@S]!!>:9XAR+Y
M!]^K/3*LCKE8%TOL669;^@KM=>IDIJJ.57VK^)FH7$7V>!/_H8](1B(TH:"PND;B8S+]
MZ)T=7;JG)UA$3>;64N%MQR/RS%ZUZQ0PGJO,W_"HG,DY6FA% G,,C+GCVNZL M#F-(Y=XOT1%/-=6$]GOR0V#ZAK?B5#;2G[82F-
N[6E7C\6+^GH,4JES8J;/] M>D-1GD./YZ)8. &[E9]WX[[@I(]^(A<S6]<^(W0"D+$23Y]PU+9 5V,EWU+((J$'^AHKO)0QHH M)S=!B;-6Y<9K!?
0\8R_H^\LY %Y81U7&15!+^*5XXV)4;A)2M0\ G%\%DF3 M&1BILEP^JX&]-%3>\G+AKG7;6U_]-D!*1204X^(@-&28?1S?Z%VRH\BL,Q+
MPR1O.KDN14NKSEDA6DY01=@'*A^>Q1A9$KIVR1(173ZH;Q3%(JJ*G F,&;A7 MG'DCN#? RH%PB%V4O)) ^??1EO7I53X+;ZM^Z3
MK=4E@X>Y1H9S\X7NJ;-04# LM;X!Q(4-S#[>S6/UCZ^^*<$ #OQG;\2N-9[C MX:Y/\:!7FKD$3,ZJ7A3_KZJU*08K88DI:
(1)V5]G%C9I/+QP/XRJ#C(F1B978>&'"4BEL2;%DK7 D0O=F_L'1SXX M2BQM07,D#?,3LU2,BC<'$@=3J*5C%R\0E\"V-\N8BL.,@9@SG9#K HA8Y-%C
ML5-F/IT?8ACS\7&VVZOHX7B^,[7 M;95X*L3'"_%/]$91W1&T9A:Y*N#""= A&26Q.,;2WQ70BV_JIQ1$L=6!AT]2 MWD/'(OD @/E\A"P'F;GVA[?IG%E-
5W4>;1U) Q7<4H@\.MFTWC]BN)8^?=.Y1]3QXHORC)=(&*+H1$H/E M&3A7CA5E1LEWWB=P3S^I(&5)H"S]9E2/=">_ PJ,7VFH7,,5NBN+Q",B=3*:
MD_$^#!?P(5#WV(@/FWTT%I14;2_/P"67:'3CN,DLK4JF&16A+96A)<[V_PFW
MH[Q]4VD6>$&588Y1)=YRJ.LY@U*/.CQ.M"E)\]91;LFNCRFN$VW[5KH_8]=U MGZ3K>C]CU_7$71=E&XS?"E5FN6(A8RU-Z6/PP"!3[7 ^1,4/UZ>8?-T>
[@8 M34,L,G,J$;/;NTUL0Q>"X!Z18%[V@.2'\5\')W). ^<(S$S4=4_3&N%38XSHL1,>,J[<6*83&W)?DC+U46 #8T7NQ"M.85G,@IQA9B
MVZL&17"Y[$5^+Y=,OL'_)W7.I++\[0688E"/=[..&&A[/Z/5N2>V.D^L!_I(MZL*B&<[4B.@K L6<-]\E +*FED3^8GI1!9>@+RN M-6*Z%BM&
B;/;\'CQVHI/7S> M"4A$<2LK/"F\]9RPYV=?@M=A7*C2P"R!E93C,*3,H>'-I M%,X-'!%NE4#SAZBI:B04&QBS\Y-/C?;S3XWV0]1/?
IF'^R8J#VA9TU:91U\% M^#A6QI%KT.&UL[5UM<[K(LOZ^OX+C^^7>.L7:,. "^.4\DYA<',>A<;+^ XSJE36X,T@DF$
MAHPD;/+K[XQ>L(0T0A(]2'A=E50<+*9;S]/3T[WS]N'?CS.SL<#,)M3Z>-#Z M]>B@@2V-ZL2:?#RX'3;;P\[EY<&__]5H_/+A'\UFXQ.V,$,.UAOC9:-#9_.A
M1AHCABS;H&S6^%]G]G^-9F/],.//WAXM5XW;4:=Q?'3\VO_*+Q],8GT?(QLW MN-Z6_?$@(NEQS,Q?*9L<'A\=O3H,'SSPGWS_*#Z(/?
_PRGNZ=7IZ>NC]=O6H M3=(>Y,VV#K]<]8;;%,]0DUBV@RQ-"+#)>]O[L$6<_SQP":SN2D4\CZ;,FQ\/*"< MS:9 \.CTU9%HXG_$)W^QOSK4LJE)=
(']&3+%PRG&#L'#=`TI>_R]A)CT\4/ M_%&V0)I&+)_'0_'DH;2A0S7*7O*%QGCH\)GV-I.W_6V?)7A=>X@>WIATH>M
ME%TUPK4$T5!8LNZ:F!H7B+#/B*O!?R06IY @\Y(:.;%+/851K;+L$XM-,": MRQAW#V?()O8(C86T@B\%)==C"QB)2VO!)5-&\-8OEVA*A;XW#,\1T<\?
Y]BR ML8TLO>],,>MPL+CPMFUC9^L7R2]#Q1M>N ZW@;9EN9I7\5YM36,N7]&Z[7ND-@?O*=J3"<,3KHSP3$07P0 'RX\ ,+<'G<UTZ[!D]@L;$) Z
M_RLI4,G+BU#5=3RSH4:7F"Y7:SA%/"SMNXX(Y3N^T+%Q "&6C$? !7 5E+ M+H=W%5UX CT:0JPB'H,3_D7R +WJ WACF!5"5R9ADS--,V'-M>QR:
"$A?.MX-<8 ?G0PU]J/N'\17"TPJ19[Q!31/F7A]TPTQN;']=N3A": M_^4;>C!&QID4>MI<42_N-Y]]H+_X(N'@N)#:#IV^(E'ND=X>MM/ME1821%2
MBK_GO#LND"G8&& >?A$MB#?;EA[_((D\$MMIXMO'G$#;,,X%HAIH<[\QX3- MQ_PX(E#VYW-O-:,A-MK^'V#T=D&KAT*AC-E?.SCZ?
E!XP&3R=01/V[!NNB;`MKJ>"AKD0WKNNL:/(4K-$Q5ZAEKQE(Q708VA.8@U??BO>B,> MQR% ^-4:PF4 CBFE\TAIG M4O&$\O=Q#]]YV+@#>X^(>?
*)4)=CHO$LY<#G_+HUEG>\$C3X?U'#.QS$??" M_I,4349;--YR(\(,@:4[0Q=[)<,.M0&=S+QMFN,^!H(+:NNGF<#0@$?;P#.3J:\.[U/FC9KJB%/&)
M4OV!F"9XO)E#9$T'XGQP!?R\3?27,@PI8B&*=%W=4 +1$R /%"DJJHGM4P0 M).0W:"ER3+6I^)J0BA-".5-I>?@Z0))
N20'8OY$N>7(Y52=*^:F0H:3K!Y2 M,HH0B>8U=;#:;B$54VWLD(,,4:2]'G[@"Y4;:F(D&QA^]%+-B$&4S'Q)H"& M[MC6&)E[*$P8]B955A('V!03'3>(2?
B23"L5;[7._:4L4)) O'SNRM?44C-"1!JN3[.QQ? 0!0IPAJ]++#6)A_0Q;_ ?G M1BR H):HB4:T5E:\+RB\SJZL*(I26 PP5%;&VV9Y=1KI"X3**0S!A6%^]=M?
M_3U"CU'# *]0;Y)6\ZZ4C11H)73H4.W[E)]\25O, 3E+8"I2!&PWK>JCXS7K M+7"$GU%-2*@VS9)3M#:QFD1&&DV66KA&9S-J*0,^T7REG30?
Z$E(Y/6XVN32G*$[^-XNI3E\R$0U^Q MA^Y"PFT3Q]NB\NOS0QQ;CY+8)R=Y^W+BT.-*UG9U(?#MV>19:N4FXXG&#:,&>+X=;;EDKC+
"VRY^(*;@O!##&G.'7&F'==V."!L MM:I5K,[D?W3X]+.,!I4&4RE\QJL')1 %KGK:/*L-] ?B:-M5UYMV\#%&A+) MH;59.LE?
S4>%1VFHFK%;M5]^P@1[M8_E.ODSKVMSXA%;(=Y]V8" = L;CZA ME5N0E.?8.)<30<"%Q&-L8_X>8LMWE]NO2:VM3F]XRI95;5B2BY\-8('NP)[-
M$6&B^;ZQO@WDDD<)!K<+!YO<*G3E.VBV4:7]VE$N7K<#&W1Q<[CLDTJB?@P= MT*4+J3C%S465#!_H38.K?>5/@CI3Q";P
W"&I'T@)!,IX*4R*X6>9E94A4,1 M"349F)+O'.L7T0@U,SZH\4ND&)PLEBYG0-?4HG%5U$0Z R>]6^45WE0O9'.6 _9C!]LW=KSC+Y:*L,.H.5*^W4A M
F)XP)Y6Y!?X MD*^D*:A&]'A4+(IP*4#%O+5RG$.4FV-]/@Z_+T?S7^=;,\ M_?)-.?!++!KC-4K&4M[M@=09FW\C>:!#G3;+W(G]KJ7=61>%)1KCE: F57(EN
MZ]]&GF&#,KQ: MHXYM'FLPQ'4@%F++2_[&]DX6_ZC4M-)^O ,*4I.2:.Y2NPQKQZ!D=$_(R.X: M.\I2_7C;U<<+::\;CQ$4,@R\N7;E0V 5P>XW)1XN*65?
N$S!!/;"^0*]#>\,V,A^0)T3 M$,B!)&MQ_@5WFF02;*+6EMY%#@%PJW 2OL= .:+0?=(-RD%&UV.D*KJ>]DZ(0 MQ\
IG+QOIB*9O&%T0WM#9\M86R\56P6=;<\A"Q9$@!027++[O_K<*X@CRJ'7Q> M)C3!R.DSTPFUG#JZ(D$X2>TZY[GU#X5J/:+G5EO*V(K(
MN/+CGE\6=^R0,<6K/KR-&H5Y]>C=O?B.NWL?TEH+O]VU2N@RB&_"1+@E1W1 MN^[\V5C>"[U35F\8GA%W!MQ)-
LO:\T@B!Z"2TU(*=QRY].@Q5;EZ419LS(4&%CY,(V>MD1P9<2,\V]T#Y87TP[1<< MGM^WQ&&OJ4?@RI*=K ;V.2#
(1B8D8,M]P$9)A6FOW\,"O+MD@;T]'N@* AAPFJA:@!*[=WK,+#M=%[G$GS =IR&*R MDO&R$ZD6-!;8FG0*LS(L8A\IBZ>!^=L@:#^#TKQ(AA/#1U
!!.1N6U;653@4 MQ^O!^\IA/DA#)EM ^PC61(9WS>]B%(S*VNLD(AO%D+&4Y;1 I,4OI;.]2)+* MV4L5NM=#8%YH0TH3"P"!&0W3FT!\V]*?
EO^H[Y^YE'A>'3G^L^3Q>1^:=UVW8=/)^ST MY(_C;[>CI6V>++2?1^;OSJ$SQ+__/'GU_;&E]9RCKQ<7Q_#A>/9YW[HX4^
M9./7Y+7Q^N'6/M3_,*]^&SC?G#>_D9NC-V_O.[TETX=T>7._!,OT/*-WI^< M]@;'SN$?B_'7L_M/X_Z1,;CX,;CZPMS+SMW12>MS[6V0*W/M&4,?
IS_I@]> MM08MA"W4NCNDO:L3[Y=>SVU/-'-SOEI/AY?D]NOK2 M_\$NW3_926L\?.WJG;>,>W]^977/3_Z7S\9O$#7WV?Z>-W[[H7 M]/;+YS/];G)
],5RTV&OMUNZ=WAUU-,?A\V_S-U\]J#0[P>;C9? AN/?\>G[< M=GXN?WYQW_6__KGH\W[S]9G:MULGR9[=K/DR[Y^;CY>W%X_LD8_GE^%[[?-JG
M$W1Q9W1^^^G][<_O#G]_UQL^O+G^<;:XPY]Z@],EY._&YWAH-DL._6X;A<# M;DV,:&+E.&8.,0C_-A_;->%8WIS9XO;&P^.?6#3?"+=U@!<+V>B%;-
;T)><^- MSR2@L@T@6Q%X05E;7R!+PURR8?!\GIN-(O+29=4RF"O(F@1%^+PH#HB>*ZAB%1!.#'Q<6O?51(7![]1P12A":"VKYKJFMJ?8D]+UUI/;Y
M(V8:L<&7WVR6]XSD+#F4*!8$G2%FBGA%I21@![Q4. \"^L=), M7'"@*IE-B-GKL4^*G?R^P7+'JL]7DA3&)U(Q^\R1'+ODGBN(3+5O>#XV'#G5
M]J444?ON]S)A3&[2*E$.\A881ZH8-R[3ILCF0<[J_E"Q)C_?3N \[=1TRT](;;L%X W%0\E!YZ\@)@/M* M>G6,KU+?B*K9M[8"!-
@;JM"P\NBF>HM30KS\:!651ZT-M2G671-38[68EH:I M%#(O+:ZNZX4?5U[@75]H0'67.8X6F?O08HF@:EG3 M"G6_+TM>]65KJ%UN?
0LDUJM$!/AG\,'OA,H057D?+DAO?!]4%H8@%VYZ<7?V M#OKH9$@J@9)DI7BKU6;^)8@JBYXDN%%(W#6UU' 7:;CB\$P]?U$0,T]OV\$8
M%EF,KF98"@4L>=)OB@YTO06ZZN#5@;HX4K Q:F'7SZ=)J/BT_B3O*S?]Y(" M"^S]4RLA=Y1]%PNLJ8;!3QN4"*G8S>3&?PT:Z%,\0S%B0[O-O8(XQU 9
W$A M^\+ &C394\<[\-EKVTY0L $A&%."4T*5./.XY/C.!S5!>1Z)Y?U/T#I/VEPF M*O9JE'IJOE*/7X"\^*3N.D:R,6 -!@;*+&<06,B^XC{BO1+3"'YK=KI]X3G

*(D;RCL=+UQS7FC$O!#\IO0QO&!&3!&%*TT F" MIJ$9A1[72MS;T('CC3,*4VH:+HL.6O_*BD>A(&'7CE8=E;M,.O9B\^=*TC M#<)HAXPU_3)VLR?R-?TIVWX.;9KMJ69SCU"HY-LE*JQ;D3JEB]QW0%2+D@!F M2+H2^]=>8S)J99?Y;X0GM@HRE#=HQX1^_688Z2"+ABR=+$B'D0V#3.456*^, MD;/=_E__Y9.83GF]NR'/)$"PLXI$$1?9M*RLJI#0G@IVU?-*CEE!L;YZM!&S M\Y3LLMYZDM5,$V",M9MJL0%NS+6%;=',#R1J->O?2]1YY9R5 ;]FF2-2.K$83I=05$5)2Y 6) M_6>'W.:+7&"E+[H#?"PM(V5VY>NND6:Q&A!_TNN9W;ZVH-^(E=U'8*4]=KK>R M@6WNC/IBZP$@N(>CR0N.).MB?*U2;(L0N# J0?B\03P3:6U6D.BG!:D,Z@D** M!_^@RA_NJB8K3AFP7%28DPXPIJ+"S:0 VT68CV_\QX35_MX?:6<^NOH?0B6Q MRC7#7=SWVCL.YPB,RR,.%9NW1=C+LG,[::.LU)1+6ZCY!>;2Q.SQBR9CKD@A3_'*\V0#"5D!7N(QW-.UN8[*CL7$);(*%=B0'LA79[R "S"E^'33TCH;O>./'OP_AW M37)?DI/7 AHIK?"8<$5V&'>O36Y\/E^GPHMEUX9P,.^O11K?!>R4W]C\P-XB M1/((OXR4*$2G4)CH),AH/:4YG=* <3FE.I]O^TVW_6*_=XK:_>,I8[C$SG8>? MK6^LJ:HT-G%XL=F>)KR"5B3.#) \FQZ29\U]:8SDN0&2Y]-#\KR%),S5_-[- M9":D]"OO2(]2S=--P] [MO>HIOG'EV(T32KN-5EMXQB>*=&341B2GXWNUQK%4 M!AN.L-K4#JD=[[##"752=]N5ZMW?BS%3>H\^2#K,=4C7.Q6]M%B>84"J&G] M+0I2Y>-.,$N8A[OUP]\[G6P:?[P30<>UN&O;.D$A*=:WF8(-52'M/[E,4_WX= MTB,!/2^@R:))Q.9CC0%G^VT2GI5T"X(5 M=9Q=68=RCP50DKD.DRQVJ.N%,XO#\/.V:.-1UE?',5 X93A+.O<$O)-!?>2I MBZ& .![8L51DVS<>GY_B$T%FM*8,7AR"U8L!8.(35.F2&Z"M! YQ04:=)/,.E M]9>,6,3R\BSC)]:.%:"G,_MOXI,WT"1P-0)5SZU"(CG$78N3LF_TR\-KVC<"I<&7XYR=YOXP14<)_20D/ M_])-1\C=:,]]D:%IZVB9@K$I9"YQ$^2T'C!H? 41Y#APG]I='J'.&.,UJ';3X3 M!Q.8:3=..W%-ZI83I0U6AJ+ N[%&N>G4Y *^JIB)S&TW=1A0I)A/6QYCQR., M5&=R'40KC^;P%FMIF]FU5H..%E@HZ[&,SQ#OD;CK, JBU>[>7ZU3'!')J$U: M8E(H0;/8V@DK>6- (5FAC[6IQA">B9+4NNTC>3AO81U91M-.%@8!C]I5C/Z*[A_%*H6I+\>'+^;YC5CI.*9!TO%7U"'W_$ E?I7KR-[VK+4195? F^X+5R,&Y! MV/RZ9S0..V,*_"2]?EN"KC16=$\QU&MR5E(Y"GR/O<1\2.G_LB2])%K.MV69 MV<0)/0K,-B9K=]9Y)C=1 OFDG)56H$QX+#1)Q499) <^SAUA96*C2A,.Q$OJ M^/&&5^ZC8\C^L-6%S:16E=*08 3P7!O(WC^0K4.7 0EV!X-0ZW69(+[FUN7" M8G,>9;67&%TUM+%*XQDPA/K>6Y\/RXV >JZ? GLJ!W$[(F".T9^6&^C&*%^./?DF81HYWH1 M16N%S,R<,RTP41]^=U&^(VDQ&W8$&5"83;K#!U]PY=E"5>GY]%!M6K--,F/ ME ,*V)K*

- *#3VG?7'UDYT#]).8F?L.^+[D4L]O_(R-HA=+0V35< MX4A\8?2I1645S5OG%F8;2H'KE@=7VI8B!5]LXZ AUS!00R'3<,"IJ=']J9"" M?$Y-A=0V^[/=_E__Y9.83G2]RQTV!+NI2-1F?4Q;AE15'NCZ4%/'Y)@3%$.K M1QOQY*YD?O563]>,U3#&BJ=KL0%NM;6%;=&,#R1J-3O?2]3%X;LXB*-TQQ!1 MLIG'9V37.B79!>%@3NZIF=>4FWF=>D/A](;2Y.GTEEO1IV+@YE #]:UDH28N3?3.3#&K8Z MT%#IDWJ2JZ\/$4J];T/ Q(80U./3L9CY]*Z[4ADB7V=TTD0)LXDH6S1 XTO@I-LE24ID@P-Q[;J[6N)T10\V/AS M-R]4-_1/E,JCVSQ[]Y*E.GX*O=/UY?GO+-@Q.1RQ8" JU;$F8CV5H0&-D"B1 M!A3***"*1D&)1[FP.NUX,39[6@%-?.2*[E,I4N+7HTA'M?)S>Z_4D_[M% M#[S(]D\TXZ)O_\ND_&WR;@AI2GD8H0G5%[(<:.D; B7U)+UP4G)%9YD_/&BS M4G(Z4,A2@YGI+W4=Y.7-V0:\'GA((_?WXF)2'OPW4M2'M1.3,X?.D)5I(&%2 M5%5A *WR+>YL=_B3A;/+=[W/3NQAW1 ,&3BH9Y'X3.)4U;SXYYXA&P8VHNX MK/.8RX%N%?D_UU% 521A38/2W5%GXNH##>0TNH@E^DR(5E\5[%$AAJ3X4,7-C#BL?)6OJ>'R;7K&* M.:F+I0,=I"M(XYV_M-JU,_E=AB%'%7-N-WXQ>.\42Q\GZS7E[DK/_I,W^/6$2*;.&V8Z0.0%+1G^/-MH;P#SZ#TNO_Q/[_^^LW__G3[TU__S__^V=UF+ [^$W__H_?G#!^]777CQ(OO\ MX8?XQQ_^Z_UO'Q]W2?##L_OG-\&_T[?I_GWGS]\^_O+._8_5U?O'_[K-M[?/+V?DOWSQ[#_'3=_YWR^\^? TS>>0\5W/IK/OTM_2Y?_N*;[__ZR_G.+O8> MH#MWBE]U_DV=G[I]TW7_UX<_\^??M?ST'_:OEP]/\F^7!U1_WMS_'V??YIV]^ M>/?3S7? NI_/NI^C=\OZ/RW]Y]]^^NW_GD-!Y]^EM=*/[0_"XF9^?W7QR_O/C M?S[M_G/V\4KB]_<6Y_GO\17V?_'?_P[NGAN\P[_VN:_7)Y M&UY<_O#?Z[^%- S^]_W_?O__^^0]R^_O&>_K;WRZNHH]__W3F?5]!O'IX?A=__MYWY,.G[\].VYF_[WY6_;[_]S[EQL_HBW3[OYY_+_[Z6W 1OOMA]^?%1?!Y? 7$9O%Q_O'KYY;OE[N?WO[@__3B/SNZNE]'Z MQ?N/=_UYOU<(,O415@HXV-LB?2)+F-;GW[ULB M]]- :P'247IHRVQ;O'\>Y/ZH+7.$Z>IP:.R%/K^=D3D<36-V07NSW,M,]]ASM MB?&V(NB+YQ%-[-6>AL8!;[4X!(VI;&P"'_*+WNMP06(_\C[$*4?.3A\M;H* M+$;OQR;*45T]P3`>S>]4 MKY,D(]Y%EB>%Y^SDDTGJB2@51^^65)^!UZA?!F*HE,+"A:3,@ZBX*7M@V7^ M-2KCP.*O%%GXA&ZP9.5]P1?6_^W@#],NZ:=R^B,KIP^;=ZDF^6$2H"6\()X5 M1E$Y?UC!#EHSAC4RN6>65#5!6M(+\3 6TD7)P-G/BO8W.D(2,N=Y/[QZ*]:* MJ 9XV2O,8.[4OP:<2,F5K?'5,1 U$;609*R*)W@1%C;^+9WG)M,H="K!LSF> MM<9='3X451Y-9H*S@L/C-JV=':%O, MAWP%%K9;"11R>ZTK<%>|[#&K;R>_H^C@,57M[=8 :9+O4+'E>\H2]5S2,B"" M$5$6WR1U8GU'TFA9OZ%\2O*LN$%O^O0XL[!C%N&JPP/B9)ZN2?RX=L(R3'7' M(F L$W%\O>?D+X#%K[NLQ[;KS.IGV(90'] [$PRAQ+D"=H MW8Y/RDYC +(G_6.58T9C*_'R&M-ZN3=8&N-TL/CX4J$'R"'+B/#A$CN24X% MPXV2Y_>42R',EY>;;1#M"'F@LO)=PF$IR(>C_S9? WA,W6H7~GY2C?'V<1TG: M52Z\/SHH/$Z^ICBR"*WT4KT.J7D@#RFU&&SLFY)3A'+B(DIHCI=R.U7495E7 M'B'@H#T')111RHB+:0V0.RXH(JZ@Z@[*PBTB+B0*7D5<+BVKA<0A!89;2)P$ M],>K#R2DOE\P" [V9MZ%P.8^4U=LN_;K.AFC]VHMVE:S#90.46.CU<,5=DGF M[ZSN24+H#_>4]@5Y)D&T99QK=+83#F"W!HFR.!20@&VR6G%8[K+$Z]Z$2_D# M+RA%HJ^Q?HPJWDK2'N0@R]C+TIR[:'GA!UG%?+VD+DX3K$LG9D7M$NKTY129 M&QBZ?N 7HL#)ZE.DVL.OHU8ASC7("2BXFR@LX)RE>;P_4.@!E(_1L6[5RA7 M.RE!&:)7TU1/25K>3&\YH/FH)JWWR6O'+3WZZ+J.G[/<7_K/O48ML14- 467NU9D19-CB)6:W0>9'2R]O, M9]YO69*6<3!(53'EPO:1"GSIU=7'6#2*+\6'N>WP5Z&_]%UJ!F>L^G#LT\/D MX17+'4F+P)WOGM&3YM)/601/[#2;-8BC,R)>26,1.&$+W1I/'Q-VGTHMN9NQ MAV'AJIM))"\3DU/# (.8Q2RT>!Q<^(D;92'&,S5@YNP>+0=0TV;W/UC!8C5W M[,ME]=+S)J('4A)O[DF;Q>$|+_[^C4XA)>S:"PJZ=%_2:+_|_+X M91743EA9,U)6_Z5>*IM83- ;L]NF9W$1)@O$H^%@*["">YPXM*,0Q2?W"::__M!=O%*)R(+X+!V.K1O+S-07G)SC0/?;9U6A:C/]#:(5[_#8#Q^I2WR585 081 M; (.8U>/XL+)M@CR@'U&Y-)4K4VXT0_BQ M)?S)H6P8I5^JC#LJA$<>K 629! M?: 0)6Q#)0.<9;B4QW9RQM0" ?Y(U8..>>CV(=$5@$/V"S+]/. 5&FQBQUWG M\I2A:+N@469@ZSS IBA"+;N1-U/;\"NA/HB(WJ'X16M1-?0Q(G:W\+5/F\.1Z>K54K@&ZFT%4%WA8VH&G7C?'5DZQ5T:\GY]HI M9]ZI6$? (*N=)]\06I+!Y)[K6ZIOK_*R:UZR_8]#_":G3\G(=NAKYKAV?V7'* M!(H)=&&>/Z+!I;']D(9:L V3$_!:4T9 M1>QCSQEUAUUF^E? D;+=P8OC\$!W*=L^A6*Z/D0QP,L./.YONN_ L$)KPX5.*67"29RO",I6YGTW,"2C[VS79'\ M4N9JA*L9=4B>\SKXP/+4(&SCL 4E6!U\5>X,M.WCS/- RO)S@>%/B&,;6)Q-< M5ITS5ZCIAIPWE6TV3KQKY<'G*;.LU%(4T'5.I(ZQH4>R9N>,Z_! [S))_0UE M%.VJ18&BH4YK :GN-QL,:Z&4CH8DITO!!+#^OK-N0)D:22|STWEZTE-+22"0'GV9L@-.>&FQ M'HIAL>*8?;5 N\^0%6VIJBR-JVC'^UU;OO'H.P?U!10".2CZ T4HMG0B4HG#-.ML>TE8$B\^/]*:0&"\Y"WJ& P7^XC80_%<1(\SLBE8_>26.\4KX :4IX'NUL. M,W)%N3^/PCPSFM6M.,^2--J0^#IT@RRO.<$RWBF]1^<%//*OSX&]9]&&@C6" M&>N- 2_=7*'1[_GSE8_G5\2K] F:>BG\0%4CRC+QA@!%[^/]/:^F12082/& MU0K,7_8TGI,7]501*Z@KD422K5J@15%YZY9,#4>D]KXRXB@O$T6BPX1!!3$2 M'0W7D:A&R!I3JN A#PVY6@QQX$I5,7QA=B+(\U(63ISNZDFK9[OZ;Q#,K@9A MR]=[!N97!U7HN%07#R@6MX. =>NJK\X\L:'&DX\)@=+M- CG0LVDAMX:%=27% MC^:UXD>SCN)'&@%@&$H62W3HN7K[TC+0P@BM*2[O'F<75]<:.FQ^8?>-$M_F M[Z%O34Q9SKODJ'KS=;QXT*V\? G;B5?@*:AJ-&T]]>MS7M=$%T3NX?HLC[[=,$5I+ ^+#)0B\J%9(37EE*B"KT-#?S M50BEX96KN*H8AK*W"4E->_&)493WW3:^L*9N4$R*X86N:'6N*U! [.;@:!YH M+U:F[=;T$D*I&W^-#=7JNPQ+&@I_'V/'(G;.!/TKRZ4Q:1 +X2GG]".RDEEO MP>"SX W2-MHB,N6#/@^WZF0/?[?73?&.4- \+/@5.0FS2:TP&9"5"R34>8BI1 M;MB3? 1Y#I&)+IUE":.8U @=00:D24)2!LNA>&F\#)!ZCA#W8ZP8/?=E]8H8 M#]^KN7.V571EO^[. R=)YLN\'!+"-32? CNWG53(];%:1XJ*%E@]2)X5RO]Q! MP/K]LE0M&\&+#H2PFD4;(P^*-H"""G#J4F*'7A0K'67S ![K1&"P^)K(%T<=(Z0441Y!<*,E%(M5 MXJ5/.FAOXCO\1@3[Q:.R*2/&A4KA*0^4:(HP'8Y)D]L5[HI)M%4FK19Z.(\C MI83!C9Z:X"\S:/DBQJ.8!0]9'#Y"0Q(]Y_F8EEU73T7 M%22%:PN%1%%SH+NE-<:$:".!H51!P27@V>[6^2V*\|,U@E74H3PIWU$+4J0D M) $/!P[0#LRZU"U5D>NQ!A3EW8TU2F*V)A? @!ME(YE9M]+!B1WO2\D!BGR1G MYU'X3.*4,;&@$B5QS)Y=1.[O&N\=%(>RW*R%>SEQ**,J" G*0BR)RX70_X)+ M0,E&DH2:A)1P @X8YUIQ*$Q=E5:.K>A1D_U 8XW(1QG/.R'ND6F_4A0P07B) M]2EV*+G98J:!>_L;JU6A]$ ^FB[*/G#FA+_'V39U=^=1%NNH=/>7]DK\Z*'+ MF3=X1XV:*&\?]#*7W\,WD-+QBK7SS=,@H$Z(! MZE._@G?;^OAV/^,&;.5UZPYD3&"VW;L^/]YKZI)J^Z/VXP3Z M8#;G"OYDM%#/VY]KCK'.&NWZ<&+:YCUYX*>6AU=@*-"' MH<&&MUWU:.0Q6"C!X.I=-'X,9Y>):W^+(QX1)9MK!D!60A"QLK[S?@?$ M>R3N.HR":+6[9T]D<60GHS;IE2:%$M0#%YCJH@!%]1KZ,DS]1DB,_7J W%@E M+L;F1=R('DH:0PU_TNU@Y8(D;NQOBYH^%4=J87+5P28A+4U\@/.> <^KWT8W(^'9DSR >>-W65HZ]!BD!.I@QTS#:L$8(2REW? M6:Q(J85PYYSEV59 >POU\Z^B>..X**5DJ?-P#+_ML#'T%.Q8- R9(19^:%T*W3IK%U(.X<%)RS[K!7(;>.W_77YQON\%H326(39 MJ@GI_$A,DO2,.+$?KB[(-J(LW_C.DQ]0UL'+_"B1'%7,7++&5!#$J7RR5Q645%GN\&O AEM">\"6P2JLXF17=>;J;C1_%NYOV6)2E&5[]. M$I,25#=("O6:C.KC-8LHXI33Y\"9DM/!PTFE!I/I'N8ZR7H>L\2I\C]JS!Z4 MI#PP0[LC^O0GY. (.@%L)&C9(N#>]1.:>#1^>%&>]XE*>Z#:;GS3N6'FQO%@[M=7C+^IG-DF#@"Q:,K2DM<3A95+H"EK38GM)YM'GRPYRC!])U8LIGL&.7\Z,42("75J5@HD=\!E&[M:P:G$Y0Q+(VP7>>'DW"Z!/.N0!9&=?2S$,H H5KR0?7'TU#\U@0K 6Q&;/S M87X2A:^"50X[#:R/T:C@AL_K.*? NT=7%]3DI/E)[Y49AO[9 YTTIA,QX6!4 M"440(S$K2E^NLJLHOB+P_8]:HT_"E',AJ60 5)&Z2+*.6"/P*HJB>9?(_7@" M1RC)[*M;6Z@:;\7-&GNH>9TD&? $N,A:,I!3]R'N@AW"2L)^S"LOS)?6S-M3% MRNLVAE[G:\]KZD&%(?NB%! M?UQ3#\99IJH/691&>@V"J -3B81_CC^R[K) M5D^NI4U>3/1L_A3X*Z?R^?*

*E.$6/4F[<1BIIM^7]S#>(<;>'3[)1<,BYSF?"84-C?FJ8S-M/"<[RI+Z3%P]R(B&.T+-/-L5<0]+@N[;OIL-CXKK-MF!-V&[P@D/IK0'T^$R\9B=1Z 1^",5O);'!JQ3BJRX<^YD%;+"';T**)-QXN-M61_Z@B)OPI?K)4[6]$R2-;&;.6J>EO$R#CH3-@@P!=2-7|<87?F+=C+A1+G7 M0C2XXS]%AW0K4';-9G7>3"4UFQJ,_;.(2<+MBP&+!9[>@C^5G$-S@!+O].&.-MU-2H2J48(BF%)@J2YI)OJ>+RF.!-A?H M%_&PE+&CZ\M!LML>09XQ':>P+DJ2HH7&@/JT+8-L;W)T](=DNA!K/8'(52!-M9Z7G3H^OK?;6^4KC"+IB/+I<9]1OA6DNZ M[_"ZPTT]ZY43@V^J57T9D>BUL)2'B,8BSKK-]P&.3HCDGW'-+&HX/JI63I%-MV*LI%V[-)(9V6>6PJC,TGTI?QDCHE?4RFRWC.O=9-M"8N[8$^.D&D RB3A%H(L%GA*"/X4U-_,)XV92$Z]DMZ\D9H"I$NA=[N\AULD-ME750P&[%300:9;)N@:3*%K=.UU,1YO&6O':TK6:S@^G*F@:>ULR8@A%7^BSW M$T'NH'.7SR%]TOP4L<\P+TG4USV,T+R2+>H.C9Z\3X*',@M_J)+"A-MBF3(R9:@:@&R')-VLT@]++!->+_&P<.2F6\[#.LCA&=K*(G2KP-Z858U53*.J M='FV[SY!!R^IUO$ER*/,,:6P[MCFCGV$+TPR4!8'D_5@9I5ZEK6M0(%-8]?9>WU8N8P-MWE[O/H*VDV?$Q3/LJB/A+/,3'.E"4H[]>T6\-RPL(#-CES]W].Y%PA-MPO8>HD_CL&QO/[,QV$R-K=[&;'F:G;O'U2VO6]$%,7P^KH.T/CH^XNMN@20[-M+[59FV]OJ>><#5%9UZ;T 5Q6]*F)@GZEBI0IA*TH6$9"\I(,S^D066J\%(CP-M5=\!7QT,1P11..#S,\1V(Q@MGF$>K.!WV)AT$92P+07\^DXB^9!\Y5B>P^-Y-MQU? 3[M-JAH"T!+@IP&T!:=RJ]R2=:ZO0B>!-MQ"-O.&\V#=0X7/^!9(NNNT.W^MOE!9KMBWJR^[C$GQ.PG;Q-=T(-)^-_Y>U;-MRHTYZCC71I> 41861HS:5!C7.^C=*9HC=3-19B8FYD'%%W,DO5$FN%6K0>V/-M0&VF]1S(I"94-M62.0^Z"",XI3.DM\G#V^[I$#PFXCC;E'ZOSDY+,-Y4\LL'-M;7[Y%F^-7]/?X^.P"I&X-MS6>(G[:^"L\NP96+D9V&E#-TX-0FRQ=/<)\0VMWMNT.+!(^-M+&0,/@2:V4-Q]X]+L,URO-Q]XD,PNL)CQ?6(\I-%J2,6[L?-M.\-(N3; (.*=YM'S,TFD4$]IC=Z8>8QZGTDOFJY4,!6^@F!Q,X*CTZ#UW9QR$-MD*7X"9\ZM"9S-(D]MKBK<<>S\,C:@:>ZM"KK-W1\OVB;"!W@:.\RNS8>I)N MU\1DR)33\Z%-2[G2MR=(]*09&1?$:%2;FM$N2&U.%AKDUITB9-0\;(0B?F1.-M2V7P<@-Y[U%M*L)D^=>(9L.\!=Q/D)[.,+!$E]R^#-FZ,4M9]54 (R#WP]I.1K-MWW=0X*!;$rJ[@:\XKX"#=H3P-R?>7]!%-GNE'(%_/-F/$_1_I_CV-IZK?+EOZ4K1H%=5ZZSG)3BUGBT,#TX(7]X>_3;] f\]^N;M^Z:[F)0-(7_+^JEY-M5;OVO:Z,$4VO-C.9C[AG'1!$G=[F)"H\(GEWFXQ(TZX^+E7?:X[*F$)ET[Q;-M8-O#!=:N*_I)%B!-L5H-7_LT!VH"0@!>X>39@VR5[6C1;D?30G5-S;7.*^%G-M)#('F[M?C5A1U-(0,N?'7"-F]EZ5KW*!NYJ2>XU8P(T=Q%7G_\S.<)9XI5BC M9L6.;CQ(Y^8";32YF<"-8LD.YBA%-58%;G_*H++.(Q+O_$*>A$*"C$)QF';U?HC%*.H/<6BX"-8^Y)\8U\-MT;N1*UW#3RW>P=_178V_?_\>W,0(-5&5Y]_:/ MY=ISU\H,[3$'6MZ_JAA/;+K#O:\$F4)A\4-UYD[E*U%C(<[A)A&B*?6M*V)-MK6,28AX\,\49==3.G,]>,>$Y'I3;=#Z)_5A-R+5AA<^*YG9\8"2> M"9KX]F')P.V?CH8[<,<3;_?%?R6U/VLIL%;V*Q?%B=4+K/F.VW&DL-O6RX+Q-M=/+*I7%JSTHR]=N)C-HG9*=5ZZSG)3BUGBT,#TX(7]X>_3;] &!'S6"D,@1]3P;X_>O?WM-MT=MO3\D'O_GF].CDW;O#!S'3=RK2_>F[HW>__]:J_C??'IV\?\|X6ZV\A7ER-M)&=+|]M! [?"#V<0$)=7>.WK]4*'K8OQ784EIA<_9$U1-V!W+2YR['F\]B;]*G-MKI"2X;^%2]5X-B\|-*,MU\#7-;K.$Z/PZ]!-M9[.^1""]E..."$1M?W1Y$&!2[?$]@62.4@- ,R=/AT/%AYN,SPBAS7WQ\>$'V+-M@>>03ID@>R%.P@DPM;7?PS+-*:(N@SQ%>UJQ",/=9D>RF%U483N60:5-T'FT-MBIPG?B6$YD-01SGY192Z.&EH*8Y_3''2]![A=YO#-4Y(]@RKA#TW65&0-MM.:/P8OM,U"3NI?Z&SH<*L-QP]W@O:[K!\2D(}^*L2$6#BIY:$^7H6GK0YQF M>5SNKU.D1%C8W@X'W;M^C#QD@)NY%VE?65JB3A\3A?7G-L&$T\|-%J80S37-MV^-A,TQW\-KQ@5-5X:#05W$Y/M\&C6A^P&NR(;^$]G? STPX<(TK-M QXYT*M[\GVP&@N]?]*:SD@SU>3'>P^YA-=%@UJCW"[0G)ADI5SX-!,6T/%@E!.QP=:6J-M#4%9U+7RK3PI"+&O)LF&/L(6<;W9!G&.. !Q=HBL!FCZ<,2-M)@C!4:N/?9=ET9_;CHUI/S6O>XIM-MQV0#[GH]KZ;%]A590.G]%BG@1FF?C.-V*W"=G+0ZJ,$6L;C&54O:.E_^7;D4 MQ#JHPBR8C3&UP:NW"*3&3FV"$1/S88<1#MJW42>GYL,=(N>*@"S?!>Q;L-M-<$;6DK5I?2YA=3N,]T9-MX_PUD:(M/#J.^Y6K_)X7DL-AY,- >XZS3Q(.=!44<6A8YFX9KX3.YX/DIP.H^-MV87_'8$G_+U"!D4/:!$*D<8-?P[L(>@B3G:E];@-M^A4?F@.'%PTL154+.9IF-M-*8#>8K@1$^$\5O-9QBOUJB7Q3/,@Q7\N,/A^K?+@>/\%#N5'FT/]R$M!CF-M;/H-0=4)2$DOM%/S(-R"WOYFD*G,"",T[SVD)"X-(?2)&.:.0:*@J_OIBEZ--$6FT-M<5;OE? <0X3,.RSI=V>)++D$??Y?;?O@V9<+[+F?')>O)J4N$2U]JF+96(AW$N-M^W!O&P6004THL]D;$SD5_7-7);@L'C-..&EC$8-1WJO12B-+BS!R6R7%O,>U MN(]XA-\P?XY#6+%^#\-LE<;#7=9"U+$;KOU$,3L9FZC0VO$3[IIH'$W?7E4,-MQR#M1UB[DX;V980<@9Q[@R3SNEU6!V0Q4O\92\/E.K+!L%!_*E05*- ?:DR4D-MM,J5C4DT#A(0T&8=AB06\RK+ES-N=_9S%8QF9R[*F#+'?_POBJV[)KX+\!I-M-3_**IG>'+]\?? A9!1K-MWW-8<3!*]YJ@:\XKX"#=H3P_R?>7]!%-GNE'(%_/_F/$_1_I_CV-IZK?+EOZ4K1H%=5ZZSG)3BUGBT,#TX(7]X>_3;] f\]^N;M^Z:[F)0-(7_+^JEY-M5;OVO:Z,$4VO-C.9C[AG'1!$G=[F)"H\(GEWFXQ(TZX^+E7?:X[*F$)ET[Q;-M8-O#!=:N*_I)%B!-L5H-7_LT!VH"0@!>X>39@VR5[6C1;D?30G5-S;7.*^%G-M)#('F[M?C5A1U-(0,N?'7"-F]EZ5KW*!NYJ2>XU8P(T=Q%7G_\S.<)9XI5BC M9L6.;CQ(Y^8";32YF<"-8LD.YBA%-58%;G_*H++.(Q+O_$*>A$*"C$)QF';U?HC%*.H/<6BX"-8^Y)\8U\-MT;N1*UW#3RW>P=_178V_?_\>W,0(-5&5Y]_:/ MY=ISU\H,[3$'6MZ_JAA/;+K#O:\$F4)A\4-UYD[E*U%C(<[A)A&B*?6M*V)-MK6,28AX\,\49==3.G,]>,>$Y'I3;=#Z)_5A-R+5AA<^*YG9\8"2> M"9KX]F')P.V?CH8[<,<3;_?%?R6U/VLIL%;V*Q?%B=4+K/F.VW&DL-O6RX+Q-M=/+*I7%JSTHR]=N)C-HG9*=5ZZSG)3BUGBT,#TX(7]X>_3;] &!'S6"D,@1]3P;X_>O?WM-MT=MO3\D'O_GF].CDW;O#!S'3=RK2_>F[HW>__]:J_C??'IV\?\|X6ZV\A7ER-M)&=+|]M! [?"#V<0$)=7>.WK]4*'K8OQ784EIA<_9$U1-V!W+2YR['F\]B;]*G-MKI"2X;^%2]5X-B\|-*,MU\#7-;K.$Z/PZ]!-M9[.^1""]E..."$1M?W1Y$&!2[?$]@62.4@- ,R=/AT/%AYN,SPBAS7WQ\>$'V+-M@>>03ID@>R%.P@DPM;7?PS+-*:(N@SQ%>UJQ",/=9D>RF%U483N60:5-T'FT-MBIPG?B6$YD-01SGY192Z.&EH*8Y_3''2]![A=YO#-4Y(]@RKA#TW65&0-MM.:/P8OM,U"3NI?Z&SH<*L-QP]W@O:[K!\2D(}^*L2$6#BIY:$^7H6GK0YQF M>5SNKU.D1%C8W@X'W;M^C#QD@)NY%VE?65JB3A\3A?7G-L&$T\|-%J80S37-MV^-A,TQW\-KQ@5-5X:#05W$Y/M\&C6A^P&NR(;^$]G? STPX<(TK-M QXYT*M[\GVP&@N]?]*:SD@SU>3'>P^YA-=%@UJCW"[0G)ADI5SX-!,6T/%@E!.QP=:6J-M#4%9U+7RK3PI"+&O)LF&/L(6<;W9!G&.. !Q=HBL!FCZ<,2-M)@C!4:N/?9=ET9_;CHUI/S6O>XIM-MQV0#[GH]KZ;%]A590.G]%BG@1FF?C.-V*W"=G+0ZJ,$6L;C&54O:.E_^7;D4 MQ#JHPBR8C3&UP:NW"*3&3FV"$1/S88<1#MJW42>GYL,=(N>*@"S?!>Q;L-M-<$;6DK5I?2YA=3N,]T9-MX_PUD:(M/#J.^Y6K_)X7DL-AY,- >XZS3Q(.=!44<6A8YFX9KX3.YX/DIP.H^-MV87_'8$G_+U"!D4/:!$*D<8-?P[L(>@B3G:E];@-M^A4?F@.'%PTL154+.9IF-M-*8#>8K@1$^$\5O-9QBOUJB7Q3/,@Q7\N,/A^K?+@>/\%#N5'FT/]R$M!CF-M;/H-0=4)2$DOM%/S(-R"WOYFD*G,"",T[SVD)"X-(?2)&.:.0:*@J_OIBEZ--$6FT-M<5;OE? <0X3,.RSI=V>)++D$??Y?;?O@V9<+[+F?')>O)J4N$2U]JF+96(AW$N-M^W!O&P6004THL]D;$SD5_7-7);@L'C-..&EC$8-1WJO12B-+BS!R6R7%O,>U MN(]XA-\P?XY#6+%^#\-LE<;#7=9"U+$;KOU$,3L9FZC0VO$3[IIH'$W?7E4,-MQR#M1UB[DX;V980<@9Q[@R3SNEU6!V0Q4O\92\/E.K+!L%!_*E05*- ?:DR4D-MM,J5C4DT#A(0T&8=AB06\RK+ES-N=_9S%8QF9R[*F#+'?_POBJV[)KX+\!I-M-3_**IG>'+]\?? A9!1K-MWW-8<3!*]YJ@:\XKX"#=H3P_R?>7]!%-GNE'(%_/-F/$_1_I_CV-IZK?+EOZ4K1H%=5ZZSG)3BUGBT,#TX(7]X>_3;] f\]^N;M^Z:[F)0-(7_+^JEY-M5;OVO:Z,$4VO-C.9C[AG'1!$G=[F)"H\(GEWFXQ(TZX^+E7?:X[*F$)ET[Q;-M8-O#!=:N*_I)%B!-L5H-7_LT!VH"0@!>X>39@VR5[6C1;D?30G5-S;7.*^%G-M)#('F[M?C5A1U-(0,N?'7"-F]EZ5KW*!NYJ2>XU8P(T=Q%7G_\S.<)9XI5BC M9L6.;CQ(Y^8";32YF<"-8LD.YBA%-58%;G_*H++.(Q+O_$*>A$*"C$)QF';U?HC%*.H/<6BX"-8^Y)\8U\-MT;N1*UW#3RW>P=_178V_?_\>W,0(-5&5Y]_:/ MY=ISU\H,[3$'6MZ_JAA/;+K#O:\$F4)A\4-UYD[E*U%C(<[A)A&B*?6M*V)-MK6,28AX\,\49==3.G,]>,>$Y'I3;=#Z)_5A-R+5AA<^*YG9\8"2> M"9KX]F')P.V?CH8[<,<3;_?%?R6U/VLIL%;V*Q?%B=4+K/F.VW&DL-O6RX+Q-M=/+*I7%JSTHR]=N)C-HG9*=5ZZSG)3BUGBT,#TX(7]X>_3;] &!'S6"D,@1]3P;X_>O?WM-MT=MO3\D'O_GF].CDW;O#!S'3=RK2_>F[HW>__]:J_C??'IV\?\|X6ZV\A7ER-M)&=+|]M! [?"#V<0$)=7>.WK]4*'K8OQ784EIA<_9$U1-V!W+2YR['F\]B;]*G-MKI"2X;^%2]5X-B\|-*,MU\#7-;K.$Z/PZ]!-M9[.^1""]E..."$1M?W1Y$&!2[?$]@62.4@- ,R=/AT/%AYN,SPBAS7WQ\>$'V+-M@>>03ID@>R%.P@DPM;7?PS+-*:(N@SQ%>UJQ",/=9D>RF%U483N60:5-T'FT-MBIPG?B6$YD-01SGY192Z.&EH*8Y_3''2]![A=YO#-4Y(]@RKA#TW65&0-MM.:/P8OM,U"3NI?Z&SH<*L-QP]W@O:[K!\2D(}^*L2$6#BIY:$^7H6GK0YQF M>5SNKU.D1%C8W@X'W;M^C#QD@)NY%VE?65JB3A\3A?7G-L&$T\|-%J80S37-MV^-A,TQW\-KQ@5-5X:#05W$Y/M\&C6A^P&NR(;^$]G? STPX<(TK-M QXYT*M[\GVP&@N]?]*:SD@SU>3'>P^YA-=%@UJCW"[0G)ADI5SX-!,6T/%@E!.QP=:6J-M#4%9U+7RK3PI"+&O)LF&/L(6<;W9!G&.. !Q=HBL!FCZ<,2-M)@C!4:N/?9=ET9_;CHUI/S6O>XIM-MQV0#[GH]KZ;%]A590.G]%BG@1FF?C.-V*W"=G+0ZJ,$6L;C&54O:.E_^7;D4 MQ#JHPBR8C3&UP:NW"*3&3FV"$1/S88<1#MJW42>GYL,=(N>*@"S?!>Q;L-M-<$;6DK5I?2YA=3N,]T9-MX_PUD:(M/#J.^Y6K_)X7DL-AY,- >XZS3Q(.=!44<6A8YFX9KX3.YX/DIP.H^-MV87_'8$G_+U"!D4/:!$*D<8-?P[L(>@B3G:E];@-M^A4?F@.'%PTL154+.9IF-M-*8#>8K@1$^$\5O-9QBOUJB7Q3/,@Q7\N,/A^K?+@>/\%#N5'FT/]R$M!CF-M;/H-0=4)2$DOM%/S(-R"WOYFD*G,"",T[SVD)"X-(?2)&.:.0:*@J_OIBEZ--$6FT-M<5;OE? <0X3,.RSI=V>)++D$??Y?;?O@V9<+[+F?')>O)J4N$2U]JF+96(AW$N-M^W!O&P6004THL]D;$SD5_7-7);@L'C-..&EC$8-1WJO12B-+BS!R6R7%O,>U MN(]XA-\P?XY#6+%^#\-LE<;#7=9"U+$;KOU$,3L9FZC0VO$3[IIH'$W?7E4,-MQR#M1UB[DX;V980<@9Q[@R3SNEU6!V0Q4O\92\/E.K+!L%!_*E05*- ?:DR4D-MM,J5C4DT#A(0T&8=AB06\RK+ES-N=_9S%8QF9R[*F#+'?_POBJV[)KX+\!I-M-3_**IG>'+]\?? A9!1K-MWW-8<3!*]YJ@:\XKX"#=H3P_R?>7]!%-GNE'(%_/-F/$_1_I_CV-IZK?+EOZ4K1H%=5ZZSG)3BUGBT,#TX(7]X>_3;] f\]^N;M^Z:[F)0-(7_+^JEY-M5;OVO:Z,$4VO-C.9C[AG'1!$G=[F)"H\(GEWFXQ(TZX^+E7?:X[*F$)ET[Q;-M8-O#!=:N*_I)%B!-L5H-7_LT!VH"0@!>X>39@VR5[6C1;D?30G5-S;7.*^%G-M)#('F[M?C5A1U-(0,N?'7"-F]EZ5KW*!NYJ2>XU8P(T=Q%7G_\S.<)9XI5BC M9L6.;CQ(Y^8";32YF<"-8LD.YBA%-58%;G_*H++.(Q+O_$*>A$*"C$)QF';U?HC%*.H/<6BX"-8^Y)\8U\-MT;N1*UW#3RW>P=_178V_?_\>W,0(-5&5Y]_:/ MY=ISU\H,[3$'6MZ_JAA/;+K#O:\$F4)A\4-UYD[E*U%C(<[A)A&B*?6M*V)-MK6,28AX\,\49==3.G,]>,>$Y'I3;=#Z)_5A-R+5AA<^*YG9\8"2> M"9KX]F')P.V?CH8[<,<3;_?%?R6U/VLIL%;V*Q?%B=4+K/F.VW&DL-O6RX+Q-M=/+*I7%JSTHR]=N)C-HG9*

*JNCG!#:¥!3;8_:3*3L MA3I1:)UU|CP\KMH>@T+:M(#]SWOHWE00XZ3 MLC?'YGE&_[DK2MP=+FQ-D;6],+AT?*"?PU>_5V=N*&7^\=[Z] 6A: *])3]N5L53; M@]YLAL9?5#*14GFU*W'0-,5/?5ERP")-=T$"Z!Z; M%T:ON^T4*&-=C:S-MOF"$C# ('T/-T&<1C#'E[HB#)*_PL!V1D4;''F(*1[/ M-6?=X GR&JUO#R&]$$5+$V8:Z*M%_B-:;8]?8/(,/V1IN;8>U3N.F;FC_9!A M/M!_\WJ SH.$.<:9T^0$WG@Q/7I)O**ZX<%'B(T1WP4_]9O4H6+ (A0>#AB&K?.Q^X_E!;"0"1N*WG1M3]YH^S2L$"N_X)4RX MSY-EQ"P37C+FE/)7DB[:&!/23\+Z(F?C4&E] M#&&)JRBAR2+O+T\%1&.JVA2? EH$H).4G,0:?(;[[8%8V#3M/\!Y28Q2,?X5F*>_T0Y#_ DE3\P5&^4^Y5;%(^ M]"<10Y*-*MXTB9"(S\;,MBJA)!D;%7_TXTY M.UE.8GL(>A]7 =I5>24_&Y" MA*D1=G]55&=.@KTE#J9>QP6LPKYF@3LM:0!0]#XKQADVMED1E]3>64]F4R33 M.A#E]'SL=U*N9)O>L"JJGR07BL+L9[%0&?NHNV.3*,-VB? ZWV5!U[HSL#IQ' MXXBXD2 DJMN K&X$0MS*AU.+LF0.KX;|<1OK6-C"OPA_W,4(@1,6#^+3\7$/ MY#'#A5# [J5_U7"]MWO$E'*4MP'1UC'#=V3B"53+82-.%4QOZ]6 M.5P%):DCU?53Q2[4^UQ3::IZQ .$"_1{SR?D*/R(X*T^M>:7AR%)BE W]532 MJ>F1+^7 =;B" 8 \5-D4MDL*VT$)<"XO).]9[<<:@)! 66G&S",+5"GBL,9R MW^BAI-P,SJ]&?QBF+W&&;AE7878&EQI]^ZN%ND;54Y?B MG:BM=;'VC*G=]^-L1KK\)=- JU&W1^-OEXQK>Y5D)LPV, MXA=RK[K=DK=IT0', :=)OTXC! P85,EQA6WJWS?$)2Q M0F_A:CI_QH^D%^CN_XP6PS-L8U\^P "7W<$^J=?I=F?? HTU.T8-^J, 6!ZE= M2Y T38_ IFL,8MS:NZ^:LJ#[WFYJTV); W]&^5-F16*L^R0Z%7;;;C&!&QO\=M JY50O)="V=:*9V,J/!,U2T/LU6*ZW9=1ZCS>!G#J{X\KZ]&BY2.+2!S#2-'-MD;UVN'-?)]KN !3.U,NBC#71WNA:,>RX)U*/HS22 W2H*V<'&]B1A]UEE MR%? 0)7\0<78>%.LZ^?5SD*"FMQV=)F9V#B^+%L?#>X9$'_H-I':#.8D1U/9$ MSV4-5B$HU9==I:)9KT0>R_X#+4^+GYD0K9#:& (6QWK]ZU2"R\E6JT@(%I]4 MC1GD&*YGM4+[9O!7O"15[>6T'OK*%Q[3J#[]W,YA:?76?K\66[\6](R7GOH8 MW,<)>QFGI%)@DS>!7"M)V4 0UE7/@\.2;:.]\96O#V\D9*Y6=2QZMU MF2T_%=7'2N\B4[))W^GXRX4 X"Y-\A>T^NP)62]!;C*T#%+4/+5-/M+&AU29C MW+)G,SY0^3R[CA-R,BKN<$E]3XY)V'Q\!%)8_GP.2"D\ISH0Q=(P#SRRJZW MG@A5SG]I+E^W@DN-A!_7%$&0!AN_%;4F!METU_^_'I3,\]W19EM8'X/JS)Z MQ3K>JB57F9"\0[O-Q$/AO6K4WX*<_MAGQ<;IP617V>3/MN\;&SI.HUU8$C6X MN,KR.@\JC!YAN$ZS)%NI>?VZYNG5WNP4!L? 7*W%+D).F).E(U#0&9=O:G^>G M)UQ.4[R'/_ #A+"?UE^+SPBM:2@S4D6SNZ-I$B+RE?NO,L MC?! [0U1E8WTH@Y*XINI[A:)^J86!_M4M"B.2#F]>)OPI>'+BD)8LB2/BS-EV M0WPY;[=UI$OUWH8K7N1PC:AB9_6;K/#RBCX&&1CHQM-HP06,SBV)U#NDU&V" M>Z36I;NILE.(*[KT]A"PQ7MH]OXZ"]N9@AA96ZILT&.=*EC]HRVX0C9>K@XQ MUJ?KZ^U%RIG@P$_H_? ,)CV(4:*P3(.\4/(*H? 5T:$7E"CI MPK5I4\P.[SSM&H&NE4_SI)I@6KN%PJB.,]X_E1=Q@1-X[O+)(GAX5/QDMV?R MPMMJ2(K'NRK%HT^O1(F@^O%B_!&:9:Y_V#T581Z3F+H6@%+8\'84U4XOS[ZX&.6 MYLT_SX(B+G#[*M8?VUSC'W<3UQAUP[-K=R0F(IK4 MKW[Y[=O3;WX/*I*^UXPV+'I1O5HS. *[K5V*3?%SD.=(12]N\^I5%T^_M?%;^UN15X<"X19M]B7"- "P@U_1R!RYVR[KONFI*$9:Q+R;F'M(PEWE5RMWF".<;MPSK(H>=8&%4Q[FIJJPS< M\O&ID"I&A2U6GAAZ^_@RD_UA*K&02MT.OD*7@FK]?.W9_#N5J$Z-7QJ8O5^^P#R,"WB7QR%L_]B>";:S3IOQ MX,,0:.0I+[UBW0R0=EY?P4:!0(15I? FQ?B2;'@(JW+).AE:<6]SP"&S1N4WV M(]+]7&1)$N1%]]M9[D1.17YBTU@[XH!1X95UZO0%WN2A;)0"!:G_:XK]=,1E MFD6T*"^"$EZA41(#WR'- F]4)]HB,9&8>=Q!UAKFGV#:NL_#CGF9WC.G#0X9R MS2DSO#)3]W2\<9PA]3;"WEHP+2CF99P:#$ M3C;LUTPTC<>]&8.1QA0&627>!%MR)OC&?]II.]8(]_M4"G<%0S1=V4/D.\ M0F&T0+IAL(*]T\KV:G'$M8]+D*.Q<=9>TP34;4#_'G4$+DG/?K.2NL5L;[TZ M%(Z/.YO#\;%N>2WZ@AI]L'\+F*? 6_Z^!QY.QI\R3G,TG;3;OX2:(4_1[_+*4 M!V&Y"Y)'F&_>3G'B.!Z!!W=S#\-4/8C:#@#5 [B)E\-#R=<>X ?A@_W-@_Q, M[>- C]Z_OR.?P.KV#>9Q%W^7V??;GX/ UJ6,<2B^]AX!TK97_Q5$GM("J-D\ MD7GS;%Y)0L90H<71G&YV%CGWX(;C;G2F=[W!NIWCLK4/7ZWE;%E*IO;,D;O. M598O85SN$-)Q?K;6ZCS+93_I6'PIW;X&;+HWU$31%V] &*!EG"3] L]SW"M< MK *;RL!XR4ZFF,OVO8:56>X@=IF?XY9A=83&MN+ZWZ] <@S""LE4E0EI:OB[D MW\.B),E-<,+S$/WXF.%?4<^VU?5P9CJ#,MON^]4Y&IGR9;[N%SR3CJN$R5UG M\UIIEL%K\ZC7DM.(S"K3\SFG@WI:P3CWN/ Z7%,M0'7#^)EN&:[O#!:$[. ^A M3YMYWK.$;2?Z&0W,V^O!+(9OX[E0>4=ZA0^)]E>0S?=%RSBP4%Z;O9?2?G=M M_#V5#<&Y+ ^@(YKSL%U:'H. GVA75KO(P5@M\^/ X%]?1\6"3N9&.G.[IWAMY M^@N=*Z-A;):7!SFC<[0(&H]&%F"GYIKWFG1[921:T=O5!##*H&=R8K/9JD_M M.6G8;9MKE7U05[LA&Q8VNK MCP!"]>95.E'.$#HGL]&<"L:^SW 9HR0N]_=!.7-5BLGQZWEY41\4/^JS6!!5 M@HU*P7IN6[[:> =]?$ZH8''EX>-QA<7B? 5S\<)5#>(VNL C@Y=S7+9/?&?I5 MCAT3M[!S\M#XKA(K M7]>(R1WQH[HMUS!_7 G+MNO1_75'-F(":*)7=90:XM3*B6HB$A\J ML";?!^^$Y(\DDP6AIM]1UO*8ZY?K8GG%2X*IMCFT_WV,-505--C'A,,:@"8"\/M66OCV M99X:C&SCYA1B&+$D:THP8C- 22\KR^E(DZL,W6(TUGIM35@9)]2Y^3.S7N!9% M!WM8-2Z\>D#I"9S&L,;4^,@.JR\WH02(TVH7T:Y]N2"[D-R:;(NIR$Y=$ MU5BD45M2*XQA,7W5/DWBKD.D]=CCU!K&R!0:UN2#\:FDF_EW9=2X[,P7H/ M$[P@[H*\W#B=; <(0](43X]4'3\M!5U508X5HH6(O';##H)R$LNB+//X"9'& M7FW9T-1+9>NRKQJ,9^?'WCX*Y MKA%-9&DO&IT9-C\<+N R3F%T!E/T0WF'I#35S4-$R? T50L -![-U"U W ;B- MUYU<070TZ&0C'AUX145W24**C*,8*C%5CXX#0L94W #B51HOXQ![_BOPCJP\ M#A)]0JP_;5ZW([#%I;XG7M&-U 53'"NE=+Y&Z${#!?# 3FDLH0['$:9\&*+M#H&W(]>?D.! MER90_R9+5SBYQCTL=WEZB_N!UB^=D[/K6C^?>D"R!!8):G6,T\JT0?$Y;0^R M%&Q1$Q"0;CP_5[I"]=U5JB 9F[J^+GMX\[A=TNXOY"H36'=UFY35.=PV[V' MYT=0K\V>5U92@*U[E%B%=BD.[K]-41]AHD;FA%EL114"6P0/]3 MN:B1A+>PK@Q5.ZQ1C)!W=]\QKU,#F'TOG$)T5F^2M8LZWCDF/Q5I6LZ7DY = MWI*HOD#'$F6FF,4IQ!";^!@Y'*Q5$#5YD9R@J$?,@^.1F".NXUKU21]*,[EK ML,0G1M-@Q,8N2+NG OZX0Z?(Y3, ^2B;3"[AT?*3FY3'#VX;: [T'5P&]Z79G(_M>B>A<*BFJ/DNRZ(O<9(L4G1ZEFBJ8G1(DEOG-=):XAQK)98!I$32EG'E?06D M%*ZPIB6"D@I;O"VI_<#O?J0C3!I:RD/WL,)5>6- %*=WE6;0+2Y#C0-T"YW"L MVU>FJI^WL$[&*"97<1J7\ ;1SX=$< 0TC%?I^2[/81I6/OT)N:]\%\0I5K0M M[Q?C>'&_D8SBE[/#U U!TQ)037V]TU9P0J- [_.29VTF;E>4@-&_26#/3ZW(/-L*HY+X;VPK-=@:X,17&>;9{BM,[MV5H\(K3;Q\LX:%?) M(OQQ%^>D+M<-^C5.AQW#@I@^852Q6-)_",GK8'$7['$? EH'MEG=KAA#UI>%T M@)S5U7P%MM5G7E>4%[32B]*]1 S4+#2/V?2]VF8*X96>0VV<1DD- .@9\?8IB5>D MNSF? NVR&;7]7>3IOF0/CQC*11[ET!1+\/4CJ[KP7<'&'SR!\?WVR<>@#%Y8R_65KU4Q*J=:JP():*]5 MZVK '7[QS]+Z<8UWN#K0?;F,6+2?>U!Z>YNF>6\4P 8=^KF@3 MC$2Y&%B;RAZ\ 6& UD*2O-ZB/G+L64E2+YEV|[6]-:MU$&4AZK+MX7W1U=B4 MU^N@Y,WK6J&&2/51TV:^Q?O:/?O5+>@AYS[\:1R.3_| <]NE-Y@&&R3JO&#!>W MG:"1)GJXB1JN@QU=Q-0+2'LX+G7XDX6[BX/;9Q%M(I>[./9$,CEV\ZQLLKR, M?ZJ3@6+'N) [QEE_2-.A[.>ZI<$ASXN$^AYOXBDLP5ZX+*+E/1B#@AFL30Y^ 4_#WZJO_\1LP MH2"WGB>Y9+B&IR^KV[?.T/-V5NAYJX">MS- &SUL]]+R=!CWOG^GW:S0\!TX! M/>]FC)YW>NAYQT2/E>E7*/&O>LY.66.!+'535/0M@5M8Q:"G+]8ZXBH?7Y6GA0S M'ZBV:E=9I\@V@9*T$W>;OA(_W')M33-0MQ.!R#5Z5"75(D=I%DP#2'*\FV5; M#,8Z)TFA 1A^:X=1WF).N)Z=[?>@:> ?&U)IM* 0C]?$@ZL.='\($BT(,)JY M3!K+X8'G3E@'\Y,O&6>):WGSY[P5-&=LIKDZ+G=YMH5!^BE%Y] DEP86!>?I MI1A,\&RU]9> ?.H7$PI"ZI4AXPS2!"SXF*52>'!V 4Y3Q_H"FPNN^V-Z+!.^ MZ_U +(%V3Q",TT#V)!HUW_\#30I_)RA@^!^K[/E-_7&U$=3_Z/8 JBMG2[ZC MR2T8$K<)$IE74)=B'DXVENK!&$R.[_-=468;F"]T]/V#- JZ5M@/Z/'6^_@HL M_"]0SBQWNCIC1*8Y7O&>)?X_4O'0'/\)RDK.:3<-UG(F%]P2O^0S<.;3<+T) M\A_F<6(+A=7S#^"_=43]!QITYYA/M(14ONUQ\ <,DF)%13Y>5WC,@PA^##9LR\WH+7_0O>L]_I !CO3)9P![_QU3S M?6SC/,G0^S9S=/;7E\(+'XL3UK>-]'>+U1C)WI4BLO:B@RC1QBNTRS)5OM[MDB=TDF4HH^;^F)"0'XD-MOH4++,YX$I1Q'TO-/F\>%G>"HR)4N#6 M$E.5UL]&6*.VB.;4OX=5.L=B'6^GV1Y$E-Q[ZPBXD>EN]U2+>5W&!$)D7<1X M8W?ONB/AB+7J.W% H3Q>O3@,'7A;MR!.ZGH])'%KE=]&XW*EVI/G.#87O'@$ M\C'HOO9^A5,00@L'P5!'Z X?8%#LJFKOQ/?P\@7F85S-NSP.X20ZA I%#P4< M%-CBAF)57X(M_O3?YJ&F:LB5/L=49\'V*:&@7RBRQM(S6@F1;V>A7TPKGQ/S ML*-#"B24U- UN,"#G_EHA8XGG5UOFX0_5'C"/&X6)$7X8H[=T((Q&X5UHD+_M'3LZ:08$G7N-R7GB&9QO+R1~JO%G#(BZ^]ZRWZ(A5O8LPYL*C5$ 1_G^&[&<]? MW3K:V#3];V=,OF11Y@6UN3VW;1FZS@Q *!2V"(?\F;&TX^&'\JL@@QH<+U$+D-=5Q)L$>/,$I%SL(E1*IL>]H4^/098^W@FP M*0/? 5DN=Z\DVI0SUK8-%7O[C0YS&FYV&YH0:47L'^E>W;PS[+$KXEY_KD5,$^>)N/IF'B)F37XKXL%@QI97HM*8 M;EAA^;U=.T]Q,>&(NOD>4 W\V^JETACD>F:/UR@Z[L-?B'$_"#5!P&SH6OXL M)GCN&1_^JAO_4M=-/-=E!QO@)8N!U4.-L>75 Y1E^&5>JS)+JJ5%;ZR\W9M M9^([HB=RD4(IF!RSX/%NMLGCU^RO\$\0_^#_G.[7,(\3E=W21 2P@LJ/EPG M?->P:[K79% M.1%N#?MV??(:\LG#+NG-&+S.D3L. !UT1TRBB; (WH(>@"*>#KG+OKOTW3!F5 MHO>=V=;K';^Z,. C6&LJ3;^O_[5+]AA_T(&]%7MRZUFH,@5!Y"X-8;CKUEP M% #1-0XUY=BB3F=V#,]X&0F++"/- P_='@RR[$YH8P0X"QG9(LH,OT[-7]<"9; MF?H!*P3;_(Y7$^G*H6?O$M&[&.S176IG\3N,^S?_;OO@->A(U5=DL#W]5@] MH%[F!>8(W;_0,OE@/<16W^ 5S$I+]=IF^L3>=MJFR2^UY_F499XDE3=J3,_$ M&&D^SZ?&]>$>(*G"]QU,81XDBS1:1)LXC0N22.(98BMN6DP48:Y'VX,'NA:# MO+VSZN,(K*I>0)!& (.CU,YL=U00+/6QJSY>1@G@/"XB&M48$J(R>&@JAL /G M5PT1-]R$2%43 B8J*^@<%#P5Z;0*G73L)GXXMU\0_G"\W^(E5JH2(W'2Z/=G M? OJ*&,@8T.4@H?T&_!U_Y=4_@SGOC7_&<# CO(EOLG2%?9/OT%2O@P*>9YM- M7%:5MLZ#$JZR?^>[O"YA^T6DB@6- \\N4'S<(&LDE+UZ[;D%+4Q4OX-UY#+X1H=E>C,O$:[;>X%8XA[OJ$"N1M'QA$L%5 MA1_>7HB;@EY;4#4&3>M9@%1'RC0BE:?&W.IQ 9_*KASA:!'C$)A X1(!;,@! M-UO\4PFZ+ST?L'()1.<, =I'(-(LBC@VI5YN:=\KB8 B(B2=0N9""<"1KA: M.6D!2). ^/]T .AZ0HR!#&D*R\9MFK4/? W"ZIVJ@38(A-P^$AQF2 6[@D0:VS MVA1 M2&7,_K?U?E6KH,4]O- EY"P?82LG$GQ_SJP5!,+]OXC0WG!9U@L?>Z=JJUTI1Y MP1[X;,'*ESN#,X E!7KY#@:DJ7=BV^-C7.*5?YU&\7,<[8+$DF&8W:^C^RR7 M 5ZZ"OPMT2GOLB:XZT#^CNW%0K$T=F/^$ V 0,K!D/)I(4R#/,XL 8'=KT,@ M,!G@G>CU) [I%+Q1&(W[^P$PKK"!U /ZX0SU>/][/ PI>1B;0!%A7'MBX.&X(Z MK-77@'P.\/<>M0%%D1T]>[P!FR?@BM,LC\M]RDN>- @FL6U,JE#TX:LC9TM070I]5V=4*O"7@&1V!1%LJS?[+32E M+N2!JYC"E)A>H,Z#8FT97*1+YRG@,%7N>W>Q!GM!HF>YE^"Z8=HT4.ASEO\0 MIZOS8!N707(!EW%XN%EPK!GLED[+S3-9X,BP_A:$U<=H69.OO1DXA!/?&CKX M(S2,)X\BT&H[%_*WC MXPY[Q]TN;[H K?$.R?8?AT_%PO'.9X?F"'-- ^!HOK0ZP$N%1F[L8N' M:GI8U^4GKQ!?YQFN$QB6G^-RW91)N$[#9!6B'OO1LKS86A(1@30 5WN\0-5 MN4@C?,,FT0N?"KC<)3? O$MJ'GI2B!]5,@2V>:TI1QAOB,K0RN?'"%&62P#W+,)-1&B!#_UDEV-"$I'P]G(H:X)71)DX+@*R.NP ?; MEZ<#4R[%_DDI&;GQ4QC)^YO#Z HAM80W"*? 1X>[X&>(JKS!;/"-CV +N.G?=$=.INGO M?9WBEXV6:%?XW#*Z^70\0)?+#_^NVWZ/;AM+*- &O6RG4AG22!./W5@+S++H M2YPDW87Y)BN*C[^\7=HW"DN(>0"4F",%"\H2K.HNO-YDU<384_?D(S?%%",W M_W6EH(Z;S?(R+>->G!G^L^V- RY0+#R@T9)4;8T;78CXTZ_G9Z49"@@;NF,DR M"@!A$+SH?(4ZNDJOI,J=S:" "),Q;G6@!!9EED)P%^R)W14$.03;8-]_N'#] M5J\K/%&!$? Y\F*2@OL_V05*2.*6B/DT6PN>" "-DU<>@P%^SW#X] MY"X2"]#+6L0?IJD55M57O4X69(-6DCNKG5L_'08'@E#" J_>C/P]HDF_)6 MTKS!F5N]&)O(79Y=9?DFN$Z7^\.]I7I=2)?>?NF-HLR@I:!5U'1[-QZC4& M@D3S49BJ$>'2'[.2+ A\A-OV-Z.[=O^ 3I/G 1_M1? _'B4,>30'FI&_+!V2IN@C@'ST&R@R#H M/O;]+8D$U^7^3XXS2V/4/OTIV3S+3>#5SB+B_A;$9D;^ZA>1#SSN/6%0]'P'^ M, TO:NW65.6$?0Q>| (9U#S';2#4B=@"D/T60>$4C';#VP.D_]ED'EC6VW$/1 M%NL\?Z[V""%.J6TCGZXPMD'42^!GR!D\RU691Y]13+O32I7LS8+$%5?^E2V#@70-T%0 S$V+N"S\.KB^OPZQ=MZQ-I]K63L M&=)P;2QG?82G]EE0 M.[Y]FZ Y4ND%TC#&9>3, ^'V&DXPT9DY-OS-N8[=.2#PV.-*N/N^LU]RW!]>G MO4P, [>DO'*MA17>2$>ZZ*'8PNMB1RLHD+.=A'2 :-^/ M1@_H&UB?2ZD8KLXF(U3%E-(:.FCB%NE]XCPG M!?(11F-!/F/CT#T2V9/=XH4Q-D.IUE[$V JJ)%+Z>Z>Y%BG"$E?NP]=??P[< M])P>>FVWPS S:!%;E]4[@0^4A2U=^RM+/*%5Q*O<=;N"]IY DVY#+HTFD)! M&F=/Y??[N$;:6; L%:M1J_4T'VQT3*F@!)3MYQX#.[2DI8*=@TD8X5'-,I3 M]O96C5R8>8?>/K^K,28HQAO@;W]=Y?1E+GG5$0VK N;/<8BTUB7T[74B$1S? LZT_8F,KRC^U(@S_%7&2" M5&0^'[X,(# H@ZXQ3R,22E4I:^LPJO-=CNNU(%H?T1BK?UB&J I%+^FAI&S) M,A8?!IYX3%6L($Y6XF+9X(W>7FJ;A%FPQ_45,VSE6+0#!J39/09^,LY%RYWJ5K3L49F*MG.:.^Q72<;"YD[MNGP^Y-56 M-C,2OUPZ26_2')*N_7!4F.+F-ZT_ M8_A@>+]5BR7*OV(+9L!6C.J$5VX!(;_TKEU1W.+2)3=O"5#-7QMK-57ABE; M4_E4ZLCI.:;"$>]$JY/31O23A>\;I-KRHAV#U6;"TD%W%81.S,0=&>? &/AXG MTE.L+A=W-/H0#: M;8,_4C,?">RG7*LZC[GC&F)C>C,*>IXTLPFPN5B+,RPP_>H" -O(>+(16 M]H*ACK#R[QO&%WQ$F/2 (.?]/B)@-GD\$=H7 <;ZU1^&L-%);/OPSH1V=+>3Q* MYT19E[6MO.CN(7Y.A1%V9=\A=160:-/WWTI:ET6N9M25>M8ZNGK(]|% M% .]6!BCB9I@CU!(M6/$*RO=3M, ++.\W4IJ_UG?/B[^']'IBEFP9KN("QU#4 MOMX]'V^U9QAA#VY=KH6\\)Z/+*[]KI7@ #PJ,DH"ZQQO!')@;W'!.GRJ5S^V7 M%$9G08*AUU[U)KD!JJ%T[)YBGQ)?T#_5:RI52;IT07]!(R>2M?U=09<'2<%.;![/+>C=7 MM\N/L+S+LQ#"2#&'*

Z>M^Y0.;$9XUAI8@FW]B;]G2\G$=T9=P=@IW/$] M8['(51V-QM%P!_]}DU@A^_N-OVS0Y;UI].0=#T/!=MQ10?3)7&;'I'I(7K*

*M*5'Z3B>B+IRC5,B.)/O8@28\$V<3!0D=Y!\3#7_L3MA<;".KVY];KVXMM]K_MJ>43;GK2V-F\;FU; F?N9^J3-\827*F(=7P1"46R?F%CD/"2KG_(A^QF-H/@*

M,I&$^FH_9WCF^33IQ_}/:5WE'D;-&]Y=#C?Q;H/VS$E](<24_3M)"/GC (QJ M R+4VZR\))Y1$S7>KD,_'):F/\=I9'WGDI";EZD)L_3:34VT%%6-&NVX#9^F*

*MFAX7*0+L(*Z3ZI6&< MKH;I;#DWA'X+YV]7/2*\@DC--]C$ZO7QA#F]K3X^'_L8=>H!ACCV)8;%XCF(M$PP5I-/C1"R7+V&RBQ"=N@!9 ZX)-*

*"L#)KP$*>CSR8_9[!5T\WW^C4/"H>)E M.$W&H<+]OA0#A \;N0T+/]"N"!/?WJ7"Z>X"@%F#,W2;!< M]F+0RG%LPX !KK,6/%Z2#\&7^LO*TQ1L\SB$1-*

P769($.3%A5G_[VH^:(I9' M9RU8#MUT:5^^P#R,"POZEO@5IL#X4A!TX5T-$W/ AB!A+7$%$168U0OD+\TTW)$T19=RYTP/&E$N-

C2HFO<_B2!HK<+5,Y;)I,[8AX47K_(NGS(MG)75 B.P_I!L?6? MGM1 SB7JWS;.8XV7XZ+V98A1!T&2D-=EGU7+S(3,-XT+I\,\K1^NO4LET+W#

*MFLKMDOH-?A,*2VC;/JY!V%/A927FN,%'(;00 GO6E*;F9=X-(D8^W%HHN&; M^.$K3E6;*JI_^,KBWI"J M(!+*J"H;LF'&NI[G@IZ[,*>I8TL[FPL5EQ-*

*FPF3G.! +@"HASAWFB Q"YUGZ MC&87X>IV22Q?U=Y3_1]IV;>6CQDY/1_F 2E7'#11A0?)KE*HZ,Y>DH8H2KF? M)$1E4@Q3EU%]=\F"#UX--*

*>HPZO3G_#JFP1POS5#; T97T.6'#@Y?A\5%'MUG M1],7ED?Z01L;6**>P#/NBE2QE6 1_.J7W[X]/?T];$J(;8/<+T*-<=#MA$9S M:OYZA.X;T2[LND,*

*[,;Z%#M-P_[B,\^@,3^D]##.T/W.+]HQ6%4VY\&"O,&25 M_W+HHPW%7;5[*G!M>?B+I;P02N88V;-U-^5!"#1;Z^603OLW_T;TX 'P?MY M6S**Y*

*JC#&=^S65<,0TJE W&;6AG[1>9KR\Y,>J4*E%O'RZJ5)V[.BLR)KRO MD,_1'E;W5.4]]/E@KBGC_EZE/A^CS3&DXSY%VB3\;9NEW>5H$@.-'@>NW84,*

*M>!2X5E;@).V1NHFNF22E?-C1\,M;-_(20VN,_IR9UD%!0E\'!5RLD"*Z0LJ. MAC&'U]9]NCLV(SPLU5^C6TG]N>>4P2]"Z-X7!&,ULJQ\W&V>8(YN*A2^E,3/*

M;.C;8L)B@J=&D4_)W;0ROE5>L5ZE+IK\5N3<,1I9.Y#RG@=AN0L2G$'S=EF_ M@JN:;]F-'=LN.&SPM9SF[BM]Q-T

MR5OEP>8>;@)TN:K/N@6NW*=Y3@H_S$[@UTKVSZ!EICRX0IAA7->X=BFF\.3 MRH>'A%7<]-PI[$VA6?7AAE*US*AUI[0Y"IH[C2?A\R%%5[,*

*[AET;CQ6*I>*@ MLMT+AVSL&]UD\[I"7#4E%MK]M[")TF(^3&7"CA2R";.,53YN:"I"?/\"D; MQ~A@QT0JA(-*

*>8"?!AY*I,GCIX%FD[L(]L5BB23TN";EQW ^KV@75L\'L"P5 MZX?9H>2Z=H<%GKE;'7']R*G.0='T#M+VAA A IZK?5B$"+5/VII:<[WS0Y & M*UA5*

XX>8/XH;$*11DV9P7J?M0"PT&OH#'&6'+\H" M(:I.6V@; X/NW5O0^PQP7PC3XR DR?+(&Z$,$5[,XVO)]6W?C-&:GS14Q:LV MQ1;+O&VSD.(A(?>

*X;&B5?7,-U9D@N,4R6,-V0I^J%>9[MV%A'Q,5(!*C[:' MNZ$6@US#++%5G;]O&!E5I=>83?#8*#[QRCFIS9NH^PS:E56%OUS@T)82V(P:4*

M2+K>#E68XL4,M+;P"]0'3X2SL;RRA2]WS(F8<1C IZ=)VQ^11C\AS>Y7"ZP MH:32^L_VW2=U_H+%ER"/[EJF2 YM4)!5+;)V.45_QEY.,AI?*

*EKGTR[S); ML6ZDWD(W)\7@(/9SNJD?66!)OWHKZW7VH7RHKT'5;=8*JS/,@ZB$KVB@9]> M^[3%&B>/^0C+VV5CNB;7]PD?+3@$/?*

A$RG@:|W3A^>5"+%7>ZX5@&D987YCO M(R1Y[.WR\L?=(%1FFB>R/D&O:&/SQ L?('_LZM:'65'.Q[-;7;;2%[/A9)CF M&.UJF=

*<1'*5>/DA^<[<9'[E\'*!AIFB9M=D=_+_1R<711?.(AFT8G''^I.JAD1 MV"V=@H#)@MA00CX^ G=^(XSD4T^YKO'&:)ZN+OKGKBKE43QF7;AQ4Z!T&Y=!*

*M,D4=*G6ZKFT)U"C0F)AF"3BH1Q0+$&;9H4#'=SNZWR(5;V$G+MOX"3//1(MR;F/<92QQ/73P3XG46MEBF:895]7R .3K&Q:3$%'M&U"@14Y<)U2V7!LU"'MM/.;F@YWO+1452+U8H:/IB9BI'%2=W8FL P^P_PILX9S>^4W:]_I\7T)\L1T MHSE/@]}h_6QO8%%]2LH[^GL@$4QY^S["&YRAD_BG-*

*()YLD<; M2AKKL*7[)DBZ]K0I:5FY7E@(%&J*+7R+)D> M8TW^:^#1+WC?2E8C(DAI[LS<*G"Y50E P7*O[PS5^YB+/,-4+O M"[8A$Z?*

*2O*B".QJ@6295EK\$22@-RQ@9ULF8%B5G=QO_,&:!(P_5G\9SS=._ MVM8'ECD_):+LX:7W1&=I^DR#+'!G9_+T'V>'Z3\,7F.>@SC!+_%76?[=L R#*

MG70W4[#IQ68XT6!XIL;FNWFX:4^-N$%RFZEFVMQYUY2K;J\H" O%=5J95S]# M?"ZVCT[DCSCA\52GE&ONG:=:HUC\.24;20Y)^J?H'T@

+MRE3ZNLEM#H BF=JC*%VM)KL MG$WW,,$^IVU!*Z^:G/[$GG@W=-9UM?#)^YCA7U$> 0>FVC93T4'I\7F:1JT, M[/4:4VT.GQ?)2PB +X=O*KA,M-*

=PG|E,W'2GLS6QCGMN+2X$D^@ZO=QLDVP/ M(94NYP%!99&0+JQG>],B[4?35>1.08/UO1C8P#E/@]}DA_0Q0V>N]G+$,W"4.1RBN1YSV-U'6)[O\MS^M5I

R#= M.E:X>&F^!5A@"#$4?N8&FJ$$1? Y&+MI(5]*L5ZL[>X^_.4ZQ5$M6:X9 M]./1G>/0'W7.>%8\]@,0-*

#W@=U[O%T1:QPT^R6OU]^&CA1]56$5]/Z98.>ISZC2<%?1[_MO!F2O;'>#9'B]1$-9Y*C4)FL!],S*F|\19PT1T?COJ=1^5'#M:1[H(FK3X.I M(?*

*MRN80ASK1462@?@Q>;<*Q&_P<7I+DY7M2TS2VWKZ1]$W=\#U9GCE9PF[4 9 MO#"/51]0U)0*.GW93X(Y)PL?[&H,/KNV;? I"^EN? MNY1(3+T7-*

]X837>K.X0!B#:J@RQ,89A)/*T^_%X42'I^O:HPA17&ZN;5E73 M^QY./K"D(=(>ME2GP-PNT2>!4/P,|S)&1W'U8YU8.,XF19R K(}=2Y$W#OBZ MKP I.3*

*?X,FERP>29!J..K%2^2_,\TQ+6>2"]A\I*3[+4MU": M@^%"65ZMO4)MK(NRIA+2O(Q!\AK.!'RG M%;G*_JK^7)@6/KC]DJ*NUQ&6=FZ@PMVX93Z!V*[R-*

MT0GS.>4M76]E!J)M-S7=B3(Z&SM0D[5:1ZWIG8RR/EQI]"K.J.Y9563B+(Y# M11%U'E(,U"9@?[P?X^/P=_?_C^M__S][^$V]W+7]/?*

O{^^N9Y]==]^NEB M]^6[;_+WW_SY[3_/>Z+Y)OG>3Y+_*_^4#_*^?OGGWP\MI>%,>_,WJZNW# MG]\|OYR=__7D.7K(GWX=_WKYZR^?BC?1GY,/?*

[HO_UG^YD_QW[H]6=Y?_7C_X2_Y[OK_M\\DWI]_?_#I\#DZ_STZ7[S]>_BFZ?W=Z?QK_-#C|_";[^?!-\KBY/3^[^1S_M[?W?/N__=O;I?9C;-[M5P_7EW\]-

*/OSE]L?\>O??^3>G3P^_WD7GORUW M?[W\D%Y_V"3[10ZGF@XN MD*QMB?VHJGY4U^_3_WC;/OSQCU?7Y;<___QF^\OCI^N[E^^K/VP^U>_^ZY??*

*M7VZ;__/V|__UU\OQRZ?U;/#Z_KSS^\^_G#\P\7S;}>_ 7GXO_7? T_+^N/ M__??#U?%]_Y^[^K]\/G_=7;PY>;3]=?_O*W>N??_C+YN?_6C^__^_W?K^]?*

M__S]S_>[-^__S[N%M^?_\+[F\N_WNNTG[65:% M6N^ZUY4-M\>UG?U=(+Z4{J;CVL^JX#&{%I[,O4?HU-TW:T0A\ M7;Y,\E[X6)4;2K?U-9LS] ?

*IF;#B\QAA24CK^1!GH-IWG(5,(O(4'%TDRY7Q3ZAJ*R53F'-] "((T5F MS6;Q<.-$Z+0I4!P:#_^"K>,G 7]]++;U".3MHXFYRMYV6]#:*

<3O#NZK=PCV:/MB5;G79$C!\>O>C5F M>LXT-MX)8=I*^5CD_9B*-$4RILB\6QYC-&>F+]$/]+/,#(#3N"H+]E=A.:PQ MCLW1PZ"

4_! MSQ07$S1LAA_Z,YB#*\)'?;AB.M_FM^17\?7_IK3NN?G>1NS8Z9L8F%,VE)UX MV_S+""D/6R$GU XFX+1-Z>\6(5TGNXVP&AME4T/^KM@U=RB?

X810UZVM=F]5Y47#O0T7WD-/W M0M^5]9C#?YZ1<+V^L\S9G0@E^B9FYZ3M'6S0;?\D#^:|+8P0"0R0_=.9?149Z MS%S.]':"??K[9N(4H

G1D3"ZD6W982^Z&.GHM12D M?=+[^3X_ +!,H1%=1ZP-5UOT9>&8B&-%Z^) ^MRR%K"70D .>A7X2)WVW-UG*

MU5.VH<WW&FE7T@KPAHNXX:%%3[;([@ MPS2E^6=:'2\^7HQ8(-T6Z.=#9WAGH:CJ2-A'"S@+K/S5;^DZ:)MVMV=%)H*KU.Z?H@&&>\&_[T-3*

M+QG/OQP_I[:H.IU"@4AMM\2_O$2]K67^5K4 M;BJGZ6EBZ8S>O6G\5^;8_FV[!^5C;6]+3N#KTIV=#?^!&[,I#F!]?A^4;+/-MEG(''#[C<%^?*

*=J2.Y,4MI]IL2VK*3J^O27]%6^=@O.M#M\N2W7W,M]XO+NH MG&Z*JAC4V8=\GNZ?;P7W;G)_M2[FL MARP>*

[/+3+VM9I.HCU"RZH@]L>4!5[WC!^MHCG^]>J00]?O$F1+=)_XJ/D(> M"R&RIQ[_T5]Y ?'=5ZP/_+B<<2R<#;&W?FN;3AK1,C/B?Y^$:=!2!1Z+7CI

MG7A"0)V=['#@^7WCPVK#^MX36Y-@?BE8:X%#[V3P(3;W(6+ MS3^/>$UO@Z0+?O^683D6]BM%G \R!&-K8D%#OE4\$JWI7%XSVMG] ^*

MEVU=G)K!8@13+"3PD2$=PRZA3^-LX604O%R0.@9@K8$C3M->B%DS1,/[G>'@%\=4V^-FK)V1CWS>&:AF-=P,<$*

MOB=M@V68E4/"T(O!2_'$5X=>5]8+'0}(.C'/#Z"G:"G-?OG$T3@:]L1V3#] MBR164L/ CXN3+5.6&L.C[EJ/,V74%7:?\>89:2])NL$%TQ8,/["T3,LCH\W*

MZU"'1_LY>KD"/;3K3& ?+$.P0Z:V.[U+Q12-0&JADQ0"5UMT2X-C(H&'@EQ1 M C)"_$,,F)HF+):(;W!43GI K5[@AS9Z2,:L'/64X6F9MXG <.Z8N

*MHN/CL6[N/Y?W^_)89\7V_C/K]Y7]H%\38LR2&MLI?B;ZR!FZ5ASO!AZS/Y!'G MT9 \]Y9+,'),%6^[^J8P;M*U9QV#<7O$N@MT@:W2^J?C6%)\+*

<%7R[CKXJ2B METL$R2-UXKIJ_G:YS^GN[1>Z.3;Y"V6G8+ZQ)\;8#>NL"\.HSO[5&M1#O:/= M?(&)N"'!WQSKO!U[5DTCAO(TQPU]-*

,J#]>B>+/^S7_\\8QO M__-/5B,+.IY34 PM2).?U$EGQ]V&%EF5E]=E13=9/<)&S@V'!VCGACV.;A# M@OE'BS@=_&)1!X.'ODF+X2[8;!?*

S;8(>AUB'0S#H5TIV&56;0'\37V=&&') M+00E<@M98]\@T TG?+W39%_NL[QZLC!:)DD^, ">NR4\F;BU82Z.7Q%=\1+ M3BV7",JG.G'?_UG6#1_W%ES

*MQ/KJ]6^7_^TY%&JZ^>UC^?(^;$X%^0_VF//Z 1-X.V8#A'_]5CEFSVY^YPW M_Z+5 9_$P=Q#3D.8NT1,L7=|J$LC(SN*0DA_AYP=*

*[%W+L[TSH)LC)S]K3LK M),7.CA*0D?<98L)-4%Y"-AE.*AOAF)D[I%2E"!SSL8?^G\>RA/$L[O?=)95E3F>43R^\FA_1"30_]Y9 ?(VQ>'_^OTC6X= M*

[NJEG46GH@K\2WA'R\BPM\KJLYB<5(Z4>&7JV\^5!@5XE0@4+S"MT$FZ\# M%2A6DKVX\"CN3#V(8CSQ,]0[<7OF40^C40YX^3'YN!"G>YS(NJ50?&*

[TT>21 MVW?KRU,!OC:(T<#>Z;BJIS"6D35'L ^6R*DTM95"9!]0EWE3N)\^93EQ^HCXBQ_+/T]UU5DET]-DA3:?475>]OL/^ M6H!+^NT R.?#< ;AA0"?*

$OYM\LIJ;@E95T67R,DGPN4A] M%\,9N (EX$-P@,FG2_^>2+ HW.(Q%X6#PLF+XNT_CWGS"D6ORH(MM;.L"_L8 M,YM'?,O".@&7]LF_)?KC1:P-

KY3,Y>&F=+K!_#K+]Y^SPY&^]UE]K$35-/W# M_\YIQ2C9GT<5'3?V_*'!OE4U:FZNP!SV.>'?$]U_*+,.7/R]#>YTD?7-)CF23

*ML,#SN^/34U:]EKN[_+'(=_DF*QJC*#D4(&]9=;?_5613K6:>&^)2;<]XNG=RZ69?P##S' M>C)5]=F9.\.C\UV>/>2'',SY:K.NB^Y>_524#S6;+F@!-*

*\7SL6&_9LQDK7A5 M[W,8P&>?7J*GZTS3#[YN5\08]7/Q].Z]%3''(WQ TAW1HF0G?1C/O$*M;^ MQ8$S/JWI8U5NCYNFO9OI",TPD-*

'D]GOV:!';ZO=.P0UI#=]S8ZEL8#&8HJ

PG6CY6V?,>2L[/MD3<4'O_#"M,3U M.#KSU4OFU C7:<_G6_I"BR/]G-4_T8)6$*$"%#5[>ET>#N5GUK:=YRU]!#3, MLYQ&IT*9:DF(>U\EBPY)*

*<+F1/2D",R*XW3I>9%%8D3.[.LUAY^\]D^U6YVV M$$Z('KK*Z^SQL:*/7'-9]XF<2V,/#H>R96-G$Z%*G[1=:,&IV A4[=@V8ZG(4*

MZR:@1GW(GNAZ]S[!>UE='NNF?+5;#]-NV\TG<8Y!5?2@DOS(INLB*S1:R2B% MQD_C=!OA)DN?RJ41/D@M#V1L3H_EGF%&]*MUA@F/ MT.*

(>7@GOD^A.5_ SW2]1'2\BT6"^U=6)0Y^)XW.=S>=ZBG@&0G1PNV<1L6RU M=MCH28[MH+5DE[(R,L5^^I;+.I3_)]Y47>L&?*"]1U:1AC(?*

*GWHJY14XNU M#0'WH,&>)]YYY.BH1^W(R;G#*5@OW_%N2-L/$1VMU/G*$S*@LZ7H#A,71L>% M-(&!)VL6GD'/JT*

$!TZD)X3FY:RCVUVJ*!)9R98@A+1W?JS<[5=[%),FKDU/-MW^>ZRZ.&1+S58^83<;\/CD^79WY9YZ7W9H]FS?0[7N$&T6#^5\K>IY:/3P>-M M3]79(A-*

*'#8T9VC1F8JY"+=!%=RVVO9!.-TNYGZ>L!'.ACN;;"<Z_R'-U2%'.=6>/-M'AJY$!T[OYBX.^DQH[W%JP*Q(486WN[@.907OCRFMNGS0TY=-A.6N44AF&.A*

MGT4)< R"^@BRSR'V=$WL8XR3EF\5G?ZL[O>(<6.C9?!Z)Q"_2-(;OKU2\BV0 M_K4YQQ+!NA[[!V"]U3+JOHNZPY9QS(RZKX87TY2E9" D\"CRL\4S>

*9"/'?<-MLW!5E&T;R,P@1RA#@N43EIVY?@*D3PQ_OF6\LD+>3PJ,,GM#TK1[PWHPO?*Z MX5'=YHI80/2_10{"*I/UQ184,/*

\68ZL^?"QZIL:/E$M_D7CA4E2F:,B,V> M:RPL))*9YNM2>XS>(W/^XO)U.5.*/9*K|^*K9$T M.=.=,W%<)-7E7/,_96_I$8U=5MN>89!#V4GW7?+E=-

KZB]MG)\AJZMM/]9O M63YJ:%27T8B)15@?IN^'!5P\IZR3CN5B+$]/<"@I+^ME^?20%]R"?T>?,TB) M.KQ"BOQCD?^+;KFW(]N(K7A.?

_SX>:!:ZR=/,^2]-SI?3 /W36#LA;>VR++;TJ&%$;9B*-AZ-/U2YWMA_PJ,[. EWVHAH07OCXL;J MQ[??1$E-EZX/4C^E>K&KU_HR\|

JY.9UU%EL$P[OUQ4XJ)AV??EX=\RR_]MBOX MU?J9JNAXN.X!,KNB>S8RNQ')N[)>0FC=M/406I\.3D[VIFL=62K('<78@IC# M/N"E6DP '6@O

*EGH9E_D_SQ:GXWSX4.=8ZJXL?EGI"2,53YPQ(A-I#LD;8]+ M0VL[XR*UHD>=2SY38[',Z|S/4W//EW,&/ STQ+G?S\^26OJ)]#!\H+;7-^7*

M14._N\RJ0\G^OJ6'%?EE#[7#/S5L?O]BN_@=?6'1^5'MJO1W(_:"1MCSNB80J ,DV!%(DH=4BD'XC1&BI"N0D M?VKJK;W;<^AEGH$P4V^=LQB_AA:A]

{3E%UQ$\TNVX:IU@ U(\NI5^3ME\WAR']FI# ^H7R\GP3M*[,$5.+P5)\&:45ZAESWN M@655MCE?<)UW.2?LVI[+I5DA@DA:L&GSS9"KXD+*

[$]IS:%XNG@+.S#TXG8 MS[-M4R\3/WJ6#LA;>VR++;TJ&%$;9B-AZ-/U2YWMA_PJ,[. EWVHAH07OCXL;J MQ[??1$E-EZX/4C^E>K&KU_HR\|*

JY.9UU%EL$P[OUQ4XJ)AV??EX=\RR_]MBOX MU?J9JNAXN.X!,KNB>S8RNQ')N[)>0FC=M/406I\.3D[VIFL=62K('<78@IC# M/N"E6DP '6@O

*EGH9E_D_SQ:GXWSX4.=8ZJXL?EGI"2,53YPQ(A-I#LD;8]+ M0VL[XR*UHD>=2SY38[',Z|S/4W//EW,&/ STQ+G?S\^26OJ)]#!\H+;7-^7*

M14._N\RJ0\G^OJ6'%?EE#[7#/S5L?O]BN_@=?6'1^5'MJO1W(_:"1MCSNB80J ,DV!%(DH=4BD'XC1&BI"N0D M?VKJK;W;<^AEGH$P4V^=LQB_AA:A]

{3E%UQ$\TNVX:IU@ U(\NI5^3ME\WAR']FI# ^H7R\GP3M*[,$5.+P5)\&:45ZAESWN M@655MCE?<)UW.2?LVI[+I5DA@DA:L&GSS9"KXD+*

*{

*M[\KB|9Y63Q^9Y/?L_<6>6$]Y_^-=9@U]+*O7]0X&4K_?GL4F.G46N':EB;-T MK&WH[3OHC]CO2=OAB]@NN9V5=:[_VBXBN.G$=6,]":>P==))/*K"Z9F*
Z-'_M,(V?W9P5>@<: O:Q/%WFTPKCGEY%:@_:\$W1C]#0(,[VKHL8$3D:.3RCTQ?I MDK R1@B]\\R*Y-/46.1ULZ=5)^%8^,G.ZB>-'!0Y/CEN5B[S
#3N96[W?*C+_M@+(8)W!S*8[@S[1P9NEBOMM3VLBS=O1-'>H#RQ ;F(<+)44ZV7DS(ALLZ:Z-_M%)&^6&/8,'JQ=_%S!&0 "IBA\2Y4:=,;=3R2Y]?>XK
!P@48UATPNO[EAX MZ>-C5C6OAM'S+/>I?RS,N"/O3!RK3K8AO)$)_K20F@]1DC0ORC 33EA75_2A MN2G]ICK"NCU:,5#G,)BKR34)9[;8 T"
J.]7BRKA&9);-UW,0_>$M>,"F3P) M#16O:I=W!N- 25,G1(6$X(,$G2/]V5)K[EPV!^]0Z6L.AG2AS@)*KP*-$6"@ MN*!%Q1EO9S7L9(\5%3K4>+-
JL!=,#VMP-BZ#E&F%T@T7YD,-%EAK$XUBQV2[MT\,A?^1F@U_R9O_9SQ,/'E*VBV6E#5L#B!FJLM@A&3O/&#>B?*&*Y7.QFA/5=<, M'"N#?
T[D]TLR]H?$H%5%+\'3'ZM=,\BY%$#7*.CH2-9I1*V9!03(16: M2=FZRR !C6=6@=ULO3NW[3UB0$R3:7@ZKL= 9J*A+"$,+5Z4G92R. 9,M:+>
M'1_J395S9Y%^,TV()POU@FKX",W&&8G3MFL?D$LS?,0*S @&BV"Q/!$2]>. MBVW.TNG?6NF63=#F8%\SR=-F1HC'OU &]Q@V1!*X';|'
T$R1ON*8([:66,! M&<&(Y/M%G(BSKZ^Y<(AZ4IE]6A:S]#FP ! K7"\'ST"HN8^N6'_$WSX__+IOGQ[-MGA]/W#SMPY3;-&RF+5DC#7V]@M)XV30MWO-
K3(JKS\5-3/=)/O\C&9NH&8=G??:,A%SBDXH9O% M]XFC@Z,DHX+/_32.5SZAS_N\ 4OG3;'-7_+M,3M 5 ,//0;_[CY_OB_?%@V<
M.G,MEK$C8I7I'#DOQ[KBOP>(&:U\]:P9KKS)03G5KOPW/A_MP'5\46P!#.%L<>UGF2*]@^<,!+CN7VC@"E!8) CA">MK%"SA5!Z?
D/=QUEV1 M<#U'K43XR)7-D6 =AE?0/+*?Z[*Q!]1G\A^^RF?R'_"?R7_X=WDF_^%LS^0_ MG&QC4H S-1M*5ZB;! (3VQ=:G%GDA)QK6K>65>>-
JEXG/OX*'25$8_W%\V=Z ME)J"15!#GF#*9HKDU_BCA',=38%AT/-*@G-9OR"6XK/.U:L$6@$@R-K MDL'G^%##3?QI9$?CV!1),SI7^X1X'N?R(;QZ>;#?
Q/>$-G,:4-.:4D/0Z-A$O MZ9.C(8TNI\ R>CK CJ!U321R:2PN83A".)U(2"_]4V.Y>AV?Z_YR#H-JV75, M(GH!+2@-)"0WS\DRU*5GWL7;24/%>L?^Y,C-=>.L
MZR/;D*VR")6R%=E L]\F1!QQ$S/T7 .ER226"&6DD=7PZ7_XVH1%P-/4VX4[A7Y(;:+OE$0C9X3*K]\[MI[\B&_99PCNF,]TAXRW4 MI.7J^_S #MVRH-
)WZ^2PJ. -8[DC6\OI)-2;/HK5QNR=D?9\FCQCLY*,J6^_T&]3U^P7VD-Y4[Q0T9^L^/V!-NN=ZL'[M'#A]\>5R&&BUX5,E-
7JW%"Z=;]@U;=\R3S+K].^HBS3'TK322,^ MNPVU4J#A7.4UK]M@&N$CE VC'_CW%H!MM[(K]MH2?HIGZ"RI2AY%[E!@([B4
MX!*I;]H8:)F7;#_G6UKQ!OOQ(#;]VP_W%U?7-^P!SV282SMG0*S0-/G"USR8+/0>%U.\$"UHN5=48SRL=_SG;*HN.:OVG4V^;7O@*T#VD4ZD
ML50.)#F./>C7KYH>T]@>\]H)_=DLWY6.1_XNMKBUKFN]R<$GQ%5FKV5X46X7^ MF=.:_8Z-
LI7&/O.7PC;X]@\]\F1!QQ$S/T7 .ER226"&6DD=7PZ7_XVH1%P-/4VX4[A7Y(;:+OE$0C9X3*K]\[MI[\B&_99PCNF,]TAXRW4 MI.7J^_S #MVRH-
)WZ^2PJ. -8[DC6\OI)-2;/HK5QNR=D?9\FCQCLY*,J6^_T&]3U^P7VD-Y4[Q0T9^L^/V!-NN=ZL'[M'#A]\>5R&&BUX5,E-
7JW%"Z=;]@U;=\R3S+K].^HBS3'TK322,^ MNPVU4J#A7.4UK]M@&N$CE VC'_CW%H!MM[(K]MH2?HIGZ"RI2AY%[E!@([B4
MX!*I;]H8:)F7;#_G6UKQ!OOQ(#;]VP_W%U?7-^P!SV282SMG0*S0-/G"USR8+/0>%U.\$"UHN5=48SRL=_SG;*HN.:OVG4V^;7O@*T#VD4ZD
ML50.)#F./>C7KYH>T]@>\]H)_=DLWY6.1_XNMKBUKFN]R<$GQ%5FKV5X46X7^ MF=.:_8Z-
LI7&/O.7PC;X]@L\[

RV()MLEZ)+>0 M-0]F#E>@"U]1\>=-H8HBMOE0;J>L;$. ^4;V_!=GI.I%M#XD?$#%$VD07SQQ, M'ZX%L] *&3]JE0+@G8>$R/0Z(&K)+*/=
(;46"J=MI$QX0#%05:.+@@.';&;5765/(1Q$MEVN\MHOIGW8=1;WJC+ !7(#959 M)8E:W_/ GYHQB#-GE]4/G$.RL]_!0_]W]-#4ZB?\Z<^?
_?'CX5<)]D_(80!0 M]>F-AFW^LJUT9YJ*'7'"[57JB& (J@+V"P6;,%,#7YB^^"A1)*_RPU$CS:R/ M#>3I;Z&0J-8_7/>XZH](_B3R)X!_*;C"MCL
">$#K8S2=4FE.I$;-EF?Q%C4 M)3#15*#*A%E-!A^HTW]7I_""9MDIW,4?0]..*3$O\|*,*ZUW
M_VD[9B]_]P<,H/*.SC%045HK<3\W.G41"71A.,^D%&OBJ\+EYWB,M:B6I<_$1@<+OW@ M#N/2W_1TZB1VUW:Z=OMJGQQ4X +^NEOO=)#
('7WTQLRTS^(V>D:U2;S_G+38 MV!X@'/4(5S$XUV5UZS%1Z,1) ,:^[>*<)=:WRSC1XF*1Z,*_ MWL=SMS:RM#(*\UIB=;-
/@>O6&U*)C4EB)"ZI,LH:8B\R>TNU UWPET$672(M MVTN75>F.X 3N\T9D7P; !F6NZE(J;'0F[6!SGRKDO&P5]Z&Q!N"0$TKGD>F= M\F7K*;34ALD8(
RW'->6 HOR0RZ=G#*T)*DN'D^O35QCN87KM'K6=;H^E.S1 M)D$/W8XI]3V<5+R%0H5,*B$7'7;WDH]F+$@\E=NZWGU4V<>_1&9<0X2@;I3|
MN@A1,U3D0Y1CB>!=6=?KXI8>V';4B?A&7*E-!M"&K"$QE[]]UG;1;A")V<:RU_OD9G@?,2[3?)@?F#<% MCY&/*,4B\-DT,/ $,E*#L("U]//K/++UU
M7PXMLZW=UKGZC)Z),H&*T,1^72|>?@Z&BG;!!N)HDQON3F>;726=1QB8N7IF
M=6;53;A=5_DC.WX/UV7U0#,.#*N13%WOC&Z):MT547T1HS.B>TL&MC2;L'[M<"+GD'5F?DV;-
AR9&^1_G'3,5CI+;@&ES"R4.)\K3]JQ2UD+9]'5L6*WK C> MXZZ8#_0S_XWS"!;N?1G)+IKKH$OIAV)]B \2UYF+HM/J6(QGD/&6'Y4Q>=>P
MNQTVX'HWK.MX[JS)N#&1"WA&3,D%GJ3:\LO=:/V:[+FL_Z30,BQ9E&G6X@AY M=|=B+(<5S,?_27$YE0)/K.\QMKT6>P\,2*OMO3$22,.&@(W]
M;D+Q4#"W3,R'\AFVLZ],[8_A,1]T5<&'$;WH#W$G(8,'=X!DS)/IXJFLFOQ? MF0#LZ=>#<***&:U D1Z4QDA\E_FILNV$&#Y,1KH1P4!:*3_32\TU"C[,F6T:
MCO>8# EKGV4V_)IDIE6?U'KV4B?-R6(K8$KMOR7.@]M(KC[4P-3&CQ8 $A&D M++1:X6$'KJ?C_TLL>W 2%25!?OK1JBX(@],_#=8VQ,L9FU'I-
M35&Y9BNS) MD<3;1#]-@=CNK"U_V.<-?9>_T.U]E6W8A^S);2)M&WS'6Q#>A/ V73$=';38 MMYR7<#R]4A9A!+,'9<2"P>.JU;N/@V14Q^C(/_-H$Z;0
M!$NK=;^UO*K05[UE\L.U[]00%>0 'M"" >0,B!+6@F',59*KV)BO]9H=T(.6 MR]IB-_L"@@TPZV2!OY;1#I:GC1KD1YG]%@B\"?05F'6OP,%S(!'PF)LBVW*.
M8 %;/LB[]>5'UML^]JN@BD#BMM&D#3I9P 'MH66P$8)T8\8S'!]J^L\C+ &X MI>O@!TS\@UX!;I;'?GE
MCO_DVY2<[O)@8[>-1,15WL7SOJ;TX@G>S>Y"R@PL9O+\&X M)@ C(,BI#Y]!4:GU07. ^]J"2/CWH.4EW],!^]_@3+6B5 3;OQ?8I+W*PMD+< M;N
@$1&!L@ VE!2]<.VFV\]0P4D6)AA'L4UC2W*B?BDPX8 !+H^:V MO8\52;&)D7Y>5"B>8$H@MNE*(0!S^4767]*4 CO* YA+-NZ5%/XZ*?N-6\C08
MR@LPT)^!E\[SZ!PB2W!OSP>(-E.8[620.VM$[=>T"(-LG74M1@H1.8BE7PM0 M>=(\Z*Z."HE&R^1>=]5CJ"B$!M0
7<+,+SQ\#A^GPK#2L"^T;;2^38K:5!: MB-7#3Y=-+C&<0"X2:ZUT:@ F.N,X/>5@3;3(U$(*4V@35"Q?,+T.4\]I59M8 M/?]K;MZYWV?
%X@HLZ(+3>]X"UH,T;+;SEM_X]B[VN44X]QYPGO6%BX+;.Y;% M\T[\N!E[1TF$"-TZI2H9I"SJEK*S_ >M<0^*S+%Z%=>F0D$2:PB<>6QQ\6EZ
M3R>SVJ$Z*;AO\"-8]^&+U$=$+)DVN8UC$7+>-9N2. XZ3P2EJ/J-3J)A_XFV MT@ ;;1.M_90YC4I!;J &H-$& HP^5B6@D6_?O'YBA_Q-<9T76;&!*JJ 3,NA
MQMPAY8W(C%9]P%7 _#73#[NEOB>Z)M%VEKL833;,UQ&TDQU SLT2(>R3;B?IZ M85 G=B*LRKJ'7.PX91<;Y _^;%]MP HT3G12;+Q:=%"9GMT+$\
-30KT:]?S9 MS4Y>MF&?LT.TKUBT@TQJV3+Q0>:E*NP,MK(!*YZQ?6B_SP]LA90%E6^+B-!= MW42](Y<0Q]NGPQ1 %,FX>K7]\+PHMFTZ>NS%D?2
B] C_NZPD(]=D&)8(;.Z MRPY0.(T_M\?6"V'/&]:.XVCR]JG?.6$*;=**Y0O6Z75+:S;V+7V485%@&Y2) MO*I\XU7V6E_L&C"(4#!S0(;X]BAR#M_1IG'7.A.=$[-
W(E9EKE<[PB,0/@0 MA(TA;%X.OA2HF:[0MCP9AF$NQWT52['B7C>(7YBDKM[.W$KKXI%\$/'=:[7;ZAE5_XTV(;D-DHZ3UGP.DF%R/HAI1?]O8
M_OTH3+3U?>D(>FE+=!JG*;S NQ7:^,W7FGRE[_\#;=BC2_; [T6W74]/A=R7 MI!]?=*/CBUJKQGK7"34B,"G2+W\G%!<#D4K.#%)Z^#M9]
<9GE]*"B"X*BVDR MT7) @X?@_CH(;6 WB_)*7-$'-L-CY51^-, 3FU=-+1=4]03'T'#!TN8?%1\ M&?%<6N_8NE"VO; N]H+&V.:%(;Q-
GDM02_T4#>41P0!,U>:ZA=_]UF:,).KZ^1]8RG*%UT%\L)>!9*HPNIB0OR*U5,B[9P2ELQ% MYOY@#2:1?F=U1V$6\[G>;?9T>P2'W"53)=E;O;H$[A;210-
#2G1V.Y8Q=,(! MBG__7S_^GH,43^T6<7N.GYVKQHSLB#]M9%>DVQ??(+(WHKI+N#FF"URO[XGL M0XM1Z0!\0_",@DTP"V,[W[4FX#FX:R&<2$-,=
J$IWQ'Q!$Y?#&.X UJ"(5. M)WC/@Z+YY?U+WNP_%>5#32M>P?FF>#Y"<1O@#3LEU<%ZK"#1^TU6YS4_4/T% MRMKTDA4QQB*?
V6#$'(V(X4AW/%Y%68Q(^) KI1&K9W+R0I&SL]*J_9Y'7L@^ M9CZ^49&$>[V"[C7>RJS2XG67I;#E>\FRVN\C&(%Z'@RJ(8XH_IB4]X.)V]CM MH
[M)0C1I-GA)M6N<#]KT&C0>O[7T E%B9\]7M,\]K1O &+ MA,C>2Y_\J:?4YG]-I9@AX[EO@;#"%C[:H6}]D-I([3]6.NIT:Z!?PLGBH69P
MM@0IQWKZB*S)CJM'I NX7CLRS;+OF>L#-J _4EUT#-^B?HJ3U#TPW'+!L@?$ M^#AYQE!_]K;SRTTEOGXHHDLDSEM1T]JT-
[B511E]HQ#]H*&U&%4J[=%)EE.5 M## "53+&3FR/P&",FBV -TD"?F_R-I8[*,0\:]YE#V7%"_ORFR< A\N_EG61 MQ86["-A;.Q$VCOO(G:'$.F0&7Q_*SX.--
G]E]>%0V,D,GKFXK-QF)76>-,Y; M+>7,C!&DHV2ZG0/X%YF,ZI/K.A!9*BXQ%;(HVUBB2%-=7U9BG%>7AW3DG3'5 MI%EW;9K*A_>]T7%LE]_\9F@]I@
\Z2NR07MV.:<=.D)HN,? ,P7O6?'X#A!% M]'1"1%]17@S8DQ$.SX,4QX&7*.N1$,$&;(1*$< _(QVFC>]OIM18DVG2X%,Z M::
(_^4(\P/3='Q_J395SDY<.\]$+I9L&;K5X&.V-Z*;V]$Q;UWT4C4-KR"CF MH%D&V*OSJ.BW7S:'XY9N(8$-M)%C(T,9WV85U. ^I%6AJN,BG M*MTM=\0F\?
WS)PV W@/ <1H=AZD(_@?+C)13U_M;.I@P(OJ3#(;#++MW]-F[X[A5&U5(0/I36HA\SE4ON@CY2D50Z-M:\3S!CMK M(
)VP1[F;9J#;]F(M]>R&]$P&\E$0?C"F7[P\>9R9;>WM2:YE;ZX=+DL0"+B M2\(8([5^BL1*V_)"E6*"'']*W]GUN8?)FW9)?TT@KQ(8+?N50WNNY50ZCX\V
MI](39LC76$998:?ZK8'S%T1>*4A;J*33LRDF>LB<@9_6Q70VN2$ZB&2"K@_" M:FC%3CZ5S%N_>?V)EH]5]KS/-Q=P=\2EQ:DDYYV
=1*=ZK3HK197VR_A'2_0 M8G(*8VR+Y6O^X\%+%EMXI[-%?2@3(OOJO\T1F43 M7ZZM@V!1JOT]UP,03:AA!F J_5=T>>*;D0:(/O(@7+S/5LR!C:BNI)2VQ9B
M@&1KL8.,]DE=9#$$V@05SQCT+=26!H"L:<$,@:<<:U*6TPUZMHG.O,CG.](GK $"U6*0&P G0$SH AR=B7ZXZMHJTT3G\\0 DP M85?
S/2!E*VV>AW:KMG)+YY68IOB@ARC[51IF ^]N^(4"@CS;KB],07ZDNN(N M>,R4PZ>7_&&MMRJ[(;*?01"(F1.S(K+[I/MH).4V;4YB'F8(==_RP",ZUSOC
M)ZI>RP@3#N^$I\>8/U4=+0K@V$UOC)TFQ"U,2?Y4E77]L2K9J>%\M<,G1'R3 M6&)08].Z-;E^4 ;D8H$Z2IEN?V<'PXNO:!?\DA8^LDWN@.B>O@V
M=CP@300L1'XI\/*&M@.@.&T!\9_%V6HB@ [[%[MPWG(-A%5H.371'^^E*PU.QFV5>XC>"FUVC;;X].10QOV;2U6[#*!?:38H2-%V MMQRCU'CR;<*T'-
PLB\]E6).YT*6'^/V+R]<&),<731\5 MNIQ@WH M5?2]QAQS [S*,*F";P8B!X%D!']_BK0C>%+RDH"_GLP5VW4Z&[.4XX2+YG-NBVX!(E_0Q]O^+G .E^!0=I
PL*)X2355WBF6=AF=\TM6BV)S M#=U"\O?]GEZ7 -0+V.FT?*RRYWV^N:6/)QC>3QHJB1W^E!E'F.55X!CKG^@! M"(S ;?1Z#-(.0N0H%K3-
=';Z.=:0Q6Q_,O<1WRV.DBJ#%&6 R]_5(V&]Y76 ME#6*;-NU-(%OR"@AIEO:<%:TJ6\J]\(.%=+#>C-ZZ"0"IDQ &4FKU4(YADV(
MV]*#/.9)\0T5)#!S=9<%S.9(NXUA UX S77^A6NA3WD-47%*>;0#=WT1;P+Y M;4]Y3X#>-9CZX)SDH?LT7I/L_I8<=W^IG@^=O,D_,8-
HRGA;0=))I9'=H*= M$$&B;3M$_0(NN&->[V&6ZQT$W]BD!0U5VBO;(MVF MH#Q XZ25KT.4V804R0[$=T$+=\9O.<-VZ2ZOH;'IA O&:)-,<7?
3,3C+0B1C MU|O8B%V;>0{6$)ALSD^!N>/5)>9H>#"NDIMBJRP%V40W>IK0)"*S-[!>"0 MJXXW[U6VZ(*K CK93DP 9'D6H,\QG *T_VG'_^J8-
^H3#S5R)=AES;%;D"6 MU58;X@)JG3=E_S6TIH_E(=^\BO\&!628YHTN5D0T)[_*/Y?R#-CFK->%OI_=;!CYK [Q,T%TD8!INCKR\$ON:A=7^0?ZF?_*J2,)
MU566)Q#M981#6V">=2*^2(:N/8Y69YA1))<0GQW_F MTG%(6FZ*C/\2Y.4$NF.L2&<4(H=9D78@(D;BQ0LVZ6.GY^*<;@NCE*-L,M4ITR
XG)0,U,D0TCL)?5\W?WI00'[V[M8LMETY15?;F'LRXK_"+@K;BS1[4CJF%B9UV8)E,8L1Q UN3Y(_ A'#[YX AT M_YG6#5@)Q)-2FXF^QTA.$&.W>0FKY*
@Y^;]?75_5@GBVG/<)11=\)'^HI-) M#:YN8L*11%2,2/%[5>7-_Z4/7;A++>ECYS!?1FF'3=.KU^1P]A-!]%H[#YG M+XL:
(@AUFA3FC+Q%9P7M;1CYQ+.W6;36)?\A6[*DG^$0#RR/_:[J&@XR=]2*.%"/*N0-JZAT;,V/*P'7)]-2L M;@(58N570VT<61>W3[NO@_N(0U=V /#^]JB/%6
?>&*M.;2__C"QB:(_;X90@@$^Z_G,&?M]^37I7CN"738;=4>DC%3C6S%SSZ^___--M\<+NW[)4[]&%HXS^B!M)TD=?/&T#I3-
L6S"LI2=W0@(]K6T>3N#3&U6X&@C M\(7="&RS >L7BY!0PJ<**N,'RS&!V)&N!'[S@T9U2Y^UM@4I=D_=S*R+8[,O M*R#WOGQ#VX_]8!ND_9#
(;E>D[6HUR'=+6"R36@KDB>4 MTTZ1/">B*SO=/-4*=4]&M<+$QU\\S;:%,99C2>+=Y:+L+$89I+9=PT)F*Q+F M6FP_E$6E_@F)ZC6TY\O]GF[V1?
[/(XTL*V2/E1>A?B+%2'=-VKZ]Z0YIU@<* M%VU+"U%\R&8: P7TFKK/D@[XJ;B4X//4QK#NY'TNB Y]]*H,G#]%4U:O$-A? M[^D6TF\]8/RZQ51W_,$)*8?
_%25=?) >#LU-L[[Z,8)>OEJC2AF*5:UK6QE M&D[WVWCL9VV62LER$"GK#JG6E1)U='F5"->?@"V)!<"FQ;W1O,HR]#YT.4>$LG!R&WQ/7FA'P96)4/
M>W=2E%P9.I>-MR=M!\HTD] W$4?B0+IC.(.J%>O+1+Q"W]$7>O@A$.N@+!J5 M?+NN"&]'?
E@*/^'*N^STL4$=*#>^K_I@6WSMT_/A_*54].4$4^S.G#M,>"0 MJ0ET I'!JIM.,2B9O*;[2A^D%$FT, ^QH%-,PRYQX#)I&50HKLFW %FVIP9$N M&,9'H"
<^)LP79%![J:S:O,*::=BDH";%,]RU'DQ!U6;%-U6C"Q _"S",#S1U M$*F')KMD0CQ($B4F5\H'1K"_0$UOV_"\S,WB-DH[J?#NZ-.,>`QQD*BLIE=4
M_'E3R""&"&..D28>^4:V-A0M)!9LLQ\H30Z3=NA;+',0@C_?9E_SI^.17X^1' MR2-6.Y/M1U=8*.%Z0"OHB9MB>Q28$Y%0'&V#]#F2+B(&#Q0_M=C.$!?
@<%MM M_19<. . F8V*]+R7U#="%*F.&V($FU"5J/N*.^->Y=LDIKYO!09- M5H,TQA0B65Z]_^W3G8O6G#S?W;Z_(W?W%_=N[%(=^.T63
M@_V)8SZYNQQI*H>XA6(+:!7=V,.HLT8UYP A*T=\=O*3QDYD^)3Q,0?YEE#P MB5V\$%>.K/IZ_,:2]F5F)\(F!Q^YJ'[<3@E9[>,(/\H&]?0-
Z*N%O,^"M%F= MOW$,P7TQ0P[,35$WU9%G4_!(TWPCHS ^5GFQR9^S@S<+]&V^(]H#E0)49*R MC[3[)XY.F]C&<"A!*NR4:EZ]]/.7+#] 9--
U67$\I3D=8>U;/3@/%*)#Y_> MP'P&GCJ-T6>3'^Y;Y&<;>*M>Y?!)2MA7/4^;0'I$)(&\'I]%XH)&301L MB]G,'QV;%
T[1+%UZXSD%YIK^^+X>*R;^_E7VE5LC_8_P;8!=&[$< MU5T M!UC)!#KD?X'_6V!<+\P0F2&8*[9%;2(C!@:GDQB*J>\.+;Q:X;O,GO,F.X1*
M#SB,X*T^+/M93O&!>)KC;.)^Cj%MXN[]V@(+V3RO4J-9[QQ@2MC[SC;WP:9R M$XBY8RX/&:#LR8V[KFZA"J">&@3C_,HC:X/)#IR^)=PO7H H79(HE
M;!%1/W7W1/0/BJL^/%6+Y.';)[+(MNMFX7H"Y/I[NPM?LC7\"FD^3V \JE8M^ICY;%&Z M(R)Z8@\8V1<1G:T&);:)$ATD?L:/)M[HHIO$0\]$T-
E&:9^2<(S%]$:D^T]CA MW/<3&9ODT3Q,**;,B'3B\2]K2Q(Y)(W$I9 OMR#5+/SSO]-G%!'B$E/.%#:W M7G&?UKWBK,BIZI#!LDX#
M@3CMQX1_G=Q28IW!X.WFH1%7*Y\5V$&\]!D!=OUPR!U*=S,"?-@/Y]<6W8,/ M3=]Q_YU*&UB9:]O56")%!->3[!?8Z#QE,W 'YV&?"@X"!N>"EU#4UY?
5PO"I MR+69::351C5-K6![Z8HVM709@9;F6;"]F1V4%Y$_XMSHY/S;UG?+OTZ:9&N; M_F
'N&E$M6KJH,KU3KR0^$1DV"7=,JL]&/&F8%L246*B,=&M4_I.@Y19]T <-M.Q!O!.DQ9.]8RHC?L\OK"A+Y2IZX$LBS4IY5U9A#9QK-AVE6"3QO$?0-
W6S1 M3$$V_=)'F,$M?892]L7CJ*+#LC'1K>/]#2=YB\?0:7UAQS,(-U36D1GVJ::[MX^%=OO-$RGJ3Y$0'!']8:+)<2Z)-8-&IE5A_)]N:6'7_;Y9O^I88_>?U$Y

3&9B9A+_MLPR9!I9ICJE'(#<9PQ .BWE3$#82X4,1/A;A@Q$^&E'#B;7^HP)0'$ \I8-W MFG.961"@9L+6N3-^ZS(1.SK';U>\@VM-=)_*$M5-22JI5$((;5E-TC60(B1 MC$#5$6(I_7 QV/7=O-Y765&SY0%K:T39$-D%X7T0LY-P,9$D]](FFWWU&B6 M(;Z#6T?->O?VP_W%U?5-"YYLM0NU"5'L-.XT26L<40P35M?E'-L6WN]UEAK3CZ"P43 M,MU>O#"B'RE/|[AB)XS6A\^8NR.F:J1{U1)BJ&&S]16:59,FX9$OH,52THA\!3&2KM/Y,#SFV MO1.D'M7=+,O&R!@3===!Z+TU=(T=%V{1W7;)+++H8>]U,Y2#_NUK#YY|Z?"A?^_M_9=E-^/"] 6O3-/V 'FIWC8U5N MCYOF+CO0 "*$_)+P3U/')@^G/;R\'93A5B]@S\.&OLM?:#];I=:I:], "=[N M.]YPD,*SE!)?(>*L1U,40S#/)QF ^#ZK_D$;5?GBTH\4IZ(Q=2-Q<0_!{A-(MQ4>/32)A^C@$O<#;?XI.1>R^YIF>)@8)0KC\"0F-&-]!9$AHVEWE4CZ7>(=#P+ M,?><)=V'I_34N_UYQIC1"C2?8)L^QL)%'VHHZQ," M2A7T:BW?S:IH,J]Q&L#>5-UP@[GNB,B>TKY/1Y)HD^ D+J'>@G %&XQJLF2' MQ98[N,N"!Y (^Z(S/Z'-=10=3\Q9M+;M,(I9WH_FN3+T/(VFU7]=CV(0H M/MLI4(LX%D8Z#WGNPYH9WN4)YR\/90*VDL\|\GP()&?&&B3-?#F)-;%'[EAF MH]G9',A&LDSRY1Y"%&H(ABH@8_4-+>@N; [KH!;;3V(T=U5;:E1U#TH+LGLC^ MTZ-.S,&;@>5O%EZCW,1BNQECD>_R#63EJ5#[NA.=;95\VZK--ZB-O-)T629> M>H;2BB ?;9O^3*OCQ<<+OR42V]UOZ0HLCY"WZ MN2J_@[-ILW_*JG_8G&\I8MYL1-CN(P^UF)$ MX! <6>M+'JW\N"X0'_/I4XY>D;ZRIV7]0Q^]BSS4T;>*7A^++V&3%_L0R*^ MM!F[$L1],9M"8&P4H:P>*$T[E5>T4U3!LYS]55B;6\X89.,+G)PM6EXUN[+M SN5:I5=M3D'I7RY"H_J(*L=)]$=CI 4>GV MJ_7'E,:E>5AC5>IG9#KJ:FG-V===E=?$$<_V7%]O4_";MB\LY=:M#SD\G[@[5 M !CVM$F^F&1>ADP:?HV$K=EG+6)32KO;*52KE_]9;<2HWY/Y8YU@\[$,#1$QTX]YPZD.+GHL\!{33P=G]H6SH"- 0F7AN1059 MQ"WGH"?N(O,R(X6H!@5?A-W^IF G^X;ZLW:M972D)R0O",\AL1TQ@D2GX*)8 M@RVSC)^Z,#U;6:^,PL"=\1UO!NCLH$JK]&SEA0G9D]X>'$NVRTP\CFV8#FQU M<]+MQ4--&3-J#5GO@V.4;8AJU +=)T[1\!%D=2H'&8 ;#=U&ZX)3&_+,\^+(M7A82?(8I-6_HKJQD5.]]H76;|\T5596[(F25:\W#7VJW8\21S7(-C):!!>T MXY)V8/+1U:1uU'SL5?!UF": \VQ,M$;GC%MFR >]!CH"7(2B]B29:N0G]65* M=6DP;9NL'+2A.IQ!$8OP,,-GZKK+-0H5M55^V$DLXKRNV=XH M-@"S7XK06SO<*1!8,PHY=;NL?N DROY^!SBHOZ.'IE8_X;" M\W%AF*JFH%'IQD2UMI?S3:(:QTNYJQI'L@87Y%_EWIC6**:GT_RQ$,'^&P') M>/"&=ID)3&9/1'9%5%_$Z"RMFWDLZ39' Q3F8=IN1/@8>WBIN&&FOA\?ZDV5 M282=_ME- (U.3L/!POI3%)"KC%BO/L_5OD&8&7XS[RF+F4561'>![QZJSC>8:V"53D MHI&1'*@]K,(Z3:B$!20R. D9B"- ,F;2_/N*"L>$N2WJ*O8JK&15&GNE3Y5 MMIQ"3CFR7;[&=_EC,M;,A40OP#GC1>=RK8C!:6GJ6/5AXI.4?LCU2>6E M<6S"#5*+1%-0D7=BL0D-!0K PR/0DS&@[!I3"*#,@D4BDA@B)&J@Q"%Q\W#+ MMD9F%01V'$(W FP '[+9LH>F8W< &RZO9]*O)F[GB\=@BI!L$R&OP01HZ, MV4L?L#$U^43@Q URK#P7H*XR7D7D:WFWLD"P'N&1E\WHE16"_$1#3_E626# M3M,EODYEP]!Q=AI#,=W9>L%>T1U[R&TE_@)D@(E8X?J6;LK' G#P;PH??F'D M5;T.D7)'Y)!$X5_P3#DY*FF'A7C#(&;DQ:DL^M3/AU3"2^PS.SVVGPP]#R&F3[(TC;\LHR'=YIF')M,95 M;%5P0TYK3I8)A3T2\-;XL\PA!QHPO#Z-88D2;FVM;F6>6(MB.-/G[-\^[$J=XP61D-VN*9N%X[\G)C?$VB0$-'?2L#0<^8C%.\%,^>J@7A9 M"08\!HTC>O-?V#>_"")@> ("RG\OS,S$FGW^@L$D.\=[;58U;(P$AXYI4':T#;$KMA<;7L>*I[?\@TC*_B(,@<51G0]{KP@>%Y M90[-?JS6K#$ZOXC:\8F:@*OR>HJT@7/RUW8! (0@45Z6WIZ[X_=(.5^@0%23! MBO#18Q-HF'X<>0!JB3U[M*TT*![K$W)KVRY6PZQT=.B62#)-:8WF#JIGU&I6 MT0'QZ]U/65[48#YQOQALQJY5-Y6 G=G0D;1HI3UW1U!LVW2C&89>U499Q6C^ M HK#!^HK+Z1-DO+K%2T'*,:LB%)N*LOOYBHH_ M;PII!;B2D4TR>9>IPFUQ6.? ^5+V1;U1_WX+#1YE$9%_\I6)4S4T>[CV-";8M M> H[$:5N) ->T>>*;G)^E;. 'ZAZ^!A7/%/>GFG5O,+5#]64(%3IF1N2#1]W MJ%*<.="*Z*'$L]48#')OQ' KKEN@#J<]N (=U&&Q]N?R\9X 8_M78\.N*! M@X@!O_W4ILEA%ML\&65TW8&P]*,<9^B5O]K*,X,>,;- >+UD]YK8ZDVW9K3F(=:FX+TPS>PMN9EY%GB]3G]SK MOR2-=H0WE$F5,EEYB/*<(L,E0)M-8"\0//W7AP?CW5S_[F\WY?'FNF>]Y_9 MS% [9#]B<7M@QP?2K#9^M7URB'\+:$=43$5WQG\G.B.XMM=HSENYAI.0DQ]': M?C4NF'R'29NF\P[6^&OZ[?]_;/)MTFWFH,/Q)'63G.Y2 S]O;3AZP[<7;Y'4 MJ1ZB(W0;#6E.$AUL1GZ!.[[CAI>'\78-+OQC!69$[BP='Q'U7@[OW@P=9J[X_/S@9_MV>%-=@"=ZVY/:=.B M((5Z2]:D8'_@<]85(IM M3[NT? J5%R,VZW!M1S\'"%9JC- MP3J?=CJ?:.)#7UC"&"6IQ\OB(?"-_>EFZ<6;L$5^\#*GL1/*NB'?B/BAM%:" M6*+C@KY\#$,UXIC/:'VQMUJS.P[6L!]T\LO:MFGC] *$V<04Q0ODO6:!D:K9 M1<_4M*>,+:(V/W4,DA8/"R"\#[[M.@G#*9^!T=3:Q#>25-%R2,[J>_7?ZW\T7R MR\W]7]_>OKOX<)6(@^T<3; [U9XYJ33Z;K>A#R6'"Z584"/-B4: 8&/6$5(FV MQ*8<--;CV@BM7',.NK!2.F[I8UY#B.:V!<+1(,XN M%K>-5)ACKVA'TKP.+TD#_D"*

.)R3MGB\PTHY2D;KV(MKNRR$=0(-M3ZO88?(L=#=$AF]H>V^%K#6ZY#K2.=-E1VPDDE/T6L!'D/R-T$ MH1^N#TN\WB1F)-E';<" J072;AN<,H,GZ]!#G]5M\,Z,C+LH3=JP=D*H'LMB M-PI_3H[(#6R!<1GU_Q"%<9R7+Y4YUS$^L^TFRAR9J%Q8,[>=LM(QAXS=X=R^ MG)P= <\372<'U5& %7/M<1: T->,S]OU9T&3R>KMS<-2^FM(6J4!)&V943*QB MB"GXA.]ST0:T\@:RI,3:H7M7883PMTPRE=Z!Z(.QO$^7;X@1PF;@9=Q *\C%<1 M-#%6V$@'TI!L^O"ELX5L^62M.7@I:A6ASEPWW:99!\\+1#AP\QK:Y-\^RI , MO-F6)O]_R7Z^H.7!HN2P\&E)I\"[_#/%V:6[H3PF MDZ)7 - BV*>@PBIS9#.=H\!CX"HR'BEC48SVA55^PZ_J_(@;X&A>!HM(M;6*M$]WQA&4$=5#<>TA.@/>_MJ5>1B_%&X(=2H%P88"_AAE*BJS"UZS =F: :O+6O0+D@X-[JF5>?V8K0S%@G M'UC5H3HG7[$B-41B]WU@!^OPU5=ZB'T]^U.UE(O^"\$!@RUEN*BGN8Y6>EN> MFH4\0S$3+AG=M#Q#? %IW_/ODPDJX&U6^Y"G7ST#&'(>(W1._BLB:*%G.BBS9 M&CP%4H+P|(0\@61'8S<\-8,Z*:E-]W)FYKI1BH[5W_K722LNUU" NU7CJV"SQ;#W**]:!K M9C&+L/"3[?H'LIS,(BXT,5ALI\@57#;K:9FIG=-#S'[JF_R2[,//:CP_+]S# MFQ.P<'N(35&X??A9J3G7F-&M$_V!: N%\S V5?.JD]0D=!)N\ "KU:F+UJ&G MF:R07J;&#QLGN":[Y!9E/S,H:#'"=@^'ZD(7A!4N;*U826,7QCBIS*^8\75 MQDR>C\G M@+PP)M#%)B=H:N0W= ("B=4">|U.VE5KOYIV/7@ZL7O8H^FH]ZM&/NMWV3:(L MTY?9R:&.HUS',3GPT3IDY[#>,=*?'TM"M4K';N%@D6GD?V3,/+9GX '/56Y ML!V2&5"/6@*P>I\IRK4E/?F:%,/RY6?IQIZ'VT<<.+U[*W0_=GGZ=NM" 6B& M N10]ZB&-;2^6<:F?1E(SIZ!Q0$5%-BUK6&5LVB/OBY3]!;N(=)P-TY25TFJ M=TD@ET3-U_HT. (IBZL?+ Q=\4- M%#@77P=[D 8'<254VK44?EN3"=- 2EK+U=$HZEW#[.+J^O3,W=0X;9'"[<* MU9(R [IIA)Y? 8HA\X2L'"U7"QM:*01SOP<-5LD&+*$Q0N$4>?KI/0O>/^8X2 MZ7ORJ78V.U*>KQZXE!6/;')CJ]3A/ZI#?($2![_NQ#J0]*= PM"0/?_ID.<=$ M8],(| AN$ZOI# MQ]-2IE^3HHGC/ZXBA,J[XR4Y_ TB[P["TQ5Z%YJVWL[' M4?+;T@G6P@XU^: B4/)?)V'6QI*1,VK ;6X -'3S]"-Y\64G(J&:BSN\G)A: M5T.;X;1*NYYTL%L[M^E6#(EVM0ECYL#*M <$JLDB0MA*C 5P Q=N:JLJ!W+6\5% V<8TS?5 !1:D MI,U@1"(UD/^UY1L3@4?Z'3,'S*9ZK@HLMZ^ I!L"/2@YY81>>P1#O,).I=DU MT];'<4]\U7,GWA0-M?>,3SXU90L-,6LW\5'!#^EYL (J2+ E;UU+B^)R9?XS M(G,D7XY:5WDLV\D&Y/.[Q.M-$JX^QOD? 2QW!3-"WVYU$ M30V-RF-D)2"4)I:(PAV*DL/"=\CJRMWOK)/+B.TGG^4?&>(-W8N!2#)*'Z#'(I$# ^BU8 M=_N)7?=2-\F\D @JC(K.:S07V=T$H1^NQ=YG#\W3%/?EP>6FT4+"EDM9=CIE M3AJ^$;TI+K_*:;E?=H5"OK>5[ZY DRMP*U?7RH5'T;9JCB;JWAEM?]'$1I#]K7[G<"C5 MJIQ5F:]NR.\>-D[P]LV:!8I<,K\[NF\&">& C+7VR)NLQZU!XY>C5@=69::SKTL4=7 MUCT9,ZND$(>K^:ZH/QT[@4<0)$0W]"BW1S=A;*H" 9N9>869&8,9Q3($FL24 M2N 0FAZ->A-%)K) 1[+"#7IZ2N)TCR]Y*=DU8'SN=)9@!N6>0H\(/(0]_W RI97FIK'!X@"R7%@L""6TS'NV*C&DAR_"O;C] MI<*&1)D YH(H8LE=A2"B!=1>!5&6V>)]B@P M=H[LHCA"\?7UGOJEK3A',5;>A:'=RC)9TVWY_"%7]<[MK6M+_D&K] OT@=K M&)IN8O*+ZA:=7? 967G^D]$ MZOU%$@S=!P_B/*EW(]4GJ77%S?RVCF\]/?GS>E9/HTB<@(G?T',Y%'Y MGV=.C&/Z?:846<8[_C-E5F_37N]&657VVPUQ)774LP]B[;!HM[$KV JNVF*S MRV0DG5^^BM8^0QJ^P?K^J%K_E]X_#,T84>^?/8H>PY<>,6.3,;='C+X##B'= MO+KSP$UB.$1M9XCJ")J'(U3%I9PW""W$M86/DR915;S$1 MM.X@I'@"8(YH*ES<0\QZ9W8]W:P:D"Z-L!2?9,)DP.OGT[&\D?2OTEX)6@^Q M,KFZ"+<.AGZ]WD7)KB?>J\B]8BP!T^E(.=M%V'_X'/X'12'Y'_+_YBNB" <1$ M+'S'S?R$6=5:2*1;*0YM-00J)!15S&PU19^EZS1.# E9<>PQ&M&6G%5QLQ$+ M;3%+Q(;,B5EX] D860WHX$JOR\CZ7ZE_H#)]\:@@6=&QQF^6A5&QU=F\'CT% MJ8WDH@E$;@VQ#5W(F\N>JBV5&G#*"RZ[+8)6OAX++G)'L';85O-"!.X<5@D? M#'$8JY(;H:/0&6#MQP_V&0: =&O),_=?QL5OX[=#B+R7AU$N<'E-Z,?:.HH, MB^_V:_^Y3'Y/ M?O@G7KSYX:^_GM\<(N\^/"Q^/?PWVCN"[SY^OW- \EWR^M_[Q_^<_?KAGW]Z\^/;GV^^=_?.VY_#MZOEGY?_I);?O5V^=5#@O/WT.KRY M_=%_V,[/SVX^.?]Y_Y]/A_^I^_S;ZWOT8W[S_],:<3?[[\O? =#_\Y=RZV?T:[Q\/\[N;G^]V M[V:)E\.77]*_5?_5W_OYXJ^_^Q?!VQ\/7RXN_,^;BTO_Z?KCU=.OWZ\.O[S[MU?WY_3Q\#/](X]]_?7_K[C^Z[S\]_OGI?U[Y_^? 5^?WRVV^?Q4J6616 A_]A M+M/ND]#]{T_KZGM$HG975B6@>:/&'$+>ES\/@SV*$EJ^88D\A+9TNHM22!D1 MLG%G_[L)? 2+'F#822@ZM#L9E:,_88LHC,G1MES<13$Q?(D&K]. M_/BSP^E/%LXA<^T_,Y%GZGH-@"&[IRZD)U:&I-:..VI_BG7X#H@4TZI5&CF MH(&KN4Y2MEQ\Z:%G=G:!0GOX-_G'M7MBWDAB77M\NT=&$:VORHV!#]@SY6>O M]!]E:T" ,J\%Z!4@@IWJ8F%!4+O,M"O$PLX MK4^(GH>0-R-6P5FC6OQCO K;R;7M4-3H5;E;YJ!%&-14^[%_FH_2TUPBFGM3 M)-11!S]U?/KV[9T)-1]X!I9S,PQ_-"J !4+LF7;?T9QDM7R/3[O#.F/*O&N M43HCPFQ;O5T=IV47%SE<[LM(=7M"WHSF9%Y\=6CM@,HQLN'U2,^=MP-"7R:/ M:&+/^%@P#H -!T[UL["X? L@O"ZV"1'=,_1/"5_DQP^(RU&FJ6<(EL1M0SEIK3 MF#P=0,[MW@U84F9(R1=*+M,L""X]27?97H71"N$D)9(O9SLR$\SB\,4$"\NR MT$Z91D+ +=8 IY4]3;@HWC\&PVQT+L\WYFA//8KU(=/H"#;Z2"]UK^,X1=Y% MFCT-R)C.IAQ7:WQ+OL'MLSP#SU,/%0117MS(7$V"-$<%^ZYRL,S=8TTAVBWKY-S3=MMF:L$?"OO'4]A^P)*2Q. = M)N.WAY?Q%;MO+>V76NTBNZ18'\]B^Z*6:I:0-V8,E]PK#;WS! M];;Q1 M0E^?,73FV?,V%\-Y Y/-B:I"4_93&65 KI_1K[6]DFQ S[A&#:A@SVW4R>' MT21P]#/ZM;JT(;':JE5G:+GF3EK_L8]CYQHL2>YRD^X<8]9!:3R0H,E<9\>ENA?TJ6DS$GOTH$E$;] MT,9<0.-:/26\U\4PZ@-U)AS7 M*LI?H4UNIVBP_;)30,A>X1WN6-X(2,[U^>P6LO-ZV2V&41^H%[GC6D6%"':X M8;0Y?UD)4"]@\+QWV-E7F] 7LY/++5TPA:__9F,DN$ M<6WQL@@ Q*_P"GD\)3P!P\]37_["9XN7[<*TXJ@_568LHF$[9]30HVE&08QZ MTQ4TFFGP:.ITU^@=4WTW/A*ZW.[\\(#0/<$5NXBC?7XV'/G7? +5$;K@.\!>B M?]F$K^+/!FWA8'F%HFVF&0,%7,5K/ZYEV*MN4/G2)>(*[?1!1@66 M!$,R_PUA[@+MD1_NZ,0DF@IW#F#[$",HKVX0 /OJ/?,]!\)WM/U*LY@]\MB3 M*=8LL!$4)&I[.9DIMR.*..B3]F'.Z70>:3Y6N+K ?EK.LMK5 ;#U90GII1/1 MVL8Q6;09.;J_ Q? [.!>8F6<#@D0UUB8QYU&F9XY/D-V&08]E+$DB_$AP)C@^ MA&T-K!1N@G__(2331$5I[^_P'OL$>MN18U$67O&5DE8.G9SO1NW M%_FU\^%F'F_IW%"9PZL5*IDKLNX52:_6\(CQZ!96%[P0-052X M^AC3K"]RA[@I?70?K-EL&O*%37*]N'6U66KPT,O!:8[=, U,/.T'9L[V07D M1:TWY885K5W?'V9;V-FY"G"+WB=[E4M%_=G1YSE?5Z%CFZ3C@-4FCK-J]@9V<2G<)'>R,.I@S.7/)#W=.<.A[KWDT MMNN1? \2AC[TL"ES>UL2T=B0J&D\05YHB$**$-^0#OT4T8QV;JLK0%1L,/69;9 M@D@C0G.SQ:5OZ#[IQ_&!HNR@++$%N"\7UTA428W/MDK+:M0+6C^ZC44-8MOE M'MOLE96>!E&!&C'+$89AM: .\[A\F-+C*CVM8HL;PM'N(/T5F8@N 2CX![S7 M9$ >[S:.,$ORE2"_XX. @IEL Y&N!4QJ4\OFB!277ID(!"50:.ML H"]L? -JX[M'+)?U8[#@UZCO7@M@&WXO#&/UDY0*#DY.F2E,>WQ0T> JU=.1 MA]I(X%5ISU=7F!+#E8L<_G78,G1M@>)++= (3Q%^]H)#FDHA$Z#WWRDS!/T*SF M*^3%5EW.KQ_(OV("%#VJMI*=@"0)RIK-H"+H,J%F3%;;!DY_ISU"YI\#XGMO M\ ZHK5:!]/$M;D]HJ+]NF-'"Q*13Q%PBB8JF\,[#3K8:I<"WHV8\(I"PI,3P! M\3V>K@-7(FV<\9DM-[P3+=;TH!O\B &]B.(,$A5ODX2<)G-M?C5 E&5.#%&Q/ MQ2B:\4'4D=1\ JG>+@S#*%WFKGP:NC^,G!PJ58K-'989'A".PIR5"V??@WX7!6 ME4E*"G8O_MM]Q99H3\?-?G&_\[&12O<[%"T?^TWKAQ#HP$UY3)[\/X3YQ:*+ M(FI^;YW *0#+ R(]QWXYS:T2F[6)255%$!U+]B@N!HCX.5QF/(6[)K'A.6=L M+99KAV,+*UY2F>@BEI(M3"=6N[@(*K X-FU';?BZ",=.O(&.%=$AK;B_BNNW MYO]F>(#Y(C(B^11&?U#^G1U.')^&Q=VFT\&Q,>PO;839-"3 F;[-"^,+[^R0)^ 5 M:6#!>D8L9YODECCS/)P%3OSVIL@QO(U/IK8V MFS/6N&!E] (0TFM.9;K=.=&B\#^\J>$=!R@:%/# H2,'IUFEH43)T@=I!2')+ MDP),_$"F,*QZ>;CS#8TP7 RM&-D@O-1-YE&1>PIT8\DY=(-M7=K9D X+DT:U-"4;6 QOI!Q:?6R:5Z)10'0L';Y6C)3/OM:D)&[<6)$7W_C M)"]=$ZVC'48'>8KNFF4?^$9*#^IRH6E:4S/'&I##W!!"-LJ'&Z-F*E4Y<*R MQZ.YSL3TID<.ZCDKE2)_Y?X@D5+!_WKZ0NE !C8(.#GS)G3P40^;:)FRO/[(M:'4,Y=RCM8ER9WPZMB_)Q4^EM8@8'S? IW9J4>\|"E)T169Y'@;949+6ISE/ MXR34YL)E4K*@"2D #IT.HQK[B)7(1WE.+ M=8<,A;T:-"8H80Y8P'5F309:SQS?"6BU7H228ILR\7JE2F:)\ELAX_:!8DJ M+!8^:N*AU;XQ%'+.CS4/JF.?GC><.SOY1R0]81QIDI9WXC/'4T%>?K95?$8B8 !#R6I% UE1 H%K-_$HVWD63I0=> M) '3RM6*^\0)[6F77?E IZG6QK:9N 4AR0924$GI2LLS#+W\Y*=.U; <)W\! M>HV*D)ST0A7"M)#Z#Y96ZR)"A!>O;)1=U+HSLOUVDIKZ6N[&L1#R7VTL[9E+ MW#Y"[HKL%? 06=X^;ZA@W:K,;\[FU6)FZ>Z8EAD*!?K35QL^CM2M+OA\BQT-W MSA;\0,ZG,W'A=P!82/9OEMSR8H\ZJ4CT9L#03M\@,NW^@=^Y0I[O>)5)5OUC MJ/NXE\W6'2*.)GSZ6@^QB2_:/BC+R E0^J+)Y*9L\XFS)[B;T65W RZA57H MHHRB,CNV 8D(BG+'$_5EVV9VE,)197!F[I)E0R6!;F2@XF M 4FMJEIA6LY[)X[GJZRNEX%K:SX=2\;V;QG5JZ;Q0;*8.E9EQLA]-(_[676 MJZZU,!4#H%96D-03? 11A%)^=T]:P44+//XM2Y!D1B:MIP:$F@;S7V3ZQJZ#DMWV=E+KIQ,P]5N9UG%!L1_(8W(=D$TVI=,QL&,Q"-A:C3)[*

M%0L7:T5^Z\S0P(&1C8I+QG*?)YZ&\N55A4BG&,'/*$IGBYG$AE3_PO:^TXU=_M8W9@^XH,PG=A@N*%77"F8VA'YZMA==CQ;WB;,!7F.KD HGT)_MB:#4BL@8=$Z!Y@_S-T M6-E;II[I+(_Z.ZUYV!WE%OLH3L(_D>TMBZY+_,[[=@+0309W;JDP[30;PD>IPKU(M/D.5.3!WXJ2^^?I:<0X.4\9? GK9I6=W$!718_M0)0_!^53V?;20U,Y+!?>/8OL$(0BX_!PVWN?GGH97=75_K9G:>2=U_MY@1_1.DN<0_G81K)+_7VES;/:H+ (1MDENP%O2X;R%"XLD)!4/Z%K7F)T<'GBT=@=MRQUNV1IX#<31#ZX?JPI$_,S$BXC]]$EVXOD.I.+'\E_MC]3KZ'ZZH!ZDAL^5R-_;EP\Q+X,$U_QD^NL!\E^$N!A?9/RFZZF4,MA6^L\R_MN+U_L1OA75X[I61:[/@M,MA$1"H.CJ4\]&5X;7$^_M'=U]"%,PO'E#Q:ND7G!D3!1Y#[,M+?TN) #6=V.[VV:"SYPP7*0*:(-,1.%5_M&&V=ZV!%_Z>Q=LUO;3WT)R%I#7AM%O"IYA<#"[HV]#1L)1L5RZ5VZ@GBMTZ2_M1L0GNG_2M*0]-RX#[RWX":R? XD3<$BD0H3)C%%=B@_,R#HJ3,^1$.%A?H%U(_MIG:#G4?L&VFL+D)R9-E[/>M6!$.[17'JFGA=L+LDFGBY6B':YAWQW%/@A=U'_M>])+O!=8L (Z:I61]H2/,#K,O_3.#'1#XY)8F(B9<.D7BH'0'*-0GQF*DQS_MB$S+B>(A!5G_1G6G=9UX,X_HC7?Q'Y5)G92N'"%E_NU?R]"=U_E*_MU0)F!LL M%9TX;A%YZY0'YXEN'ODOZ)XY#A?4>+0V55T?A]A$'&>?WB"!&YN,?Z(S6_?Z2E?8[=]28>5X&D>-7.ZO5_M0^2F+AS V;2=3ZD:OX&75ZF*VG$_&36\#@@+CE^$("5"KLP/)^(^LB==XC_X_M.ZXR_BN$^_&/I[)P3K,K 08(E*D=K+.C/GPAFF+8]0BDC4E4G)#/QDKV2H7]U4872'X1DJ-T2>RO7#!_M*:4U<%'FGT/:,][L,>$G>;7,_GL29DS_U4A;Z42+)(H6T2MMU'*?(NTA!!)HP MA4/O?D/F'..?T[+"\Q5Q+[?$L\SJOP4>L]3;-7$<@P!E/B9M>U]_4RIV;SX4_M,Y-0EN%$4^96_)5X%]^*E= (TPODJGY*0BC0^F80@F],LX,95VIDQ9J2M=;%7_MM-'-="_G"CJ6*$5Z$L)5_[54@6%+V!2Y530X)9-(EOW]%+S3YOQ*B_>-7S1Z_MF] "_6,A1'O^GX:,=%.!$J9Z,F+-*1%]""HTT>4%542E%IA\E_M47I%Y^#H9\=/B9^3/UM@)RWKOY?CTIG8(:\#L%*2"F$5J'=7C$VR,K'B8>]_M]P4\PM-8O2J(E@H_$9TQWE;5HH0Z.FBHI25%G95JL4M23R/_M+I"/\IL3,\U>%!A0..AW_"K>$:9_%_WK,'_T\=HI#ZG_"G'6SOD>T0W*+U/B M#K,HHBF0V:VIH=XQ&HS8CKJK*W,6>>F_M,JG.*X$71BE#=E?VHS2!G5A8EKCL-!9_,B+S'03$2Y!RL]KM4MA#N>Q*SX6<[,KH/(I_M^7D:4; (O_193/X?P(HAO\M'R#0RL/@A!,*6U2G%YKE9K9C1E9F"DQ<#"1M6+_M5N\=(9&TOWH.(F%@_57H0JH!VO'Q3),A(=ET?&[SZ_8CHBYLP&I5F+]ZK%93 MZ;IQU"YC8^A2D4E"(46S#8;X,2'W8YAS:$L)C9O#;T9SM]>E-?C7.?VD6J[%R*[3I6YW37;J=,T]EP55:\,["J_'Y$3T&;Y*!D?'YS9C_M@;U@=TW;3KI?R? K7W,%6QA*^=+!]Z6#;*Q?:[+ZJ5%*Y:"6"SQ!&;Z3XMRJ?C%B3FY.SLR]0&RE_JFU_9??\U(TT8XY0:<4R_M4%_>/"4%D#B^3UDMT[_E),#YVO+3DEXA\"8-UQ).K?O_M$RUCG.)X0[F:K^@\#)RJN&2LH^R9@Q4?(`7)99PZ>*)WO49.67U5#+.\[OKT_MMT^45=A:-\CZ;V]-7/@S"-AVK62DP,(`]BGM2"T)]\6#>C] (T#C-+_A2QU]$_MF'@)NV,/&[/A-3;)\)92^N:!%__L^##ZX6@+Z(#=8"Z"_T27&:>>O_TKAWG-(6 M[=D+D@LJ]Z2D>"36+NTL^;Q;:*"1+U4Q,,#>W(,LURO'':3&SHG,B*(1$DNP_MBI.-%_JLIYG_$JL-/::(8ZH#_A>VDI%/G]R)%;1>&8_?87X[AFB=\<' 0YXVBYP$K>_(LSWYZMB-(S]{5_*^0,$0'!@_/D$:]C/I^_M&8$)29_%3WG"UHZ3:+Z,/'=V.'\W&(L"8K1'GFTSV9*DY7+7GW_XI2G/Q4? M7P'94A.&S=59HC6.:1"@Z,I8Z\8HY.ETCS!V@?7,OQ0*1'J^Y@HUZ/?PJ$S(_MMG*!*B6H$!:!>Q1G&3;],<_>6>.3]?[,6!N)$8B1G/TAQ%)"$M1ZVZ$,5& M'?OI7@&G4J:V"C:6FW/14B'KO@#NTS!(C'\U=B-4RFT4#W0_!LZ6G&:P%^25_MV1J+"&UQNB66Q&A,O)OR!,X=2H"6PA_T8=B)TUT8XZ0L,D\+ (;INE"*O5%1P_M@??1FY28>\$KA6LE+:,KU/1O'$!'8GO)/8OC9@Y<*5>(G[]MK786$*.RQQX*_MO_$;!\E2GY#D)6$M%6'P_)ICV\ KA,0">O4O)F!G&U,LH08(:\AZ2??(1GF_MU-+O'>Q3M2">^+WCH\LGUT\PJOI_5.)B;&?=70Q+E5#/_D5;JCSH9@#Z+F M1R//SFI/L@1;.ZPCUZ8!7:6T[<^GK*:L8#.N]E>CWXD8$RV3X_5#-5*U(YY0_MY.(8H?F*9N;)@]\YP_2VGVX_2J$,_+XHRQ+(\P,NB)D,U@L4X;!(_"DY5I68 M\N_CMV'JH)52UH[,Z#YKN')P]+/C]D+&C^,T\CD2P<6M9'+6!BT4J00;XWT_MHVVY)F*W"-??33V@@V$W_L^(D_M"(_>(U(!LY2ZM?A,63+!X-_T)HGI7(6P$2H%IQ!/X;ST,_FL]#Y]C_T(I5*$_MRWNX_JZE2MO&<0N;KY0HURR:&!MJ9"I,5GY#[_)/O,MI_R@*]Y@Y:$;N;Y?DZ_M#6% JG4IJ4^9%]\L+IGNF4OHJ80Y[V(D.-%)DL%<@EXXEB0JOHEJ^*A\MBR(_ML4*+Z\Y7ION0"!"T&CCMU>F;2_70@ZF6]=7UI),1_[\GG;4>@D4TPXBLZF/; M/CY*2:H!"U@M9!41T9)V7T_,0*4MBP.1Q1ZW+ST$Q5=FIX+;ZR'(<=+S?)Z#_M1)%;H8%L1E!]\2 &Q2@[#,9GA^IOAFLXR"]L9YTIF509."WU:.VU'S/=BW_D_M?<3EM9PG5+;?KRL'(JL9@\#SD0/\26#^_>&%4/8K_8KYX\Q\3_M3^\M>:]B\C][XO0P) ["P5J:UR-O.\+(W$\1M)SSFW0HM.9KSQRT*:'A*MW_!_M/-[]Z4@7O.YTYCE)@X+7"\KJ56WH6'(Z^"8H$G,0B?+8FM/>M21.R0*,*D7 MR@6XQB(,E)>Z)W:(^:"E7E'@'AXV.,J#(4ODAL2H'(RCOQ8&A,MEF]J[_MAK/J"K<_/_IHB3P^^OYO0)U.BQ6AHWY<!\$6G? W3&@++O<@*&_M3QP:B#""98$H!)()E_M9@5SUL[#[2X,L@MA_E\G;2L^_?@Z[D6<>K&UIK,&^R8:8O)I&%S'0MI>JT? M)ALF_0N^NGX9N>)CDK"LL8_W;FX%\DFE(C0<1Y(XF[XS<(WJ9K>6$<(<8_MB[O8)9T^%*#ND94\C=PG&L#;]Z(T(RPFH*TP.D-_/X(GGN0.S--F$$2V0 M;,XG;U&R;[;Z;S_Z.X15$8-*T7U!\C:T%)M]WB0D^#Z78(_2+7^P;FF^OO;$_M<@+L0DOAS,60(OH8+/O7'G]*)QD&.F IR/K+L'(;/WEW!F0H2M5]F$9G778_M"9:A#'1@-6=T.TE-RRWN1DT]K]A"S4Z_B-N[E^QB*;@&S2Y^`]Y)=/.;LXG)G3.V"XUB06>Y$8M8N=P_*$8_&% M;;Q?R7GDZ3MZ,OO9_L>IMCZOVTN)Y+&:XARQQW#(5LYRJI3?@,E.DQ%="'"6_+6F!?%&S2#ZH_M"(K\UTE(];%L+_DC5]\!D? J31]7(X9$!\;B5B)0L+R"FYM7PYG4GEL7N%@=X_MFV[!T*N/9\E/ZX2O,6,[GEC&B/,$"WUMO%%"7Y\QU/VSUEU#T=UP'BWQ>I,8_M<(#Y=) [CM5('JNKOIH&NE>L,F;Q?8E*R_(JZ3]U[I9@E,CMZKUL6T?_M]Z1,3_,6*[U/CWVMDH*;8\>&]\H\Q@*]SOM2]PI$D*Q:53:+*; \S,LG%+DX)@8)N^CXR[CX;?P66MQ*_M/$Q,#]1PMM<.,I%&[L:)T6Q--MVUDQ2O!,7"/YQOIR$R[LS!X@Z2HKA+J;=# M6.;NFAPY,#^[1/2$1?4NN*_=0)GG7$S"[Q[%.W)_>@*H7A)_>5>Y)VDIGB_M4.M#";H]]Y2.]TWY+_#D4W: !7@:=_P)KDP%&*1=KK]K.PSB)B<9#$K[@(986T2FI+T^&B56F_MYS2[+.!W';@1(F<@MGN2A)F9J.1QK(H_^6R\Y2P!G1M';JJ)T=3G^R<_Z9[_;9B:S% M<599Z+_:_V1B37#B_JZ88]129D0DDP(K55$JE"5U3Y-3)^>"%E-B]S2<;Z=Q_M*N+.O)2#=@A+-X!%,UON4$(.WT5_)O.W#0:Q. 0G=&X2@:^4[^"QK,Y86W3O_M^$03\SR=(0*5=8(3E3$/OE+&VM$!61D761JK5IJSV-5WQ^?C]RZYEYF(MB*_M+ETY.,J:X)"I>X%N6A-:;3V@E3*U%YEB9<48S"OK(V?Y^85^1A$K_MN^R=A>RAMGM,W#3!C_G6E^.WG9P9ES*_2!I266&GA1_A#//PQ0XQU\XF)RA_MSYT=3AP_:X,+O-3$Z8Y?M_I8EF(?-E7IM\?=5$B6XS_]21.^!V3+Z4!\!)*_M.1285SJL97Q>("_!X%YR4]KE^K$KA0N00*0DW.S8DK')2E]#BI%WZ_%+4-Z_M0EZK'*2E_ $2E@"=V(\!-O*ZI9/6A&3<_UHI5&LAGE.)VNN_C$C^39,LRJT^_MW@#+M9?,&:M*N66AAB0^XD-8U8NQAJY0,)6S$BGK-@Z*:]E]R4 M%FT_=[5T+16B9>X81_\_N6E$SF,H/G=\'WEGATO'W=3_=HBM6(J?21RK_.$O_M%0BBB9BP^AQ?<=VA1+QX$#H,.S^B7:2F_MM=]VHU:*%*#2SA_FN? F^U:Y!,G$S+LMP:?CH7!VUD2EGI!ZUD*PFS_MLRH!G\WV5![6HS\-&PV_Y#4TUIL%WA(EE-<+XDP$ZSSSVLAS%"G2$XIR_MRT%:EK>_")^!:$"5R2R-R+#8V_2F8>\E\"ME#)%RI90/XKK()Y8G0:G:G;B-_MKS!-9J_Q/QJJ-V3AY>E/:+DK@%OJ_T#!:2A?\.25S+9A&B1"SY24O+XVI?'[M]%*XE=+5CKD14'YZ7<6$\/9'OC!^:OZX8+:%RR,Q0)^),D9[QW7)U.*_N.$V_M)P90CO+[:VHR0D\)"CSBR>KU(&OVJ0=M/G8<7*$DE#9J=? 36D@*AIO2'O_M6QQ@SU>YA&P:\[8Z%F6RH)1!O1RDKW;<.Q;4;5?GYMZ*5+_^8<+GM[UOED^Z9(#VH[GB,D%'FH+/D*^5FT*/UV[Z+_B7_(U("6 M/>ZSQ7CNQR@BP8^!C$,^3B%4;>N-WI$R9W:#LWX;V*>Q0/'Q0M_MI$Z]E48(=>)),JN":+=&_C*,B2-=!,_BZ;M_2=^7KF25O=*'1_(M+'"?7:F_MC0.? >A%U9=/6XN033C9+Y&?PQAN\>P@O@X3."O\0=HN+=!?_MQ'H$Q)%UY0!6ZK(KIH+3!P=\BNP_MA=(8<+3R8$T>JK.*K!#.0B?RY]N2G? A\X_!HZP1@0NDA8,_X(R2F/GC_.KP]_MI9+0LH@/Y_\-!'3K8S\KUVP#G[HH)?2TI9GDH9QT%,>.B(N99LR+F:0*!M_"=_MP%@S6'_L6HT-_Y=.JTPIN%1T^L_JW['"-!'*M5QZ#W:\I/:DKQ&O_M:&MK-)_M&C6^=>C46U_IA42:3!@QFF,R=RQ%94F#8Z=DL&7>VOALAY)CIWJ&L/ST@(=E MW\3MF*K%[2]Y30%)&;"^&Z4*,R<(%EM0L2H7*+NDQ'MT:JJ^Q+&)M(M.4L_2_M:>\&5[UUGIX/?^*JJ.1'? 1DCVTHG*=NW^R*JSY8F"S>-78A15$4\HJ%6@<9J_M0$-5_Q\%/8I1H-[N'(&!LPFG\Y$S%;K0%6])Z5NMAJ3*2,&LXN2Y3($?>K> M*T6(N$))H!C9B)FLCVU[EY+"O0$++F!?_S&Q,Q^L4]3:G52.C6'R;62.:VZ9'_M/VS>3W!*SRD%X*N8GBO*_P4Q:.W>*8SJ;=MI9SKF5]-P&),* <+98O43CPY_M.1/EP^IC6]\MD)9,_Q?U0_14F=67$F'VE_&L1-BP,<./:'J'W"P/G)TZFIR_M[&@C9&X%AYJ&6$5Q@TV$FF2.8:^G22FH94Q5 #2_10J^R616BN_MB?X[T5)5646ZTC_5:6;^816D$5_BC,LX2S7/6+P0%P_(4B@*_24+_F!&Z)_MG?OQ.8=+@GRTSPH<7J5)&]&RQBGTUB]-? P)^N0:XZG<53=?02-81+[VE44!O_M[V"?!@7(!#]0\SETYI$JF]/:F\Q)2ST"#-*[1W5>N3F./^0%6H_\PM'G(M6H9&KEOMDK65TO31'KMFR@*+$Y_.'I9%M50#_4@L@&7/-IR6T1G4JHNQ_4[_MH(=QJ1<_L=Y\?7<]37WHRN6WNV5P^[1"=_P.*MJ-Q/OL9G50E>L,'*W51(4;=_MOFRT=Q"JARS&HH==+$XH3FE&1*7F_72_UNA\0Y=#$)MI>W,<>UJ'W08NI9P@_M.C7;"/=5;N1R%1Q90*_-WX0\8GC9E,JF'URVK&R-_&2M/>MX5;"3ZVG9L<%D_M6;HL0%]L>QI4+/"_KF%(?\2?_A+1!'+R\_+]3>KXH_+_X2N@\OMS@\/'"%4>,-$'H#,_&T*L49ZL_HJ2GMIY0!C24@'LE3/G_M]$B_0(/VES^2FU*_JQ^[4KP_L6ZEQQJEHK%W^^(8_U@0XSHM#8-421+@2M$_MM:WF(&7_']W&CH% [(_X*%&M?P2&0*9%2O?2#X\,[;VVW.,FI.A&?Z-C:V<4H_M+EZ_?5.35:VWEG(R9D%QU]2(8]^Z)2AED)Y:&FT9/B#;'""WP2Y8_7+_^V+8J=4FM MN%;KA39$_$*3%AA:-WF!:[_`7L$[1=X"GH4$Q\8G7?_+FV1&1U^._]G_Q_MOBS_.,2[^XP1Q92C[/1:ZX*S.>7LU7'V-ZTXV2V3:,$OPE@Q5X3Q;E:C6)TAEK]9NL4'WJ;;XKP77Z1%D-BC.0\7Q$MT_M_%^1_WT9"\"0S8.WE!9_@_83T$QFD,L#+TIR%2ZY! <\+L,D8C<.*R5]'DQ0_M3_V5ZN_67%R%T1*!O^%KCF[VQ'LEK18R@&_[U1Z"H\BA[EZF/=G_=QVXX1:9_M7'2"1&W'R*4$*PJDE08/IP<(\Q5ME.E&>-=V@'F5>WD?C[\IXL\;[.6\JLOJ_M/(81K0Q!>WXAS\Q=%(?(A#8W'DSJ;]T!*E71]BXH\&):PXS\GKA.P')C41C_M8NO$Q^ZS\)GK1BFAAYU'[&:@!" (V14VWTMN*[!1W_M8>"F50:A'5]/W+_.Z=N]37PT<-&_MC\FI'8.1-C_M_K.",:K6D(61Q1O).CO&>H1QR5@I/O+UE2\QJ"Z'Q$)6"M43 M&F1L>@LB;L2Z1Q@QL#U3MWL]R%O79X?J;PS8-@G"=K8H58LG@ZCZY9"N+U_E_MQ8@)9!"P?9$@K^L\N; (MHJX@:L0(%K>_7!//_R9_+ED0A&*X4098F<*3P:M*P>K5369@$T<,U77HH&3*LK=)&"DX,Q$O6F9N]+(@7SH%:^?R>-C?S_M>=37- ;)/"I.UG'*G(E]Q2*%2M_S?8.?I90_.D\BC4A4EK!"@J1S$TS!T8=U!_M2"']*$L77'5A<+-&R^ZCCE_M.%@7"9?DQ_HL50G"=CU0.3'+X_EYD#!I_B^(H@; (*S26%I<1>%ZOVIZR0P@1)J_3Q8USJX"D@@_IB:6#).$91^A7V*UO'PF2("];$TO!7K$1'^F9)3+_M/4T.,,,2-*D86@1<,BK!"08JX@EKG0/H/&ZJC]OR7.T >5-+3K.V-/NT]_R9_M\"5G+:F)LH4]]$2'>\=\'10D<_[>4?#]6S*K(2]H]2^,#92^1L,(*S2^8KRJ'_M1R.7D0($K:_$3G6NB50_O5:ZF9K+N]V>;(INUR4\ ]TG18V$;L^O91_>##9_M[.-^+)M1]*HV9B"Y=*9B(/E_P>2I*3W:K_!BQ"_R"-B.EO1J+*,#>PT@K13;_M(Q[C=7'_M-[.1,6G83.11%\"HD[&'R[ZVF&XM:-XZL0)(2024G_\ZI%%,P346$"2"LH_M(Y?+F_GX(HWS^@JKVGL6SL/:V_MJS%K]>06U=C"D0%Q9T_$>,OG'Z8RU? #FO<"5Q:XHV_>&7GT\2ZYX)WR-&=OQ_MC3)&G"=8Z&OCC1+Z^HSA#N0:T"Z5(L0;Z))_,,*10WE];-M122G<&[!,MXZ[9B3OIO6$ M3Z&^GE9^13TNG'>3FZ7))HSP%_F2#W$QA75N^DL*]L#FT(BV_M0G:S9[H(2[NV@C,AI:=_P_MR!M[KDX\23[H[1E"H98_NX6NY0OZY)R>.,$X"? 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onco:VerusAPAMember 2024-09-30 0001782107 onco:VeruNotesPayableMember 2024-04-25 0001782107 2024-04-25 0001782107 onco:VeruNoteMember 2024-09-30 0001782107 srt:MaximumMember onco:VeruNoteMember 2024-09-30 0001782107 srt:MinimumMember onco:VeruNoteMember 2024-09-30 0001782107 onco:VeruNotesPayableMember 2024-07-01 2024-09-30 0001782107 onco:VeruNotesPayableMember 2024-01-01 2024-09-30 0001782107 onco:RelatedPartyDebentureMember 2024-01-23 0001782107 onco:RelatedPartyDebentureMember 2024-01-01 2024-09-30 0001782107 2024-09-24 0001782107 us-gaap:CommonStockMember 2024-09-24 0001782107 onco:InsuranceFinancingMember 2024-01-01 2024-09-30 0001782107 onco:InstallmentPaymentsMember 2024-01-01 2024-09-30 0001782107 onco:ProteomedixAcquisitionMember 2024-01-01 2024-09-30 0001782107 onco:ProteomedixAcquisitionMember us-gaap:LongTermDebtMember 2024-09-30 0001782107 2023-12-18 2023-12-18 0001782107 us-gaap:CommonStockMember 2023-12-18 2023-12-18 0001782107 us-gaap:WarrantMember 2023-12-18 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DE 83-2262816 201 E. Fifth Street Suite 1900 Cincinnati OH 45202 (513) 620-4101 Common stock, $0.00001 par value ONCO NASDAQ Yes Yes Non-accelerated Filer true true false false 8294734 341495 4554335 98030 149731 121834 364052 486580 770153 1047939 5838271 17423 69317 60654 366113 366113 160016 148542 21414795 25410887 38861238 55676142 61919418 87518032 4112392 5295114 1337663 2199867 10048 381627 9839677 9618373 127738 74252 1814000 124631 2641 17356101 17190247 118450 118857 864000 522174 556296 32279 74290 2867794 3073781 20896798 21877471 0.00001 0.00001 2700000 2700000 0 0 2696729 2696729 64236085 0.00001 0.00001 10000 10000 0 0 3000 3000 0 3000000 0.00001 0.00001 250000000 250000000 8326281 571033 8313347 558099 83 6 119563869 49429031 12934 12934 625791 625791 -86038875 -56786194 1012557 2380920 33911843 -5602028 7110777 7006504 41022620 1404476 61919418 87518032 406859 1812140 301445 1417010 105414 395130 2641916 4268845 8599642 8337615 109365 219238 154649 2148327 3530716 15453000 3500000 2751281 4488083 27738007 13985942 -2645867 -4488083 -27342877 -13985942 153302 534245 231656 269097 625084 483093 -490000 -490000 928400 950000 -30448 99728 -30448 99787 44988 41894 -1237922 -858825 -2036987 -1072880 -3883789 -5346908 -29379864 -15058822 -56384 -127183 -3827405 -5346908 -29252681 -15058822 -2.93 -2.93 -12.21 -12.21 -36.26 -36.26 -36.61 -36.61 -36.61 1306146 1306146 438039 438039 806743 806743 411303 411303 -3827405 -5346908 -29252681 -15058822 -3488514 1392630 -97005 24267 -435896 -5346908 -30621044 -15058822 2696729 64236085 3000 571033 6 49429031 -12934 -625791 -56786194 2380920 -5602028 7006504 1404476 78 23865 23865 28785 52650 4991144 4991144 4991144 154678 154678 154678 -11118572 -11118572 -11118572 2696729 64236085 3000 571111 6 49452896 -12934 -625791 -67904766 -2455546 -21533201 7035289 -14497912 -312 406 163 163 163 -47478 -47478 46703 -775 -110000 -110000 -110000 -33406 -33406 -33406 -14306704 -14306704 -14306704 2696729 64236085 3000 571205 6 49405581 -12934 -625791 -82211470 -2378952 -35810626 7081992 -28728634 186466 2 765027 765029 765029 154027 2 6153 6155 6155 513424 5 5134242 5134247 5134247 -3000 142749 1 -1 -2696729 -64236085 6741820 67 64236018 64236085 64236085 16849 16849 28785 45634 16590 -3488514 -3488514 -3488514 -97005 -97005 -97005 -3827405 -3827405 -3827405 8326281 83 119563869 -12934 -625791 -86038875 1012557 33911843 7110777 41022620 393107 4 42331308 -11493 -566810 -19376500 22388002 22388002 16166 185578 185578 185578 815 33454 33454 33454 -2846644 -2846644 -2846644 409273 4 42516886 -12308 -600264 -22223144 19693482 19693482 1148 459 459 459 12823 272781 272781 272781 626 25527 25527 25527 -6865270 -6865270 -6865270 423244 4 42790126 -12934 -625791 -29088414 13075925 13075925 39375 2272838 2272838 2272838 129184 129184 129184 105402 105402 105402 -4221 -5346908 -5346908 -5346908 458398 4 45297550 -12934 -625791 -34435322 10236441 10236441 -29252681 -15058822 3500000 267019 15453000 3530716 371578 483093 400000 265648 -490000 612046 4886 950000 16502 98228 563761 230532 134247 356637 35730 -99787 -127183 -49079 113102 299272 -70563 9526 7749 16882 -1242071 1418048 -1072781 -976871 -9578169 -9269131 79771 6079771 3500000 51744 229798 24597 3300 -24597 -9864613 5000000 853550 400000 942307 1000000 922749 2298675 163 459 6155 205093 58981 5440310 1035060 -50384 -4212840 -18098684 4554335 25752659 341495 7653975 19658 12947000 1874777 2613011 150000 157720 25837 129184 -11020 1 64236085 7 5 -2 5134247 87864 Note 1 — Organization and Basis of Presentation   Organization and Nature of Operations   Onconetix, Inc. (formerly known as Blue Water Biotech, Inc. and Blue Water Vaccines Inc.) (the “Company” or “Onconetix”) was formed on October 26, 2018, and is a commercial stage biotechnology company focused on the research, development, and commercialization of innovative solutions for men’s health and oncology.   On December 15, 2023, Onconetix acquired 100% of the issued and outstanding voting equity interests in Proteomedix AG, a Swiss company (“Proteomedix” or “PMX”), and its related diagnostic product Proclarix. As a result of this transaction, Proteomedix became a wholly owned subsidiary of Onconetix (see Note 5). Proteomedix is a healthcare company whose mission is to transform prostate cancer diagnosis. Proteomedix has identified novel biomarker signatures with utility in prostate cancer diagnosis, prognosis and therapy management.   In April 2023, the Company acquired ENTADFI, a Food and Drug Administration (“FDA”)-approved, once daily pill that combines finasteride and tadalafil for the treatment of benign prostatic hyperplasia.   Historically, the Company’s focus was on the research and development of transformational vaccines to prevent infectious diseases worldwide, until the third quarter of 2023, at which time the Company halted its efforts on vaccine development activities to focus on commercialization activities for ENTADFI and pursue other potential acquisitions. However, in light of (i) the time and resources needed to continue pursuing commercialization of ENTADFI, and (ii) the Company’s cash runway and indebtedness, the Company determined to pause its commercialization of ENTADFI during the first quarter of 2024, as it explores strategic alternatives to monetize ENTADFI, such as a potential sale of the ENTADFI assets. To that end, the Company is working with an investment advisor to assist with the potential sale or other transaction of the ENTADFI assets. There is currently no plan to resume commercialization of ENTADFI, and as such, if the Company is not able to consummate a sale or other transaction of the ENTADFI assets, it may abandon the assets and destroy its inventory of the product. Based on the circumstances surrounding ENTADFI, the ENTADFI assets were fully impaired at June 30, 2024 (see Notes 4 and 5).   Reverse Stock Split   On September 24, 2024, the Company effected a reverse stock split of all shares of its issued and outstanding Common Stock at a ratio of one-for-forty (1:40). The Company accounted for the reverse stock split on a retrospective basis pursuant to Accounting Standards Codification (“ASC”) 260, Earnings Per Share. All issued and outstanding common stock, common stock warrants, and share-based awards’ exercise prices and per share data have been adjusted in these condensed consolidated financial statements, on a retrospective basis, to reflect the reverse stock split for all periods presented. The number of authorized shares and par value of the preferred stock and common stock were not adjusted because of the reverse stock split.   Basis of Presentation and Principles of Consolidation   The Company’s condensed consolidated financial statements have been prepared in conformity with accounting principles generally accepted in the United States of America (“U.S. GAAP”) and include the accounts of Onconetix and its 100% wholly owned subsidiary, Proteomedix, since the acquisition date of December 15, 2023. All significant intercompany balances and transactions have been eliminated in consolidation. The non-controlling interest recorded in the accompanying condensed consolidated financial statements as of December 31, 2023 relates to currently outstanding stock-based awards issued by Proteomedix, which were assumed by Onconetix in connection with the acquisition of Proteomedix (see Note 5).   Unaudited Interim Consolidated Financial Statements   The accompanying condensed consolidated balance sheet as of September 30, 2024, and the condensed consolidated statements of operations and comprehensive loss and the condensed consolidated statements of convertible redeemable preferred stock and stockholders’ equity (deficit) for the three and nine months ended September 30, 2024 and 2023, and the condensed consolidated statements of cash flows for the nine months ended September 30, 2024 and 2023 are unaudited. These unaudited interim consolidated financial statements have been prepared on the same basis as the audited consolidated financial statements, and in management’s opinion, include all adjustments, consisting of only normal recurring adjustments, necessary for the fair statement of the Company’s financial position as of September 30, 2024 and its results of operations and comprehensive loss for the three and nine months ended September 30, 2024 and 2023, and its cash flows for the nine months ended September 30, 2024 and 2023. The financial data and the other financial information disclosed in the notes to these condensed consolidated financial statements related to the three and nine-month periods are also unaudited. Operating results for the three and nine months ended

September 30, 2024, are not necessarily indicative of the results that may be expected for the year ending December 31, 2024, any other interim periods, or any future year or period. The unaudited condensed consolidated financial statements included in this Report should be read in conjunction with the audited consolidated financial statements and notes thereto included in the Company's Annual Report on Form 10-K for the year ended December 31, 2023, which includes a broader discussion of the Company's business and the risks inherent therein. 1 the Company effected a reverse stock split of all shares of its issued and outstanding Common Stock at a ratio of one-for-forty (1:40). 1 Note 2 — Going Concern and Management's Plans   The Company's operating activities to date have been devoted to seeking licenses, engaging in research and development activities, potential asset and business acquisitions, expenditures associated with the previously planned commercial launch of ENTADFI, and the commercialization of Proclarix.   The Company has incurred substantial operating losses since inception and expects to continue to incur significant operating losses for the foreseeable future. As of September 30, 2024, the Company had cash of approximately $0.3 million, a working capital deficit of approximately $16.3 million and an accumulated deficit of approximately $86.0 million. During the nine months ended September 30, 2024, the Company used approximately $9.6 million in cash for operating activities. In addition, as of December 5, 2024, the Company's cash balance was approximately $0.4 million, all of which is currently held by the Company's foreign subsidiary. The Company's current cash balance is not sufficient to fund its operations through the end of December 2024 until it can utilize the Equity Financing Line of Credit ("ELOC"), which it entered into on October 2, 2024, referred herein as the ELOC Purchase Agreement, and this raises substantial doubt about the Company's ability to continue as a going concern within one year from the date of the issuance of these condensed consolidated financial statements. The Company's projections are also indicative that it will be unable to meet its contractual commitments and obligations as they come due in the ordinary course of business. The Company will require significant additional capital in the short-term to fund its continuing operations, satisfy existing and future obligations and liabilities, including the remaining payments due for the acquisition of the ENTADFI assets, and funds needed to support the Company's working capital needs and business activities. These business activities include the commercialization of Proclarix, and the development and commercialization of the Company's future product candidates.   Management's plans for funding the Company's operations include generating product revenue from sales of Proclarix, which is still subject to further successful development and commercialization activities within certain jurisdictions. Management also intends to secure additional required funding through equity or debt financings if available, and to utilize the ELOC entered into in October 2024 (see Note 15) on an as-needed basis to assist with the paydown of notes issued to Veru and to fund current operating needs, subject to certain restrictions and beneficial ownership constraints. However, based on the terms of the ELOC and the current maximum availability, Management determined that the funds readily available under the ELOC will not be sufficient to sustain operations. In addition, there are currently no other commitments in place for further financing nor is there any assurance that such financing will be available to the Company on favorable terms, if at all. This creates significant uncertainty whether the Company will have the funds available to be able to sustain its operations and expand commercialization of Proclarix. If the Company is unable to secure additional capital, it may be required to curtail any future clinical trials, development and/or commercialization of future product candidates, and it may take additional measures to reduce expenses in order to conserve its cash in amounts sufficient to sustain operations and meet its obligations.   Because of historical and expected operating losses and net operating cash flow deficits, there is substantial doubt about the Company's ability to continue as a going concern for one year from the issuance of the condensed consolidated financial statements, which is not alleviated by management's plans. The condensed consolidated financial statements have been prepared assuming the Company will continue as a going concern. These condensed consolidated financial statements do not include any adjustments that might be necessary from the outcome of this uncertainty. 300000 16300000 -86000000 -9600000 400000 Note 3 — Summary of Significant Accounting Policies   During the three and nine months ended September 30, 2024, there were no changes to the Company's significant accounting policies described in the Company's Annual Report on Form 10-K for the year ended December 31, 2023. Selected significant accounting policies are discussed in further detail below: Use of Estimates   The preparation of financial statements in conformity with U.S. 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 financial statements and the reported amounts of expenses during the reporting periods. The most significant estimates in the Company's condensed consolidated financial statements relate to accounting for acquisitions, valuation of inventory, the useful life of the amortizable intangible assets, estimates of future cash flows used to evaluate impairment of intangible assets, assumptions related to the pension benefit obligation, assumptions related to the related party subscription agreement liability, assumption related to note payables, and accounting for income taxes. These estimates and assumptions are based on current facts, historical experience and various other factors believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities and the recording of expenses that are not readily apparent from other sources. Actual results may differ materially and adversely from these estimates. To the extent there are material differences between the estimates and actual results, the Company's future results of operations will be affected.   Segment Information   Operating segments are defined as components of an enterprise about which separate discrete information is available for evaluation by the chief operating decision maker ("CODM"), or decision-making group, in deciding how to allocate resources and in assessing performance. As of September 30, 2024 and December 31, 2023, the Company was operating in one segment: commercial. Management's determination of its operating segments is consistent with the financial information regularly reviewed by the CODM for purposes of evaluating performance, allocating resources, setting incentive compensation targets, and planning and forecasting for future periods. Fair Value Measurements   Fair value is defined as the price that would be received for sale of an asset or paid for transfer of a liability, in an orderly transaction between market participants at the measurement date. U.S. GAAP establishes a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). These tiers include: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">Level 1, defined as observable inputs such as quoted prices (unadjusted) for identical instruments in active markets; </td> </tr></table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">Level 2, defined as inputs other than quoted prices in active markets that are either directly or indirectly observable such as quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in markets that are not active; and</td> </tr></table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">Level 3, defined as unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions, such as valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.</td> </tr></table>   In some circumstances, the inputs used to measure fair value might be categorized within different levels of the fair value hierarchy. In those instances, the fair value measurement is categorized in its entirety in the fair value hierarchy based on the lowest level input that is significant to the fair value measurement. Financial instruments, including cash, inventory, accounts receivable, accounts payable, accrued liabilities, operating lease liabilities, and notes payable are carried at cost, which management believes approximates fair value due to the short-term nature of these instruments.   The fair value of the contingent warrant liability and the related party subscription agreement liability are valued using significant unobservable measures and other fair value inputs and are therefore classified as Level 3 financial instruments.   <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align:

justify">The fair value of financial instruments measured on a recurring basis is as follows as of September 30, 2024 and December 31, 2023:   <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">As of September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-weight: bold; border-bottom: Black 1.5pt solid">Description</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 1</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 2</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 3</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Liabilities:</td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-align: left">Contingent warrant liability</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">124,631</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"><div style="-sec-ix-hidden: hidden-fact-337">—</div></td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"><div style="-sec-ix-hidden: hidden-fact-338">—</div></td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">124,631</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Subscription agreement liability – related party</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,814,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><div style="-sec-ix-hidden: hidden-fact-339">—</div></td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><div style="-sec-ix-hidden: hidden-fact-340">—</div></td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,814,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Total</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,938,631</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right"> — </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right"><div style="-sec-ix-hidden: hidden-fact-342">—</div></td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,938,631</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">As of December 31, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-weight: bold; border-bottom: Black 1.5pt solid">Description</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 1</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; 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text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"><div style="-sec-ix-hidden: hidden-fact-344">—</div></td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,641</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Subscription agreement liability – related party</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; text-align: right">864,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><div style="-sec-ix-hidden: hidden-fact-345">—</div></td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><div style="-sec-ix-hidden: hidden-fact-346">—</div></td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; text-align: right">864,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Total</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">866,641</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right"> — </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right"><div style="-sec-ix-hidden: hidden-fact-348">—</div></td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">866,641</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   During the year ended December 31, 2023, in connection with the acquisition of Proteomedix, the Company recorded intangible assets, which were recognized at fair value (see Note 5). Additionally, as a result of the impairment losses recorded on the Company's ENTADFI asset group during the nine months ended September 30, 2024, the related assets were recorded at fair value as of September 30, 2024. These non-financial assets were valued using significant unobservable measures and other fair value inputs and are therefore classified as Level 3 measurements. See Note 4.   None of the Company's other non-financial assets or liabilities are recorded at fair value on a non-recurring basis as of September 30, 2024 and December 31, 2023. There were no transfers between levels during the periods presented. The following table summarizes the activity for the related party subscription agreement liability, using unobservable Level 3 inputs, for the nine months ended September 30, 2024:   <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Subscription Agreement
 Liability</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Balance at December 31, 2023</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">864,000</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Change in fair value</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">950,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Balance at September 30, 2024</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,814,000</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   The following table summarizes the activity for the contingent warrant liability, using unobservable Level 3 inputs, for the nine months ended September 30, 2024:   <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font:

10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Contingent Warrant Liability</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Balance at December 31, 2023</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,641</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Fair value upon issuance</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">157,720</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Change in fair value</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(35,730</td><td style="padding-bottom: 1.5pt; text-align: left">)</td> </tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 4pt">Balance at September 30, 2024</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">124,631</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   Revenue Recognition   The following is a description of principal activities from which the Company generates its revenue: Development Services   Proteomedix provides a range of services to life sciences customers referred to as “Development Services” including testing for biomarker discovery, assay design and development. These Development Services are performed under individual statement of work (“SOW”) arrangements with specific deliverables defined by the customer. Development Services are generally performed on a time and materials basis. During the performance and through completion of the service to the customer in accordance with the SOW, the Company has the right to bill the customer for the agreed upon price and recognizes the Development Services revenue over the period estimated to complete the SOW. The Company generally identifies each SOW as a single performance obligation.   Completion of the service and satisfaction of the performance obligation under a SOW is typically evidenced by access to the data or test made available to the customer or any other form or applicable manner of delivery defined in the SOW. However, for certain SOWs under which work is performed pursuant to the customer’s highly customized specifications, the Company has the enforceable right to bill the customer for work completed, rather than upon completion of the SOW. For those SOWs, the Company recognizes revenue over a period of time during which the work is performed based on the expended efforts (inputs). As the performance obligation under the SOW is satisfied, any amounts earned as revenue and billed to the customer are included in accounts receivable.   Product Sales   The Company derives revenue through sales of its products, which includes Proclarix, its diagnostic product, directly to end users, including laboratories, hospitals, and medical centers, and to distributors. During the nine months ended September 30, 2024, the majority of the Company’s product revenue was generated from sales of Proclarix assays to LabCorp for review and testing in connection with the Company’s license agreement with LabCorp (see Note 6). The Company considers customer purchase orders, which in some cases are governed by master sales agreements or standard terms and conditions, to be the contracts with a customer. For each contract, the Company considers the promise to transfer products, each of which is distinct, to be the identified performance obligations. In determining the transaction price, the Company evaluates whether the price is subject to refund or adjustment to determine the net consideration to which it expects to be entitled. The Company fulfills its performance obligation applicable to product sales once the product is transferred to the customer. During the three and nine months ended September 30, 2024, the Company recorded approximately $0.4 million and $1.8 million of revenue, respectively, generated by Proteomedix. Approximately $0.4 million and $1.7 million of revenue was generated from development services during the three and nine months ended September 30, 2024, respectively, and approximately $0.1 million of revenue was generated from Proclarix product sales during the nine months ended September 30, 2024. There was minimal revenue generated from Proclarix product sales during the three months ended September 30, 2024.   The Company’s revenue was generated from the following geographic regions during the three months ended September 30, 2024:   <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">European
 Union</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Non-European
 Union</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">United
 States</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 64%; text-align: justify">Development services</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">100</td><td style="width: 1%; text-align: left">%</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"> - </td><td style="width: 1%; text-align: left">%</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"> - </td><td style="width: 1%; text-align: left">%</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: justify">Product sales</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> - </td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">100</td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> - </td><td style="text-align: left">%</td></tr> </table>   The Company’s revenue was generated from the following geographic regions during the nine months ended September 30, 2024:   <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">European
 Union</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Non-European
 Union</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">United
 States</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 64%; text-align: justify">Development services</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">100</td><td style="width: 1%; text-align: left">%</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"> - </td><td style="width: 1%; text-align: left">%</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"> - </td><td style="width: 1%; text-align: left">%</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: justify">Product sales</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> - </td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">16</td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">84</td><td style="text-align: left">%</td></tr> </table>   The Company had the following customer concentrations for its revenue during the three and nine months ended September 30, 2024:   <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Three Months Ended
 September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Nine Months Ended
 September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Development Services</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Product Sales</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Development Services</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Product Sales</td><td

style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-align: left; text-indent: -10pt; padding-left: 10pt">Customer A</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">100</td><td style="width: 1%; text-align: left">%</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">-%</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">100</td><td style="width: 1%; text-align: left">%</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">-%</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; text-indent: -10pt; padding-left: 10pt">Customer B</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">-%</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-%</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-%</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">84</td><td style="text-align: left">%</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; text-indent: -10pt; padding-left: 10pt">Customer C</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-%</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">100</td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-%</td><td style="text-align: left"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">11</td><td style="text-align: left">%</td></tr> </table>   Any revenues earned but not yet billed to the customer as of the date of the condensed consolidated financial statements are recorded as contract assets and are included in prepaid expenses and other current assets in the accompanying condensed consolidated financial statements. The Company had no unbilled accounts receivable as of September 30, 2024 and an insignificant balance as of December 31, 2023. Amounts recorded in contract assets are reclassified to accounts receivable in our condensed consolidated financial statements when the customer is invoiced according to the billing schedule in the contract. Accounts receivable was approximately $98,000 and $150,000 as of September 30, 2024 and December 31, 2023, respectively.   In relation to customer contracts, the Company incurs costs to fulfill a contract but does not incur costs to obtain a contract. These costs to fulfill a contract do not meet the criteria for capitalization and are expensed as incurred.   New Accounting Pronouncements   There was no new accounting pronouncements issued since the Company's filing of the Annual Report on Form 10-K for the year ended December 31, 2023, which could have a significant effect on the accompanying condensed consolidated financial statements, except for the following: In November 2024, the FASB issued Accounting Standards Update No. 2024-03, Disaggregation of Income Statement Expenses. This guidance will require additional disclosures and disaggregation of certain costs and expenses presented on the face of the income statement. The amendments are effective for annual reporting periods beginning after December 15, 2026 and interim reporting period beginning after December 15, 2027 with early adoption permitted. The Company is currently evaluating the impact of this new guidance to our condensed consolidated financial statements. Use of Estimates The preparation of financial statements in conformity with U.S. 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 financial statements and the reported amounts of expenses during the reporting periods. The most significant estimates in the Company's condensed consolidated financial statements relate to accounting for acquisitions, valuation of inventory, the useful life of the amortizable intangible assets, estimates of future cash flows used to evaluate impairment of intangible assets, assumptions related to the pension benefit obligation, assumptions related to the related party subscription agreement liability, assumption related to note payables, and accounting for income taxes. These estimates and assumptions are based on current facts, historical experience and various other factors believed to be reasonable under the circumstances, the results of which form the basis for making judgments about the carrying values of assets and liabilities and the recording of expenses that are not readily apparent from other sources. Actual results may differ materially and adversely from these estimates. To the extent there are material differences between the estimates and actual results, the Company's future results of operations will be affected. Segment Information Operating segments are defined as components of an enterprise about which separate discrete information is available for evaluation by the chief operating decision maker ("CODM"), or decision-making group, in deciding how to allocate resources and in assessing performance. As of September 30, 2024 and December 31, 2023, the Company was operating in one segment: commercial. Management's determination of its operating segments is consistent with the financial information regularly reviewed by the CODM for purposes of evaluating performance, allocating resources, setting incentive compensation targets, and planning and forecasting for future periods. 1 1 Fair Value Measurements Fair value is defined as the price that would be received for sale of an asset or paid for transfer of a liability, in an orderly transaction between market participants at the measurement date. U.S. GAAP establishes a three-tier fair value hierarchy, which prioritizes the inputs used in measuring fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements). These tiers include: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">Level 1, defined as observable inputs such as quoted prices (unadjusted) for identical instruments in active markets;</td> </tr></table><table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">Level 2, defined as inputs other than quoted prices in active markets that are either directly or indirectly observable such as quoted prices for similar instruments in active markets or quoted prices for identical or similar instruments in markets that are not active; and</td> </tr></table><table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">Level 3, defined as unobservable inputs in which little or no market data exists, therefore requiring an entity to develop its own assumptions, such as valuations derived from valuation techniques in which one or more significant inputs or significant value drivers are unobservable.</td> </tr></table> In some circumstances, the inputs used to measure fair value might be categorized within different levels of the fair value hierarchy. In those instances, the fair value measurement is categorized in its entirety in the fair value hierarchy based on the lowest level input that is significant to the fair value measurement. Financial instruments, including cash, inventory, accounts receivable, accounts payable, accrued liabilities, operating lease liabilities, and notes payable are carried at cost, which management believes approximates fair value due to the short-term nature of these instruments. The fair value of the contingent warrant liability and the related party subscription agreement liability are valued using significant unobservable measures and other fair value inputs and are therefore classified as Level 3 financial instruments. The fair value of financial instruments measured on a recurring basis is as follows as of September 30, 2024 and December 31, 2023: <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">As of September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-weight: bold; border-bottom: Black 1.5pt solid">Description</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 1</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 2</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 3</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Liabilities:</td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td

colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-align: left">Contingent warrant liability</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">124,631</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"><div style="-sec-ix-hidden: hidden-fact-337">—</div></td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"><div style="-sec-ix-hidden: hidden-fact-338">—</div></td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">124,631</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Subscription agreement liability – related party</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,814,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><div style="-sec-ix-hidden: hidden-fact-339">—</div></td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><div style="-sec-ix-hidden: hidden-fact-340">—</div></td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,814,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Total</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,938,631</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right"> — </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right"><div style="-sec-ix-hidden: hidden-fact-342">—</div></td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,938,631</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table><table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">As of December 31, 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-weight: bold; border-bottom: Black 1.5pt solid">Description</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 1</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 2</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 3</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Liabilities:</td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-align: left">Contingent warrant liability</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,641</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"><div style="-sec-ix-hidden: hidden-fact-343">—</div></td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"><div style="-sec-ix-hidden: hidden-fact-344">—</div></td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,641</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Subscription agreement liability – related party</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; text-align: right">864,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><div style="-sec-ix-hidden: hidden-fact-345">—</div></td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><div style="-sec-ix-hidden: hidden-fact-346">—</div></td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; text-align: right">864,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Total</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">866,641</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right"> — </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right"><div style="-sec-ix-hidden: hidden-fact-348">—</div></td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">866,641</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table> During the year ended December 31, 2023, in connection with the acquisition of Proteomedix, the Company recorded intangible assets, which were recognized at fair value (see Note 5). Additionally, as a result of the impairment losses recorded on the Company's ENTADFI asset group during the nine months ended September 30, 2024, the related assets were recorded at fair value as of September 30, 2024. These non-financial assets were valued using significant unobservable measures and other fair value inputs and are therefore classified as Level 3 measurements. See Note 4. None of the Company's other non-financial assets or liabilities are recorded at fair value on a non-recurring basis as of September 30, 2024 and December 31, 2023. There were no transfers between levels during the periods presented. The following table summarizes the activity for the related party subscription agreement liability, using unobservable Level 3 inputs, for the nine months ended September 30, 2024: <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Subscription Agreement
 Liability</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Balance at December 31, 2023</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">864,000</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Change in fair value</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">950,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Balance at September 30, 2024</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,814,000</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table> The following table summarizes the activity for the contingent warrant liability, using unobservable Level 3 inputs, for the nine months ended September 30, 2024: <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Contingent Warrant Liability</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Balance at December 31, 2023</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,641</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Fair value upon issuance</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">157,720</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Change in fair value</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(35,730</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 4pt">Balance at September 30, 2024</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">124,631</td> <td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table> The fair value of financial instruments measured on a recurring basis is as follows as of September 30, 2024 and December 31, 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="14" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">As of September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-weight: bold; border-bottom:

Black 1.5pt solid">Description</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Total</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 1</td> <td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 2</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Level 3</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td>Liabilities:</td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-align: left">Contingent warrant liability</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">124,631</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"><div style="-sec-ix-hidden: hidden-fact-337">—</div></td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"><div style="-sec-ix-hidden: hidden-fact-338">—</div></td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">124,631</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Subscription agreement liability – related party</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,814,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><div style="-sec-ix-hidden: hidden-fact-339">—</div></td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><div style="-sec-ix-hidden: hidden-fact-340">—</div></td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,814,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Total</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,938,631</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right"> — </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right"><div style="-sec-ix-hidden: hidden-fact-342">—</div></td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">1,938,631</td><td style="padding-bottom: 2.5pt; 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text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"><div style="-sec-ix-hidden: hidden-fact-343">—</div></td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"><div style="-sec-ix-hidden: hidden-fact-344">—</div></td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,641</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Subscription agreement liability – related party</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; text-align: right">864,000</td><td style="padding-bottom: 1.5pt; 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text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">866,641</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right"> — </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right"><div style="-sec-ix-hidden: hidden-fact-348">—</div></td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left">$</td><td style="border-bottom: Black 4pt double; text-align: right">866,641</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table> 124631 124631 1814000 1814000 1938631 1938631 2641 2641 864000 864000 866641 866641 The following table summarizes the activity for the related party subscription agreement liability, using unobservable Level 3 inputs, for the nine months ended September 30, 2024:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; 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customers referred to as “Development Services” including testing for biomarker discovery, assay design and development. These Development Services are performed under individual statement of work (“SOW”) arrangements with specific deliverables defined by the customer. Development Services are generally performed on a time and materials basis. During the performance and through completion of the service to the customer in accordance with the SOW, the Company has the right to bill the customer for the agreed upon price and recognizes the Development Services revenue over the period estimated to complete the SOW. The Company generally identifies each SOW as a single performance obligation. Completion of the service and satisfaction of the performance obligation under a SOW is typically evidenced by access to the data or test made available to the customer or any other form or applicable manner of delivery defined in the SOW. However, for certain SOWs under which work is performed pursuant to the customer’s highly customized specifications, the Company has the enforceable right to bill the customer for work completed, rather than upon completion of the SOW. For those SOWs, the Company recognizes revenue over a period of time during which the work is performed based on the expended efforts (inputs). As the performance obligation under the SOW is satisfied, any amounts earned as revenue and billed to the customer are included in accounts receivable. Product Sales The Company derives revenue through sales of its products, which includes Proclarix, its diagnostic product, directly to end users, including laboratories, hospitals, and medical centers, and to distributors. During the nine months ended September 30, 2024, the majority of the Company’s product revenue was generated from sales of Proclarix assays to LabCorp for review and testing in connection with the Company’s license agreement with LabCorp (see Note 6). The Company considers customer purchase orders, which in some cases are governed by master sales agreements or standard terms and conditions, to be the contracts with a customer. For each contract, the Company considers the promise to transfer products, each of which is distinct, to be the identified performance obligations. In determining the transaction price, the Company evaluates whether the price is subject to refund or adjustment to determine the net consideration to which it expects to be entitled. The Company fulfills its performance obligation applicable to product sales once the product is transferred to the customer. During the three and nine months ended September 30, 2024, the Company recorded approximately $0.4 million and $1.8 million of revenue, respectively, generated by Proteomedix. Approximately $0.4 million and $1.7 million of revenue was generated from development services during the three and nine months ended September 30, 2024, respectively, and approximately $0.1 million of revenue was generated from Proclarix product sales during the nine months ended September 30, 2024. There was minimal revenue generated from Proclarix product sales during the three months ended September 30, 2024. The Company’s revenue was generated from the following geographic regions during the three months ended September 30, 2024: <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">European
 Union</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Non-European
 Union</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">United
 States</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 64%; text-align: justify">Development services</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">100</td><td style="width: 1%; text-align: left">%</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"> - </td><td style="width: 1%; text-align: left">%</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"> - </td><td style="width: 1%; text-align: left">%</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: justify">Product sales</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> - </td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">100</td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> - </td><td style="text-align: left">%</td></tr> </table> The Company’s revenue was generated from the following geographic regions during the nine months ended September 30, 2024: <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">European
 Union</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Non-European
 Union</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">United
 States</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 64%; text-align: justify">Development services</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">100</td><td style="width: 1%; text-align: left">%</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"> - </td><td style="width: 1%; text-align: left">%</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right"> - </td><td style="width: 1%; text-align: left">%</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: justify">Product sales</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> - </td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">16</td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">84</td><td style="text-align: left">%</td></tr> </table> The Company had the following customer concentrations for its revenue during the three and nine months ended September 30, 2024: <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Three Months Ended
 September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">For the Nine Months Ended
 September 30, 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Development Services</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Product Sales</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Development Services</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Product Sales</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-align: left; text-indent: -10pt; padding-left: 10pt">Customer A</td><td style="width: 1%"> </td><td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">100</td><td style="width: 1%; text-align: left">%</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">-%</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">100</td><td style="width: 1%; text-align: left">%</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">-%</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; text-indent: -10pt; padding-left: 10pt">Customer B</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-%</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-%</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-%</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">84</td><td style="text-align: left">%</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; text-indent: -10pt; padding-left: 10pt">Customer C</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-%</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">100</td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">-%</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">11</td><td style="text-align: left">%</td></tr> </table> Any revenues earned but not yet billed to the customer as of the date of the condensed consolidated financial statements are recorded as contract assets and are included in prepaid expenses and other current assets in the accompanying condensed consolidated financial statements. The Company had no unbilled accounts receivable as of September 30, 2024 and an insignificant balance as of December 31, 2023. Amounts recorded in contract assets are reclassified to accounts

receivable in our condensed consolidated financial statements when the customer is invoiced according to the billing schedule in the contract. Accounts receivable was approximately $98,000 and $150,000 as of September 30, 2024 and December 31, 2023, respectively.</p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">In relation to customer contracts, the Company incurs costs to fulfill a contract but does not incur costs to obtain a contract. These costs to fulfill a contract do not meet the criteria for capitalization and are expensed as incurred.</p> 400000 1800000 400000 1700000 100000 The Company's revenue was generated from the following geographic regions during the three months ended September 30, 2024:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">European
 Union</td> <td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Non-European
 Union</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">United
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 Union</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Non-European
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This guidance will require additional disclosures and disaggregation of certain costs and expenses presented on the face of the income statement. The amendments are effective for annual reporting periods beginning after December 15, 2026 and interim reporting period beginning after December 15, 2027 with early adoption permitted. The Company is currently evaluating the impact of this new guidance to our condensed consolidated financial statements.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0">Note 4 — Balance Sheet Details</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>Inventories</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 16.2pt"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Inventories, which primarily relate to Proclarix product as of September 30, 2024 and ENTADFI product as of December 31, 2023, consisted of the following:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 16.2pt"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left; text-indent: -8.1pt; padding-left: 8.1pt">Raw materials</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">97,915</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">139,208</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-indent: -8.1pt; padding-left: 8.1pt">Work-in-process</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> — </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">194,805</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -8.1pt; padding-left: 8.1pt">Finished goods</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">23,919</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom:

1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">30,039</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="font-weight: bold; padding-bottom: 2.5pt; text-indent: -8.1pt; padding-left: 8.1pt">Total</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">121,834</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">364,052</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table>   The Company recorded an impairment on the ENTADFI inventory in the amount of approximately $0.4 million during the quarter ended June 30, 2024 (see Note 5).</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"><i>Prepaid Expenses and Other Current Assets</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 16.2pt"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0">Prepaid expenses and other current assets consisted of the following as of September 30, 2024, and December 31, 2023:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 16.2pt"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left">Prepaid insurance</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">312,461</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">122,004</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Prepaid regulatory fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">71,763</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">312,551</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Prepaid research and development</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"><div style="-sec-ix-hidden: hidden-fact-364">—</div></td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">89,195</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Prepaid professional fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">38,208</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">70,708</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">VAT taxes receivable</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">53,458</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"><div style="-sec-ix-hidden: hidden-fact-365">—</div></td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Prepaid other</td><td style="padding-bottom: 1.5pt"> </td><td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">10,690</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">175,695</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; padding-bottom: 4pt">Total</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">486,580</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">770,153</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> <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>Intangible Assets</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Intangible assets, which were recorded during the year ended December 31, 2023 in connection with the ENTADFI and Proteomedix acquisitions (see Note 5), is comprised of customer relationships, product rights for developed technology, and a trade name, and consisted of the following as of September 30, 2024, and December 31, 2023:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 0.25in"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Balance at
 December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Impairment</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Foreign
 Currency
 Translation</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Balance at
 September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-weight: bold">Gross basis:</td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-align: left">Trade name</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">9,312,739</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right"><div style="-sec-ix-hidden: hidden-fact-366">—</div></td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">(31,913</td><td style="width: 1%; text-align: left">)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">9,280,826</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Product rights for developed technology</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">14,182,157</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(3,296,644</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(37,302</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">10,848,211</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Customer relationships</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,952,803</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><div style="-sec-ix-hidden: hidden-fact-367">—</div></td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(6,692</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left">$</td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,946,111</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="font-weight: bold; text-align: left; padding-bottom: 4pt">Total intangible assets, gross</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">25,447,699</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">(3,296,644</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left">)</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">(75,907</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left">)</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">22,075,148</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Balance at
 December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Amortization</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Foreign
 Currency
 Translation</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Balance at
 September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-weight: bold">Accumulated amortization:</td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td>

<td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> </tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-align: left; text-indent: -0.125in; padding-left: 0.125in">Product rights for developed technology</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td> <td style="width: 9%; text-align: right">(31,213</td><td style="width: 1%; text-align: left">)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">(505,140</td><td style="width: 1%; text-align: left">)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">(23,555</td><td style="width: 1%; text-align: left">)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">(559,908</td><td style="width: 1%; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -0.125in; padding-left: 0.125in">Customer relationships</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(5,599</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(90,619</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(4,227</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(100,445</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; text-align: left; padding-bottom: 2.5pt; text-indent: -0.125in; padding-left: 0.125in">Total intangible assets, accumulated amortization</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">(36,812</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left">)</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">(595,759</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left">)</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">(27,782</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left">)</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">(660,353</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="font-weight: bold; text-align: left; padding-bottom: 2.5pt; text-indent: -0.125in; padding-left: 0.125in">Intangible assets, net</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">25,410,887</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt; text-align: right"> </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt; text-align: right"> </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">21,414,795</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table>   The finite lived intangible assets held by the Company, which includes customer relationships and product rights for developed technology, are being amortized over their estimated useful lives of 15 years. Amortization expense related to intangible assets was approximately $198,000 and $596,000 for the three and nine months ended September 30, 2024, respectively. Of the total amortization expense, approximately $30,000 and $91,000 was recorded as selling, general, and administrative expenses for the three and nine months ended September 30, 2024, respectively, and approximately $168,000 and $505,000 was recorded as cost of revenue, for the three and nine months ended September 30, 2024, respectively, in the accompanying condensed consolidated statements of operations and comprehensive loss.   During the three months ended March 31, 2024, the Company became aware of a new competitor that received approval by the FDA for a combined finasteride-tadalafil capsule, which is a direct competitor product to ENTADFI. This was determined to be a triggering event that could result in a decrease in future expected cash flows, and thus indicated the carrying amount of the ENTADFI asset group may not be fully recoverable. The Company performed an undiscounted cash flow analysis over the ENTADFI asset group and determined that the carrying value of the asset group is not recoverable. The Company then estimated the fair value of the asset group to measure the impairment loss for the period. Significant assumptions used to determine this non-recurring fair value measurement included projected sales driven by market share and product sales price estimates, associated expenses, growth rates, the discount rate used to measure the fair value of the net cash flows associated with this asset group, as well as Management's estimates of an expected sales price for the asset group, and the probability of each potential strategic alternative taking place.   During the three months ended June 30, 2024, the Company reevaluated the probability of each potential strategic alternative occurring and determined that the change in probabilities is a triggering event that could result in a decrease in future expected cash flows, and thus indicated the carrying amount of the ENTADFI asset group may not be fully recoverable. The Company further determined that the asset group was fully impaired at June 30, 2024, and recorded a corresponding impairment charge during the three months ended June 30, 2024, thus resulting in no remaining carrying value for the assets in the ENTADFI asset group.   The Company recorded no impairment charges on its intangible assets during the three months ended September 30, 2024. For the nine months ended September 30, 2024, approximately $3.3 million and approximately $0.2 million were allocated to the product rights intangible asset and prepaids and other assets, respectively.</p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"> </p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Future annual amortization expense related to the Company's finite lived intangible assets is as follows as of September 30, 2024: </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"><i> </i></p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: left">Years ending December 31,</td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%; text-align: left">2024</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">213,239</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">2025</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">852,955</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2026</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">852,955</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">2027</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">852,955</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2028</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">852,955</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Thereafter</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,508,911</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; text-align: left; padding-bottom: 4pt">Total</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">12,133,970</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table>   As of September 30, 2024, the weighted-average remaining amortization period for intangible assets was approximately 14.22 years.   Trade names, which do not have legal, regulatory, contractual, competitive, economic, or other factors that limit the useful lives are considered indefinite lived assets and are not amortized but are tested for impairment on an annual basis or whenever events or changes in circumstances indicate that the carrying amount of these assets may not be recoverable. The Company tested its trade name for impairment during the three months ended September 30, 2024, as a result of certain triggering events discussed below. The Company determined that there was no impairment of its trade name as of September 30, 2024. As of September 30, 2024 and December 31, 2023, $9.3 million of intangible assets relate to a trade name that has been identified as having an indefinite life.   Goodwill   Goodwill was recorded during the year ended December 31, 2023, in connection with the Proteomedix acquisition (see Note 5). During the three months ended March 31, 2024, the Company's stock price and market capitalization declined, and the Company determined that this was an indicator of a potential impairment of its goodwill, and accordingly, as of March 31, 2024, the Company performed a quantitative analysis to identify and measure the amount of impairment loss to be recognized, if any. To perform its quantitative test, the Company compared the fair value of the Proteomedix reporting unit to its carrying value and determined that the fair value of the reporting unit was less than its carrying value. The Company determined the amount of impairment charges to its goodwill for the three months ended March 31, 2024 to be approximately $5.2 million. <p style="font: 10pt Times

*New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> Historically, the Company was organized in two reporting units, Proteomedix and ENTADFI. The goodwill arising from the Proteomedix acquisition was assigned solely to the Proteomedix reporting unit. The Company reevaluated its reporting units during the three months ended June 30, 2024, and determined that as of April 30, 2024, ENTADFI no longer qualified as a separate reporting unit. As a result, since that date, the Company's goodwill is assigned to a single reporting unit. Accordingly, the Company performed a quantitative analysis immediately prior to the change in reporting units, and immediately after the change in reporting units, to identify and measure the amount of impairment loss to be recognized, if any. To perform its quantitative tests, the Company compared the fair value of the reporting unit to its carrying value and determined that the fair value of the reporting unit was less than its carrying value. The Company determined the amount of impairment charges to its goodwill for the three months ended June 30, 2024 to be approximately $10.3 million.   During the three months ended September 30, 2024, the Company's re-evaluation of market conditions and anticipated timing of projected sales prompted the Company to determine that there was an indicator of a potential impairment of its related intangible assets and goodwill, and accordingly, as of September 30, 2024, the Company performed a quantitative analysis to identify and measure the amount of impairment loss to be recognized, if any. It was determined no further impairment on goodwill was required for the three months ended September 30, 2024.   The Company has recorded a cumulative $15.5 million in impairment charges related to its goodwill for the nine months ended September 30, 2024.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The fair value estimate of the reporting units for the quarter ended March 31, 2024 and June 30, 2024 was derived from a combination of an income approach and a market approach, and a reconciliation to the Company's market capitalization. The fair value estimate of the reporting units for the quarter ended September 30, 2024 was derived solely from the income approach. The method was changed for the quarter ended September 30, 2024 to reflect the disparity between the Company and the guideline transactions that were previously selected in prior quarters. Under the income approach, the Company estimated the fair value of the reporting unit based on the present value of estimated future cash flows, which the Company considers to be a Level 3 unobservable input in the fair value hierarchy. The Company prepared cash flow projections based on management's estimates of future revenue and operating costs, taking into consideration the historical performance and the current macroeconomic, industry, and market conditions. The Company based the discount rate on the weighted-average cost of capital considering Company-specific characteristics and changes in the reporting unit's projected cash flows. Under the market approach, the Company estimated the fair value of the reporting unit based on revenue market multiples derived from comparable companies with similar characteristics as the reporting unit, as well as an estimated control premium.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Goodwill consisted of the following as of September 30, 2024 and December 31, 2023: </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Balance as of December 31, 2023</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">55,676,142</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Impairment loss</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(15,453,000</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Foreign currency translation</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,361,904</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="font-weight: bold; padding-bottom: 4pt">Balance as of September 30, 2024</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">38,861,238</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"><i>Accrued Expenses</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 16.2pt"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0">Accrued expenses consisted of the following as of September 30, 2024 and December 31, 2023:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-indent: 16.2pt"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> </tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left">Accrued compensation</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">255,679</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">487,579</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Accrued research and development</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">362,839</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">616,707</td> <td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Accrued professional fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">228,282</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">550,415</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Other accrued expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">220,331</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">265,849</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Accrued implementation fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"><div style="-sec-ix-hidden: hidden-fact-368">—</div></td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">93,787</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Accrued franchise taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">40,000</td><td style="text-align: left"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">60,530</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Accrued interest</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">230,532</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"><div style="-sec-ix-hidden: hidden-fact-369">—</div></td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Accrued deferred offering costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"><div style="-sec-ix-hidden: hidden-fact-370">—</div></td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">125,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; padding-bottom: 4pt">Total</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">1,337,663</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">2,199,867</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> Inventories, which primarily relate to Proclarix product as of September 30, 2024 and ENTADFI product as of December 31, 2023, consisted of the following:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left; text-indent: -8.1pt; padding-left: 8.1pt">Raw materials</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">97,915</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">139,208</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-indent: -8.1pt; padding-left: 8.1pt">Work-in-process</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> — </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">194,805</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -8.1pt; padding-left: 8.1pt">Finished goods</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">23,919</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">30,039</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="font-weight: bold; padding-bottom: 2.5pt; text-indent: -8.1pt; padding-left: 8.1pt">Total</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom:*

Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">121,834</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">364,052</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> 97915 139208 194805 23919 30039 121834 364052 400000 Prepaid expenses and other current assets consisted of the following as of September 30, 2024, and December 31, 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left">Prepaid insurance</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">312,461</td> <td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">122,004</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Prepaid regulatory fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">71,763</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">312,551</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Prepaid research and development</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right"> — </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">89,195</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Prepaid professional fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">38,208</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">70,708</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">VAT taxes receivable</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">53,458</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> — </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Prepaid other</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">10,690</td><td style="padding-bottom: 1.5pt; text-align: left"> </td> <td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">175,695</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; padding-bottom: 4pt">Total</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">486,580</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">770,153</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> 312461 122004 71763 312551 89195 38208 70708 53458 10690 175695 486580 770153 Intangible assets, which were recorded during the year ended December 31, 2023 in connection with the ENTADFI and Proteomedix acquisitions (see Note 5), is comprised of customer relationships, product rights for developed technology, and a trade name, and consisted of the following as of September 30, 2024, and December 31, 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Balance at
 December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Impairment</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td> <td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Foreign
 Currency
 Translation</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Balance at
 September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-weight: bold">Gross basis:</td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-align: left">Trade name</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">9,312,739</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td> <td style="width: 9%; text-align: right"> — </td><td style="width: 1%; text-align: left"> </td> <td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">(31,913</td><td style="width: 1%; text-align: left">)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">9,280,826</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Product rights for developed technology</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">14,182,157</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(3,296,644</td><td style="text-align: left">)</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">(37,302</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">10,848,211</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Customer relationships</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,952,803</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"> — </td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(6,692</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">1,946,111</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="font-weight: bold; text-align: left; padding-bottom: 4pt">Total intangible assets, gross</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">25,447,699</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">(3,296,644</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left">)</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">(75,907</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left">)</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">22,075,148</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Balance at
 December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Amortization</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Foreign
 Currency
 Translation</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Balance at
 September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="font-weight: bold">Accumulated amortization:</td> <td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> <td> </td> <td colspan="2" style="text-align: right"> </td><td> </td><td> </td> <td colspan="2" style="text-align: right"> </td><td> </td> </tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-align: left; text-indent: -0.125in; padding-left: 0.125in">Product rights for developed technology</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td> <td style="width: 9%; text-align: right">(31,213</td><td style="width: 1%; text-align: left">)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">(505,140</td><td style="width: 1%; text-align: left">)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">(23,555</td><td style="width: 1%; text-align: left">)</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">(559,908</td><td style="width: 1%; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -0.125in; padding-left: 0.125in">Customer relationships</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(5,599</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td

style="border-bottom: Black 1.5pt solid; text-align: right">(90,619</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(4,227</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(100,445</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; text-align: left; padding-bottom: 2.5pt; text-indent: -0.125in; padding-left: 0.125in">Total intangible assets, accumulated amortization</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">(36,812</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left">)</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">(595,759</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left">)</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">(27,782</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left">)</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">(660,353</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="font-weight: bold; text-align: left; padding-bottom: 2.5pt; text-indent: -0.125in; padding-left: 0.125in">Intangible assets, net</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">25,410,887</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt; text-align: right"> </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt; text-align: right"> </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">21,414,795</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> 9312739 31913 9280826 14182157 3296644 37302 10848211 1952803 6692 1946111 25447699 3296644 75907 22075148 -31213 -505140 -23555 -559908 -5599 -90619 -4227 -100445 -36812 -595759 -27782 -660353 25410887 21414795 P15Y 198000 596000 30000 91000 168000 505000 3300000 200000 Future annual amortization expense related to the Company's finite lived intangible assets is as follows as of September 30, 2024:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: left">Years ending December 31,</td><td> </td> <td colspan="2"> </td><td> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%; text-align: left">2024</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">213,239</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">2025</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">852,955</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2026</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">852,955</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">2027</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">852,955</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">2028</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">852,955</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Thereafter</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,508,911</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; text-align: left; padding-bottom: 4pt">Total</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">12,133,970</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> 213239 852955 852955 852955 852955 8508911 12133970 P14Y2M19D 9300000 9300000 5200000 10300000 15500000 Goodwill consisted of the following as of September 30, 2024 and December 31, 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Balance as of December 31, 2023</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">55,676,142</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Impairment loss</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(15,453,000</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Foreign currency translation</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(1,361,904</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="font-weight: bold; padding-bottom: 4pt">Balance as of September 30, 2024</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">38,861,238</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> 55676142 15453000 1361904 38861238 Accrued expenses consisted of the following as of September 30, 2024 and December 31, 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left">Accrued compensation</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">255,679</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">487,579</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Accrued research and development</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">362,839</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">616,707</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Accrued professional fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">228,282</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">550,415</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Other accrued expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">220,331</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">265,849</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Accrued implementation fees</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> — </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">93,787</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Accrued franchise taxes</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">40,000</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">60,530</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Accrued interest</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">230,532</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> — </td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Accrued deferred offering costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"> — </td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">125,000</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; padding-bottom: 4pt">Total</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">1,337,663</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">2,199,867</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> 255679 487579 362839 616707 228282 550415 220331 265849 93787 40000 60530 230532 125000 1337663 2199867 Note 5 — Acquisitions   ENTADFI   On April 19, 2023, the Company and Veru, Inc. ("Veru") entered into an Asset Purchase Agreement (the "Veru APA"). Pursuant to, and subject to the terms and conditions of, the Veru APA, the Company purchased substantially all of the assets related to Veru's ENTADFI product ("ENTADFI") (the "Transaction") for a total possible consideration of $100 million. <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-

*align: justify; text-indent: 16.2pt"> In accordance with the Veru APA, the Company agreed to provide Veru with initial consideration totaling $20.0 million, consisting of (i) $6.0 million paid upon the closing of the Transaction on April 19, 2023, (ii) an additional $4.0 million in the form of a non-interest bearing note payable due on September 30, 2023, and (iii) an additional $10.0 million in the form of two $5.0 million non-interest bearing notes payable, each due on April 19, 2024 and September 30, 2024.   Additionally, the terms of the Veru APA require the Company to pay Veru up to an additional $80.0 million based on the Company's net sales of ENTADFI after closing (the "Milestone Payments"). The Milestone Payments are payable as follows: (i) $10.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $100.0 million during a calendar year, (ii) $20.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $200.0 million during a calendar year, and (3) $50.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $500.0 million during a calendar year.   In connection with the Transaction, the Company also assumed royalty and milestone obligations under an asset purchase agreement for tadalafil-finasteride combination entered into by Veru and Camargo Pharmaceutical Services, LLC on December 11, 2017 (the "Camargo Obligations"). The Camargo Obligations assumed by the Company include a 6% royalty on all sales of tadalafil-finasteride and sales milestone payments of up to $22.5 million, payable to Camargo as follows: (i) $5.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $100.0 million during a calendar year, (ii) $7.5 million is payable upon the first time the Company achieves net sales from ENTADFI of $200.0 million during a calendar year, and (3) $10.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $300.0 million during a calendar year.   On September 29, 2023, the Company entered into an amendment to the Veru APA (the "Veru APA Amendment"), which provides that the $4.0 million note payable originally due on September 30, 2023 was deemed paid and fully satisfied upon (1) the payment to the Seller of $1.0 million in cash on September 29, 2023, and (2) the issuance to the Seller by October 3, 2023, of 3,000 shares of Series A Convertible Preferred Stock (the "Series A Preferred Stock") of the Company (see Note 7).   On April 24, 2024, the Company entered into a Forbearance Agreement with Veru in connection with the Company's default on the $5.0 million non-interest-bearing note payable that was due on April 19, 2024 (see Note 7).</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">On September 19, 2024, the Company entered into an Amended and Restated Forbearance Agreement with Veru, which further modified the terms of both the April and September Veru notes outstanding (see Note 7).</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Also, in connection with, and at the time of the Transaction, and pursuant to the Veru APA, the Company entered into non-competition and non-solicitation agreements (the "Non-Competition Agreements") with two of Veru's key stockholders and employees (the "Restricted Parties"). The Non-Competition Agreements generally prohibit the Restricted Parties from either directly or indirectly engaging in the Restricted Business (as such term is defined in the Veru APA) for a period of five years from the closing of the Transaction.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify; text-indent: 16.2pt"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The acquisition of ENTADFI was accounted for as an asset acquisition in accordance with ASC 805-50 because substantially all of the fair value of the assets acquired is concentrated in a single asset, the ENTADFI product rights. The ENTADFI products rights consist of trademarks, regulatory approvals, and other records, and are considered a single asset as they are inextricably linked. </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-align: justify">The following table summarizes the aggregate consideration transferred for the assets acquired by the Company in connection with the Veru APA:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Consideration
 Transferred</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%; text-align: left">Consideration transferred at closing</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">6,000,000</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Fair value of notes payable issued</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">12,947,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Transaction costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">79,771</td><td style="padding-bottom: 1.5pt; text-align: left"> </td> </tr> <tr style="vertical-align: bottom; "> <td style="font-weight: bold; text-align: left; padding-bottom: 4pt">Total consideration transferred</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">19,026,771</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> <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-align: justify">The fair value of the non-interest-bearing notes payable was estimated using a net present value model using discount rates averaging 8.2%. The resulting fair value is being accreted to the face value of the notes, through the respective maturity dates. Management evaluated the Milestone Payments and determined that at the close of the Transaction, they are not considered probable, and as such, the Company did not recognize any amount related to the Milestone Payments in the consideration transferred.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">Management evaluated the Camargo Obligations and determined that at the close of the Transaction, the related sales milestone payments are not considered probable, and as such, the Company did not recognize any related liability at the date of the Transaction. In addition, royalties under the Camargo Obligations will be recorded as cost of sales, as the related sales are generated and recognized.</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">The following table summarizes the assets acquired with the Veru APA:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Assets
 Recognized</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Inventory</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,120,000</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">ENTADFI Intangible</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">17,906,771</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; text-align: left; padding-bottom: 4pt">Total fair value of identifiable assets acquired</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">19,026,771</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table>   In accordance with ASC 805-50, the acquired inventory was recorded at fair value. The remaining consideration transferred was allocated to the ENTADFI intangible asset, which was to be amortized over its estimated useful life, which was expected to begin upon launch of ENTADFI. Acquired inventory is comprised of work-in-process and raw materials. The fair value of work-in-process inventory was determined based on an estimated sales price of the finished goods, adjusted for costs to complete the manufacturing process, costs of the selling effort, a reasonable profit allowance for the remaining manufacturing and selling effort, and an estimate of holding costs, and resulted in a fair value adjustment of approximately $0.3 million. The fair value of raw materials was determined to approximate replacement cost.   The Company recorded an impairment charge on the ENTADFI asset group of approximately $3.5 million during the nine months ended September 30, 2024 (see Note 4), and an impairment charge on the ENTADFI inventory of approximately $0.4 million during the nine months ended September 30, 2024. In addition, during the fourth quarter of 2023, the Company recorded an impairment charge of approximately $14.7 million on the ENTADFI asset group, as well as an impairment charge on the ENTADFI acquired inventory of approximately $1.2 million, which included impairment of 100% of the acquired work-in-process inventory. WraSer: On June 13, 2023 (the "Execution Date"), the Company entered into an asset purchase agreement with WraSer, LLC, and affiliates (the "WraSer Seller") (the "WraSer APA"). Pursuant to, and subject to the terms and conditions of, the WraSer APA, on the WraSer Closing Date (as defined below) the Company was to purchase six FDA-approved pharmaceutical assets across several indications, including cardiology, otic infections, and pain management (the "WraSer Assets").   Under the terms of the WraSer APA, the Company was to purchase the WraSer Assets for (i) $3.5 million in cash at signing of the WraSer APA; (ii) $4.5 million in cash on the later of (x) 90 days after the signing of the WraSer APA or (y) the date that all closing conditions under the WraSer APA are met or otherwise waived (the "WraSer Closing Date"); (iii) 25,000 shares of the Company's common stock (the "Closing Shares") issuable on the WraSer Closing Date, and (iv)*

$500,000 in cash one year from the WraSer Closing Date.   In conjunction with the WraSer APA, the Company and the WraSer Seller entered into a Management Services Agreement (the "MSA") on the Execution Date. Pursuant to the terms of the MSA, the Company would act as the manager of the WraSer Seller's business during the period between the Execution Date and the WraSer Closing Date. During this period, the Company would make advances to WraSer, if needed. If, on the WraSer Closing Date, the WraSer Seller's cash balance is in excess of the target amount ("Cash Target") specified in the MSA, the Company would apply that excess to the $4.5 million cash payment due upon closing. Conversely, if there is a shortfall, the Company would be required to remit the difference to the WraSer Seller over time.   The WraSer APA could be terminated prior to the closing upon agreement with all parties or upon breach of contract of either party, uncured within 20 days of notice. If the WraSer APA was terminated upon agreement with all parties or upon uncured breach of contract by the Company, the initial $3.5 million payment would be retained by the WraSer Seller. If it were determined that there is an uncured breach of contract by the WraSer Seller, and the WraSer APA was terminated, the Company would have an unsecured claim against WraSer for the $3.5 million payment made by the Company upon execution of the WraSer APA. The closing of the transaction was subject to certain customary closing conditions, including submission of the FDA transfer documentation to transfer ownership of the acquired product regulatory approvals to the Company.   Management evaluated the terms of the WraSer APA and the WraSer MSA, and determined that, at the Execution Date, control under the provisions of ASC 805, Business Combinations ("ASC 805"), did not transfer to the Company; if the transaction closes, control will transfer then, and the acquisition date will be the closing date. Management further evaluated the requirements pursuant to ASC 810, Consolidations, and determined based on the terms of the MSA, and the Company's involvement in the WraSer Seller's business, that the WraSer Seller is a variable interest entity ("VIE") to the Company. Management determined that the Company is not the primary beneficiary of the VIE as the WraSer APA and MSA do not provide the Company with the power to direct the activities of the VIE that most significantly impact the VIE's economic performance. While the Company was involved in the day-to-day business activities of the VIE until WraSer filed for relief under Chapter 11 of the U.S. Bankruptcy Court (see below), the WraSer Seller had to approve substantially all business activities and transactions that significantly impact the economic performance of WraSer during the term of the MSA. Additionally, the Company is not required to absorb the losses of WraSer if the WraSer APA does not close. As such, the Company was not required to consolidate WraSer in the Company's financial statements as of September 30, 2024 and December 31, 2023.   The Company recorded the initial $3.5 million payment as a deposit. The Company does not have any liabilities recorded as of September 30, 2024 and December 31, 2023 associated with its variable interest in the WraSer Seller, and its exposure to the WraSer Seller's losses is limited to no more than the shortfall, if any, of the Cash Target amount of approximately $1.1 million compared to the WraSer Seller's cash balance on the WraSer Closing Date. On September 26, 2023, WraSer and its affiliates filed for relief under chapter 11 of the U.S. Bankruptcy Code in the Bankruptcy Court. On October 4, 2023, the parties agreed to amend the WraSer APA, which was subject to court approval. Shortly after its bankruptcy filing, WraSer filed a motion seeking approval of the WraSer APA as amended. The amendment, among other things, eliminates the $500,000 post-closing payment due June 13, 2024 and staggers the $4.5 million cash payment that the Company would otherwise have to pay at closing to: (i) $2.2 million to be paid at closing, (ii) $2.3 million, to be paid in monthly installments of $150,000 commencing January 2024 and (iii) 789 shares of Series A Preferred Stock to be paid at closing. The amendment also reduced the number of products the Company was acquiring by excluding pain medications and including only (i) Ciprofloxacin 0.3% and Fluocinolone 0.025% Otic Solution, under the trademark OTOVEL and its Authorized Generic Version approved under US FDA NDA No. 208251, (ii) Ciprofloxacin 0.2% Otic solution, under the trademark CETRAXAL, and (iii) Vorapaxar Sulfate tablets under the trademark Zontivity approved under US FDA NDA N204886.   In October 2023, WraSer alerted the Company that its sole manufacturer for the active pharmaceutical ingredient ("API") for Zontivity, the key driver for the WraSer acquisition, would no longer manufacture the API for Zontivity. The Company believes that this development constituted a Material Adverse Effect under the WraSer APA and the WraSer MSA, enabling the Company to terminate the WraSer APA and the WraSer MSA. On October 20, 2023, the Company filed a motion for relief from the automatic stay in the Bankruptcy Court so that the Company can exercise the termination rights under the WraSer APA, as amended. On December 18, 2023, the Bankruptcy Court entered into an Agreed Order lifting the automatic stay to enable the Company to exercise its rights to terminate the WraSer APA and the WraSer MSA. On December 21, 2023, the Company filed a Notice with the Bankruptcy Court terminating the WraSer APA and the WraSer MSA. WraSer has advised the Company that it does not believe that a Material Adverse Effect occurred. In addition, WraSer recently filed a plan of reorganization that indicates it may seek damages from the Company due to the termination of the APA and MSA. Due to the WraSer bankruptcy filing and the Company's status as an unsecured creditor of WraSer, it is unlikely that the Company will recover the $3.5 million initial payment made, or any costs and resources in connection with services provided by the Company under the WraSer MSA, and therefore the Company recorded a loss on impairment for the $3.5 million deposit during the year ended December 31, 2023.   Proteomedix   On December 15, 2023 (the "Acquisition Date"), Onconetix entered into a Share Exchange Agreement (the "Share Exchange Agreement") with Proteomedix and each of the holders of outstanding capital stock or Proteomedix convertible securities (other than Proteomedix stock options) (collectively the "Sellers"), pursuant to which the Company acquired 100% of the outstanding common shares and voting interest of Proteomedix, through the issuance of 91,874 shares of common stock and 2,696,729 shares of Series B Convertible Preferred Stock (the "PMX Transaction").   Upon approval by the requisite vote of stockholders of Onconetix at the Special Meeting of the Stockholders ("Stockholder Approval"), each share of Series B Convertible Redeemable Preferred Stock ("Series B Preferred Stock") was automatically convertible into 100 shares of common stock in accordance with the terms of the Series B Certificate of Designation (the "Conversion"). If Stockholder Approval was not obtained by January 1, 2025, Onconetix was, at the option of the holders, obligated to cash settle the Series B Preferred Stock at the option of the holders. The Series B Preferred Stock outstanding as a result of the PMX Transaction was convertible into 6,741,820 shares of common stock. Stockholder Approval was obtained on September 5, 2024 and the Conversion occurred subsequently on September 24, 2024 (see Note 9). The consummation (the "Closing") of the PMX Transaction was subject to customary closing conditions and the agreement to enter into a subscription agreement (see Note 8) with Altos Ventures, a shareholder of Proteomedix, prior to the closing of the PMX Transaction (the "PMX Investor").   In addition, each option to purchase shares of Proteomedix (each, a "Proteomedix Stock Option") outstanding immediately before the Closing, whether vested or unvested, remains outstanding until the Conversion unless otherwise terminated in accordance with its terms. At the Conversion, each outstanding Proteomedix Stock Option, whether vested or unvested, shall be assumed by Onconetix and converted into the right to receive (a) an option to acquire shares of common stock (each, an "Assumed Option") or (b) such other derivative security as Onconetix and Proteomedix may agree, subject in either case to substantially the same terms and conditions as were applicable to such Proteomedix Stock Option immediately before the Closing. Each Assumed Option shall: (i) represent the right to acquire a number of shares of common stock equal to the product of (A) the number of Proteomedix common shares that were subject to the corresponding Proteomedix Option immediately prior to the Closing, multiplied by (B) the Exchange Ratio (as defined in the Share Exchange Agreement"); and (ii) have an exercise price (as rounded down to the nearest whole cent) equal to the quotient of (A) the exercise price of the corresponding Proteomedix Option, divided by (B) the Exchange Ratio. The Company completed the Conversion on September 24, 2024, and the Company is in process of exchanging the Proteomedix Stock Options into Onconetix restricted stock units as of the date of this filing. As of September 30, 2024, the PMX option holders continue to own Proteomedix Stock Options.   Management determined that the PMX Transaction was a business combination as defined within ASC 805, and that Onconetix was the accounting acquirer. The Company determined that Onconetix was the accounting acquirer based on the guidance contained within ASC 805-10. The significant factors that led to the Company's conclusion were (i) the Company obtained 100% of the outstanding common stock and voting interest of PMX, (ii) at closing of the PMX Transaction, the PMX shareholders were issued approximately 17% of Onconetix's outstanding common stock and none of the former PMX shareholders held more than 5% of Onconetix's common stock individually, (iii) the composition of executive management and the governing body did not change sufficiently to give PMX or its former shareholders control over these functions within Onconetix, and (iv) Onconetix was significantly larger when considering both total assets and operations. As a result, the Company has applied purchase accounting as of the Closing of the PMX Transaction. The assets, liabilities, and non-controlling interest of Proteomedix were recognized at fair value as of the Closing and the results of its operations have been included within Onconetix's condensed consolidated statements of operations and comprehensive loss from that date forward.   The assets acquired and liabilities assumed are recognized provisionally in the accompanying condensed consolidated balance sheets at their estimated fair values as of the acquisition date. The initial accounting for the business combination is not complete as the Company is in the process of obtaining additional information for the valuation of acquired intangible assets and deferred tax liabilities. The provisional amounts are subject to change to the extent that additional information is obtained about the

*facts and circumstances that existed as of the acquisition date. Under U.S. GAAP, the measurement period shall not exceed one year from the acquisition date and the Company will finalize these amounts no later than December 15, 2024. The estimated fair values as of the acquisition date are based on information that existed as of the acquisition date. During the measurement period the Company may adjust provisional amounts recorded for assets acquired and liabilities assumed to reflect new information that the Company has subsequently obtained regarding facts and circumstances that existed as of the acquisition date. The acquisition-date fair value of the consideration transferred totaled approximately $65.1 million, which consisted of the following:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Consideration
 Transferred</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%; text-align: left">Common stock</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">875,484</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Series B Preferred Stock</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">64,236,085</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; text-align: left; padding-bottom: 4pt">Total consideration transferred</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">65,111,569</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The fair value of the Company's common shares issued as consideration was based on the closing price of the Company's common stock as of the Acquisition Date. The fair value of the Series B Preferred Stock issued as consideration was based on the underlying fair value of the number of common shares that the Series B Preferred Stock converts into, also based on the closing price of the Company's common stock as of the Acquisition Date.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The fair value of the Proteomedix stock options assumed as part of the PMX Transaction was determined using a Black-Scholes option pricing model with the following significant assumptions:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Exercise price</td><td> </td> <td style="text-align: left">$</td><td style="text-align: center">1.15 – 28.83</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="width: 87%">Stock price</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: center">128.11</td><td style="width: 1%; text-align: left"> </td> </tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Term (years)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: center">0.17 – 3.59</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Expected stock price volatility</td><td> </td> <td style="text-align: left"> </td><td style="text-align: center">90%</td><td style="text-align: left"></td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Risk-free rate of interest</td><td> </td> <td style="text-align: left"> </td><td style="text-align: center">4.07% – 5.47%</td><td style="text-align: left"> </td></tr> </table> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The following table summarizes the preliminary estimated fair values of the assets acquired and liabilities assumed at the acquisition date:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Net Assets
 Recognized</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Cash</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,056,578</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Accounts receivable</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">87,445</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Inventories</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">80,593</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Prepaid expenses and other current assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">114,615</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Right of use asset</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">149,831</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Property and equipment, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">39,779</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Trade name</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">9,018,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Customer relationships</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,891,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Product rights for developed technology</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">10,541,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt">Goodwill</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">53,914,055</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Total assets acquired</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">76,892,896</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Accounts payable</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(234,029</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Accrued expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(732,814</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Operating lease liability</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(149,831</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Deferred tax liability</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(2,994,669</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Pension benefit obligation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(548,384</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Note payable</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(115,096</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Total liabilities assumed</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(4,774,823</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Net assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">72,118,073</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Less non-controlling interest</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(7,006,504</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; text-align: left; padding-bottom: 4pt">Net assets acquired</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">65,111,569</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> The goodwill recognized as a result of the PMX Transaction is attributable primarily to expected synergies and the assembled workforce of Proteomedix. None of the goodwill is expected to be deductible for income tax purposes.   The fair values of the acquired tangible and intangible assets were determined using variations of the cost, income approach using the excess earnings, lost profits, and relief from royalty methods. The income approach valuation methodology used for the intangible assets acquired in the PMX Transaction makes use of Level 3 inputs.   The trade name intangible asset represents the value of the Proclarix™ brand name and was valued using a relief from royalty method under an income approach. A royalty rate of 6% was utilized in determining the fair value of this intangible asset. The fair value of this asset was determined based on a cash flow model using forecasted revenues and expenses specifically tied to Proclarix™. Those cash flows were then discounted at 10% determined by the use of a weighted average return on assets analysis. The life of this intangible asset was determined to be indefinite as the branded name will*

*persist beyond the life of the product rights and customer relationships.   The customer relationship intangible assets represent the value of the existing customer contract with LabCorp (see Note 6) and was valued using the lost profits method under the income approach. The fair value of this asset was determined based on a cash flow model using forecasted revenues specifically tied to Proteomedix's LabCorp contract. Those cash flows were then discounted at 10% determined by the use of a weighted average return on assets analysis. The estimated useful life of this asset was determined by reference to the estimated life of the product rights associated with the LabCorp contract.   The product rights for developed technology acquired in the PMX Transaction represents know-how and patented intellectual property held by PMX pertaining to its commercial-ready prostate cancer diagnostic system, Proclarix™. The fair value of this asset was determined based on a cash flow model based on forecasted revenues and expenses specifically tied to Proclarix™. Those cash flows were then discounted at 8% for the period prior to patent expiration and 16% for the period thereafter. The discount rates were determined by the use of a weighted average return on assets analysis. The estimated useful life of the product rights was determined based on the underlying patent's remaining life.   The fair value of the non-controlling interest in Proteomedix is estimated to be $7.0 million and represents the fair value of the vested Proteomedix stock options outstanding as of the Acquisition Date. The fair value of the non-controlling interest was valued using the methodology applicable to the Proteomedix stock options disclosed above. As Proteomedix was a private company as of the Acquisition Date, the fair value measurement is based on significant inputs that are not observable in the market and thus represents a Level 3 measurement as defined in ASC 820, Fair Value Measurement.   The Company recognized approximately $1.5 million of acquisition related costs that were expensed during 2023, including the fair value of the related party subscription agreement liability, which was a closing condition for the PMX Transaction (see Note 8).</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify; text-indent: 0.25in"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The following summary, prepared on a pro forma basis, presents the Company's unaudited consolidated results of operations for the three and nine months ended September 30, 2023, as if the PMX Transaction had been completed as of January 1, 2023. The pro forma results below include the impact of amortization of intangible assets. This pro forma information is presented for illustrative purposes only, is not necessarily indicative of future results of operations and does not include any impact of transaction synergies. In addition, the pro forma results are not necessarily indicative of the results of operations that actually would have been achieved had the PMX Transaction been consummated as of that date:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" style="text-align: center; border-bottom: Black 1.5pt solid"><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: center">Unaudited
 For The
 Three Months </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: center">Ended
 September 30,
 2023</p></td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" style="text-align: center; border-bottom: Black 1.5pt solid"><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: center">Unaudited</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: center">For The
 Nine Months
 Ended
 September 30,
 2023</p></td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%">Revenue</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">548,731</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,092,761</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Net loss</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,494,678</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">15,387,517</td><td style="text-align: left"> </td></tr> </table> 100000000 20000000 (i) $6.0 million paid upon the closing of the Transaction on April 19, 2023, (ii) an additional $4.0 million in the form of a non-interest bearing note payable due on September 30, 2023, and (iii) an additional $10.0 million in the form of two $5.0 million non-interest bearing notes payable, each due on April 19, 2024 and September 30, 2024. 80000000 (i) $10.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $100.0 million during a calendar year, (ii) $20.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $200.0 million during a calendar year, and (3) $50.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $500.0 million during a calendar year. 0.06 22500000 (i) $5.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $100.0 million during a calendar year, (ii) $7.5 million is payable upon the first time the Company achieves net sales from ENTADFI of $200.0 million during a calendar year, and (3) $10.0 million is payable upon the first time the Company achieves net sales from ENTADFI of $300.0 million during a calendar year. 4000000 2023-09-30 (1) the payment to the Seller of $1.0 million in cash on September 29, 2023, and (2) the issuance to the Seller by October 3, 2023, of 3,000 shares of Series A Convertible Preferred Stock (the "Series A Preferred Stock") of the Company (see Note 7). 5000000 The following table summarizes the aggregate consideration transferred for the assets acquired by the Company in connection with the Veru APA:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Consideration
 Transferred</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%; text-align: left">Consideration transferred at closing</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">6,000,000</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Fair value of notes payable issued</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">12,947,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Transaction costs</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">79,771</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="font-weight: bold; text-align: left; padding-bottom: 4pt">Total consideration transferred</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">19,026,771</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table>The acquisition-date fair value of the consideration transferred totaled approximately $65.1 million, which consisted of the following:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Consideration
 Transferred</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%; text-align: left">Common stock</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">875,484</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Series B Preferred Stock</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">64,236,085</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; text-align: left; padding-bottom: 4pt">Total consideration transferred</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">65,111,569</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> 6000000 12947000 79771 19026771 0.082 the Camargo Obligations and determined that at the close of the Transaction, the related sales milestone payments are not considered probable, and as such, the Company did not recognize any related liability at the date of the Transaction. The following table summarizes the assets acquired with the Veru APA:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Assets
 Recognized</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Inventory</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,120,000</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">ENTADFI Intangible</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">17,906,771</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; text-align: left; padding-bottom: 4pt">Total fair value of identifiable assets acquired</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">19,026,771</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> 1120000 17906771 19026771 300000 3500000 400000 14700000 1200000 1 (i) $3.5 million in cash at signing of the WraSer APA; (ii) $4.5 million in cash on the later of (x) 90 days after the signing of the WraSer APA or (y) the date that all closing conditions under the WraSer APA are met or otherwise waived (the "WraSer Closing Date"); (iii) 25,000 shares of the Company's common stock (the "Closing Shares") issuable on the WraSer Closing Date, and (iv) $500,000 in cash one year from the WraSer Closing Date. 4500000 3500000 3500000 3500000 1100000 500000 4500000 (i) $2.2 million to be paid at closing, (ii) $2.3 million, to be paid in monthly installments of $150,000 commencing January 2024 and (iii) 789 shares of Series A Preferred Stock to be paid at closing The amendment also reduced the number of*

products the Company was acquiring by excluding pain medications and including only (i) Ciprofloxacin 0.3% and Fluocinolone 0.025% Otic Solution, under the trademark OTOVEL and its Authorized Generic Version approved under US FDA NDA No. 208251, (ii) Ciprofloxacin 0.2% Otic solution, under the trademark CETRAXAL, and (iii) Vorapaxar Sulfate tablets under the trademark Zontivity approved under US FDA NDA N204886. 3500000 3500000 1 91874 2696729 100 6741820 i) the Company obtained 100% of the outstanding common stock and voting interest of PMX, (ii) at closing of the PMX Transaction, the PMX shareholders were issued approximately 17% of Onconetix's outstanding common stock and none of the former PMX shareholders held more than 5% of Onconetix's common stock individually, (iii) the composition of executive management and the governing body did not change sufficiently to give PMX or its former shareholders control over these functions within Onconetix, and (iv) Onconetix was significantly larger when considering both total assets and operations. 65100000 875484 64236085 65111569 The fair value of the Proteomedix stock options assumed as part of the PMX Transaction was determined using a Black-Scholes option pricing model with the following significant assumptions:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Exercise price</td><td> </td> <td style="text-align: left">$</td><td style="text-align: center">1.15 – 28.83</td> <td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="width: 87%">Stock price</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 10%; text-align: center">128.11</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Term (years)</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: center">0.17 – 3.59</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Expected stock price volatility</td><td> </td> <td style="text-align: left"> </td><td style="text-align: center">90%</td><td style="text-align: left"></td> </tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Risk-free rate of interest</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: center">4.07% – 5.47%</td><td style="text-align: left"> </td></tr> </table> 1.15 28.83 128.11 0.17 3.59 90 4.07 5.47 The following table summarizes the preliminary estimated fair values of the assets acquired and liabilities assumed at the acquisition date:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">Net Assets
 Recognized</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Cash</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">1,056,578</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Accounts receivable</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">87,445</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Inventories</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">80,593</td><td style="text-align: left"> </td> </tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Prepaid expenses and other current assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">114,615</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Right of use asset</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">149,831</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Property and equipment, net</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">39,779</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Trade name</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">9,018,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Customer relationships</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1,891,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Product rights for developed technology</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">10,541,000</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt">Goodwill</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">53,914,055</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Total assets acquired</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">76,892,896</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Accounts payable</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(234,029</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Accrued expenses</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(732,814</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Operating lease liability</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(149,831</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Deferred tax liability</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(2,994,669</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Pension benefit obligation</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(548,384</td><td style="text-align: left">) </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 1.5pt">Note payable</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(115,096</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Total liabilities assumed</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(4,774,823</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Net assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">72,118,073</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">Less non-controlling interest</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(7,006,504</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; text-align: left; padding-bottom: 4pt">Net assets acquired</td> <td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">65,111,569</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> 1056578 87445 80593 114615 149831 39779 9018000 1891000 10541000 53914055 76892896 234029 732814 149831 2994669 548384 115096 4774823 72118073 7006504 65111569 0.06 0.10 0.10 0.08 0.16 7000000 1500000 In addition, the pro forma results are not necessarily indicative of the results of operations that actually would have been achieved had the PMX Transaction been consummated as of that date:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" style="text-align: center; border-bottom: Black 1.5pt solid"> Unaudited
 For The
 Three Months Ended
 September 30,
 2023 </td><td style="padding-bottom: 1.5pt"> </td><td style="padding-bottom: 1.5pt"> </td> <td colspan="2" style="text-align: center; border-bottom: Black 1.5pt solid"> Unaudited For The
 Nine Months
 Ended
 September 30,
 2023 </td><td style="padding-bottom: 1.5pt"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%">Revenue</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">548,731</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">2,092,761</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Net loss</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,494,678</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">15,387,517</td><td style="text-align: left"> </td></tr> </table> 548731 2092761 5494678 15387517 Note 6 — Significant Agreements   Services Agreement   On July 21, 2023, the Company, entered into a Licensing and Services Master Agreement ("Master Services Agreement") and a related statement of work with a vendor, pursuant to which the vendor was to provide to the Company commercialization services for the Company's products, including recruiting, managing, supervising and evaluating sales personnel and providing sales-related services for such products, for fees totaling up to $29.1 million over the term of the statement of work. The statement of work had a term through September 6, 2026, unless earlier terminated in accordance with the Master Services Agreement and the statement of work. On July 29, 2023, a second statement of work was entered into with the same vendor for certain subscription services providing prescription market data access to the Company. The fees under the second statement of work totaled approximately $800,000, and the term was through July 14, 2025. On October 12, 2023, the Company terminated the Master Services Agreement and the statements of work. The Company recorded net credits of $0.4 million related to this contract during the nine months ended September 30, 2024, which is included in selling, general and administrative expense in the accompanying consolidated statements of operations and comprehensive loss. The Company had approximately $1.1 million and $1.8 million recorded in related accounts payable as of September 30, 2024 and December 31, 2023, respectively, which includes amounts due for early termination of the contract. <p

style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify; text-indent: 0.25in"> Laboratory Corporation of America   On March 23, 2023, Proteomedix entered into a license agreement with LabCorp, pursuant to which LabCorp has the exclusive right to develop and commercialize Proclarix, and other products developed by LabCorp using Proteomedix's intellectual property covered by the license, in the United States ("Licensed Products"). In consideration for granting LabCorp an exclusive license, Proteomedix received an initial license fee in the mid-six figures upon signing of the contract. Additionally, Proteomedix is entitled to royalty payments of between 5% and 10% on the net sales recognized by LabCorp of any Licensed Products plus milestone payments as follows: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">After the first sale of Proclarix as a laboratory developed test, LabCorp will pay an amount in the mid-six figures,</td> </tr></table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">after LabCorp achieves a certain amount in the low seven figures in net sales of Licensed Products, LabCorp will pay Proteomedix an amount in the low seven figures,</td> </tr></table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">after a certain amount in the mid-seven figures in net sales of Licensed Products, LabCorp will pay Proteomedix an amount in the low seven figures.</td> </tr></table>   The total available milestone payments available under the terms of this contract is $2.5 million. An additional $0.5 million was paid to Proteomedix as an initial license fee in 2023.   LabCorp is wholly responsible for the cost, if any, of research, development and commercialization of Licensed Products in the United States but has the right to offset a portion of those costs against future royalty and milestone payments. Additionally, LabCorp may deduct royalties or other payments made to third parties related to the manufacture or sale of Licensed Products up to a maximum amount of any royalty payments due to Proteomedix.   The license agreement and related royalty payment provisions expire during 2038, which approximates the expiration of the last patent covered by the license agreement. LabCorp has the right to terminate the license agreement for any reason by providing 90 days written notice to Proteomedix. Either party may terminate the license agreement due to a material breach of the terms of the license agreement with 30 days' notice, provided such breach is not cured within the foregoing 30-day period. Finally, Proteomedix may terminate the license agreement with 60 days' notice in the event LabCorp fails to make any undisputed payment due, provided that LabCorp does not remit the payment within the foregoing 60-day period.   As of September 30, 2024, the sale of Licensed Products by LabCorp under the license agreement has not commenced. The Company has sold product to LabCorp for their use in internal trials of the test. 29100000 800000 2025-07-14 400000 1100000 1800000 0.05 0.10 2500000 500000 Notes 7 — Notes Payable   Veru Notes Payable   In connection with the Veru APA (see Note 5), the Company executed three non-interest-bearing notes payable (the "Notes") in the principal amounts of $4.0 million, $5.0 million, and $5.0 million with initial maturity dates of September 30, 2023, April 19, 2024, and September 30, 2024, respectively. In accordance with the Notes, no principal payments are due until maturity; however, the Company may voluntarily prepay the Notes with no penalty. Additionally, in an Event of Default, as defined in the Notes, the unpaid principal amount of the Notes will accrue interest at a rate of 10.0% per annum.   The Company imputed interest on the Notes using an average discount rate of 8.2% and recorded a debt discount of approximately $1.1 million at the issuance date. The debt discount is reflected as a reduction in the carrying amount of the Notes and amortized to interest expense through the respective maturity dates, using the effective interest method.   On September 29, 2023, the Company and the note holder entered into an amendment to the Veru APA, which provided that the $4.0 million note payable originally due on September 30, 2023 was deemed paid and fully satisfied upon (1) the payment to the Seller of $1.0 million in cash on September 29, 2023, and (2) the issuance to the Seller by October 3, 2023 of 3,000 shares of Series A Preferred Stock of the Company. In connection with the Veru APA Amendment, the Company recorded an extinguishment loss on the note payable of approximately $490,000 during the year ended December 31, 2023, which represented the difference between the fair value of the Series A Preferred Stock that was issued to settle the debt and the carrying value of the note payable as of September 29, 2023. Pursuant to the Veru APA Amendment, the Series A Preferred Stock would convert to common stock of the Company one year from the date of issuance if the required stockholder approval was obtained. The Series A Preferred Stock, which was issued to the Seller on October 3, 2023 was initially convertible, in the aggregate, into 142,749 shares of the Company's common stock, subject to adjustment and certain stockholder approval limitations specified in the Certificate of Designations. Stockholder approval was obtained during September 2024 and therefore subsequent conversion of the Series A Preferred Stock to common stock was consummated by the Company during the quarter ended September 30, 2024 (see Note 9). The Company also agreed to include the shares of common stock issuable upon conversion of the Series A Preferred Stock in the next resale registration statement filed with the SEC. To that end, the Company registered 130,321 shares of common stock, out of the 142,749 shares issued to Veru, in a registration statement filed with the SEC on November 1, 2024.   On April 24, 2024, the Company entered into a forbearance agreement with Veru (the "Original Forbearance Agreement") due to the Company's failure to repay the principal balance on the $5.0 million note payable that had a maturity date of April 19, 2024 (the "April Veru Note"). Pursuant to the Original Forbearance Agreement, Veru will forbear from exercising its rights and remedies under the April Veru Note as a result of this default, until March 31, 2025 (the "April 2024 Forbearance Period").   Interest will accrue on any unpaid principal balance of the April Veru Note at a rate of 10% per annum, commencing on April 20, 2024 through the date that the outstanding principal balance under the April Veru Note is paid in full. Any such accrued interest will become immediately due and payable upon the earlier of (i) certain events of default under the April Veru Note or the $5.0 million note payable that matures on September 30, 2024 (the "September Veru Note"), (ii) a payment default under the September Veru Note and (iii) the final payment of any principal amount payable under the September Veru Note. No interest was to accrue under the September Veru Note during the April 2024 Forbearance Period unless an Event of Default (as defined in the Original Forbearance Agreement) occurs, in which case interest will accrue from and after the date on which such default occurs.   In consideration for Veru's entrance into the Original Forbearance Agreement, the Company agreed to pay Veru: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">$50,000 of the principal due under the April Veru Note, which was paid on April 25, 2024, and up to $10,000 of out-of-pocket expenses incurred by Veru in connection with the Original Forbearance Agreement;</td> </tr></table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">15% of (i) the monthly cash receipts of Proteomedix for the licensing or sale of any products or services, (ii) monthly cash receipts of the Company or any of its subsidiaries for the sales of Proclarix anywhere in the world, and (iii) monthly cash receipts of the Company or any of its subsidiaries for milestone payments or royalties from LabCorp; and</td> </tr></table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">10% of the net proceeds from any financing or certain asset sale, transfer or licensing transactions that are consummated prior to March 31, 2025.</td> </tr></table>   <p

style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The Company also agreed to a general release of claims against Veru and its representatives arising out of or relating to any act or omission thereof prior to April 24, 2024.   The Company determined that the Original Forbearance Agreement should be accounted for as a modification of the April Veru Note and the September Veru Note in accordance with ASC 470-50, Debt - Modifications and Extinguishments ("ASC 470"), as the change in cash flows expected under the April Veru Note and the September Veru Note was not substantial. A new effective interest rate was established based on the carrying value of the original Notes and the revised cash flows and no gain or loss was recorded. On September 19, 2024, the Company entered into an Amended and Restated Forbearance Agreement with Veru (the "Amended and Restated Forbearance Agreement" or "A&R Forbearance Agreement"), which amends and restates the Original Forbearance Agreement in its entirety. Pursuant to the A&R Forbearance Agreement, Veru will forbear from exercising its rights under both the April Veru Note and the September Veru Note, subject to the terms and conditions set forth below.   Pursuant to the A&R Forbearance Agreement, the April 2024 Forbearance Period continues to end on the earlier of (a) March 31, 2025 and (b) the occurrence of an Event of Default (as defined in the Amended and Restated Forbearance Agreement). The A&R Forbearance Agreement also extends the due date for the September Veru Note until the earlier to occur of (i) June 30, 2025 or (ii) the occurrence of any Event of Default. The Amended and Restated Forbearance Agreement also effected certain modifications to the payment terms in the Original Forbearance Agreement and amended certain terms of the September Veru Note as summarized below.   Pursuant to the A&R Forbearance Agreement, the Company agreed to make the following required payments (the "Required Payments") during the April 2024 Forbearance Period, first to accrued and unpaid interest under the April Veru Note and then any remainder to the outstanding principal amount of the April Veru Note: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">Interest at the rate of 10% per annum shall accrue on any unpaid principal balance of the April Veru Note commencing on April 20, 2024 through the date that the outstanding principal balance under the April Veru Note is paid in full;</td> </tr></table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">Monthly payments equal to 25% (increased from 15% in the Original Forbearance Agreement) of (i) the monthly cash receipts of Proteomedix for the licensing or sale of any products or services, (ii) monthly cash receipts of the Company or any of its subsidiaries for the sales of Proclarix anywhere in the world, and (iii) monthly cash receipts of the Company or any of its subsidiaries for milestone payments or royalties from LabCorp cash receipts of the Company of its subsidiaries from certain sale or licensing revenues or payments (the "Ordinary Cash Revenue"), which increased amount began October 20, 2024 for cash receipts in September 2024;</td> </tr></table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">Payment of 20% (increased from 10% in the Original Forbearance Agreement) of the net proceeds from certain financing or other transactions outside the ordinary course of business completed by the Company or any of its subsidiaries during the April 2024 Forbearance Period, which increased amount will begin for any net proceeds received after September 19, 2024; and</td> </tr></table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">The remaining balance of the April Veru Note will be due at the end of the April 2024 Forbearance Period.</td> </tr></table>   The Company and Veru also agreed to the following amendments to the September Veru Note in the A&R Forbearance Agreement: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">As noted above, an extension of the maturity date to June 30, 2025;</td> </tr></table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">The accrual of interest at the rate of 10% per annum on any unpaid principal balance of the September Veru Note commencing on October 1, 2024 through the date that the outstanding principal balance under the September Veru Note is paid in full;</td> </tr></table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">Any amounts owed on the September Veru Note, including but not limited to unpaid principal and accrued interest, will be paid in cash or, upon the mutual written consent of Veru and the Company, in shares of the Company's Common Stock or a combination of cash and the Company's Common Stock;</td> </tr></table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">Following full repayment of all principal and interest under the April Veru Note, the Company will make the Required Payments first towards accrued and unpaid interest under the September Veru Note and then towards the remaining principal balance payable under the September Veru Note;</td> </tr></table>   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; margin-top: 0pt; margin-bottom: 0pt; width: 100%"><tr style="vertical-align: top; text-align: justify"> <td style="width: 0.25in"></td><td style="width: 0.25in; text-align: left">●</td><td style="text-align: justify">If the aggregate unpaid principal outstanding under the April Veru Note and the September Veru Note and all accrued and unpaid interest thereon is repaid in cash on or before December 31, 2024, then the total principal balance under the September Veru Note that will be payable by the Company in satisfaction of its obligations under the September Veru Note will be reduced from $5.0 million to $3.5 million.</td> </tr></table>   The Company determined the A&R Forbearance Agreement should be accounted for as a modification of both the April and September Veru Notes in accordance with ASC 470-50, Debt - Modifications and Extinguishments ("ASC 470"), as the change in cash flows expected under the April Veru Note and the September Veru Note was not substantial. A new effective interest rate was established based on the carrying value of the original Notes and the revised cash flows and no gain or loss was recorded. During the three and nine months ended September 30, 2024, the Company recorded approximately $0.2 million and $0.6 million of associated interest expense, respectively, which includes accrued interest and amortization of the debt discount. The unamortized debt discount as of September 30, 2024 was approximately $10,000. As of September 30, 2024, the Company has recorded accrued interest of approximately $0.2 million on the Notes, which is included in accrued expenses in the accompanying condensed consolidated balance sheets.   Future minimum principal payments on the Notes as of September 30, 2024 includes $4.7 million in principal payments that are due in March 2025 and $5.0 million principal payments that are due in June 2025.   Related Party Debenture   On January 23, 2024, the Company issued a non-convertible debenture (the "Debenture") to the PMX Investor, a related party, in the principal sum of $5.0 million, in connection with the Subscription Agreement discussed in Note 8. The Debenture has an interest rate of 4.0% per annum, and the principal and accrued interest was originally payable in full upon the earlier of (i) the closing under the Subscription Agreement and (ii) June 30, 2024. Additionally, the $5.0 million subscription amount under the Subscription Agreement shall be increased by the amount of

interest payable under the Debenture.   On April 24, 2024, the maturity date of the related party debenture was extended to October 31, 2024, through the execution of an extension agreement (the "Extension Agreement") between the Company and the PMX investor. No other terms of the Debenture were modified in connection with the Extension Agreement.   The Company considered the guidance of ASC 470-60, Troubled Debt Restructuring by Debtors, and concluded that the Extension Agreement should be accounted for as a troubled debt restructuring as the Company is experiencing financial difficulty and since the effective borrowing rate under the Extension Agreement is less than the effective borrowing rate under the original agreement, which indicates that a concession is deemed to have been granted. This did not result in a gain on restructuring as the future undiscounted cash outflows required under the Extension Agreement exceed the carrying value of the Debenture immediately prior to the extension. A new effective rate was established based on the carrying value of the original Debenture and the revised cash flows.   In connection with the issuance of the Debenture, the Company incurred approximately $0.4 million in financing fees, which was recorded as a debt discount, and reflected as a reduction in the carrying amount of the Debenture. The debt discount is being amortized to interest expense through the maturity date. The Company did not incur any financing fees in connection with the Extension Agreement.   On September 24, 2024, the Company converted all unpaid principal and accrued interest due under the Debenture into 500,000 units, attributable to principal, and 13,424 units, attributable to accrued interest, upon the closing of the Subscription Agreement. Each unit consisted of 1 share of common stock and 0.30 pre-funded warrants at an exercise price of $0.04 per share. As a result of the transaction, 513,424 shares of common stock were issued, and 3,851 pre-funded warrants were issued. As of September 30, 2024, there is no outstanding balance or accrued interest remaining on the Debenture. The remaining unamortized debt discount was immediately expensed upon settlement.   The Company recorded approximately $0.2 million and $0.5 million of interest expense on the Debenture during the three and nine months ended September 30, 2024, respectively, which includes accrued interest and amortization of the debt discount. Insurance Financing   During the nine months ended September 30, 2024, the Company obtained financing for certain Director & Officer liability insurance policy premiums. The agreement assigns the lender a first priority lien on and security interest in the financed policies and any additional premium required in the financed policies.   The total premiums, taxes and fees financed are approximately $0.7 million, with an annual interest rate of 7.79%. In consideration of the premium payment by the lender to the insurance companies or the agent or broker, the Company unconditionally promised to pay the lender the amount financed plus interest and other charges permitted under the agreement. At September 30, 2024, the Company recognized approximately $0.2 million as an insurance financing note payable, which is included in the current portion of notes payable in the accompanying condensed consolidated balance sheets. The Company will pay the insurance financing through monthly installment payments of approximately $78,000, with the last payment for the note due on November 17, 2024.   PMX Note Payable   The Company also assumed an obligation in the amount of 100,000 CHF, in connection with the Proteomedix acquisition. This obligation relates to a loan from an investor that was advanced to Proteomedix in March 2010. This loan bears no interest, is unsecured and may be cancelled by the Company at its discretion, however it is the intent of the Company to repay this loan in the future. The loan payable, in the amount of approximately $118,000, is included in the long term note payable in the accompanying condensed consolidated balance sheets as of September 30, 2024. 4000000 5000000 5000000 2023-09-30 2024-04-19 2024-09-30 0.10 0.082 1100000 4000000 2023-09-30 1000000 3000 490000 P1Y 142749 130321 142749 5000000 2024-04-19 0.10 5000000 2024-09-30 50000 10000 0.15 0.10 0.10 0.25 0.15 0.20 0.10 0.10 5000000 3500000 200000 600000 10000 200000 4700000 5000000 5000000 0.04 5000000 400000 500000 13424 0.3 0.04 513424 3851 200000 500000 700000 0.0779 200000 78000 2024-11-17 100000 118000 Note 8 — Subscription Agreement   On December 18, 2023, the Company entered into a subscription agreement (the "Subscription Agreement") with the PMX Investor, who became a stockholder of Onconetix at the closing of the PMX Transaction (see Notes 5 and 11), for the sale of 500,000 units, each comprised of 1 share of common stock and 0.30 pre-funded warrants (the "Units") at $10 per Unit. The Subscription Agreement includes a make-whole provision which requires the issuance of additional shares of common stock in the event that the 270-day volume weighted average price after the closing of the Subscription Agreement, is below $10, and the PMX Investor still holds the common shares acquired upon closing of the Subscription Agreement 270 days after such closing. The Subscription Agreement would only close upon obtaining Stockholder Approval for certain transactions involving the Company's Series B Preferred Stock, as further described in Note 5. The Subscription Agreement was amended on January 23, 2024 to include a provision for interest on the $5 million debenture, accruing at a rate of 4%, to be included in the calculation of the units to be issued upon the Conversion. Stockholder approval was obtained on September 5, 2024, and as a result, the Conversion and the issuance of 500,000 units, attributable to the Subscription Agreement, and 13,424 units, attributable to additional accrued interest under the debenture to the PMX Investor took place on September 24, 2024. Due to the issuance, the make-whole took effect and remains in place until June 24, 2025.   The Subscription Agreement is accounted for as a liability in accordance with ASC 480, Distinguishing Liabilities from Equity, ("ASC 480"), as the make-whole provision could result in a variable number of shares being issued upon settlement. The related party subscription agreement liability is measured at fair value at the commitment date and at each subsequent reporting period, with changes in fair value recorded as a component of other income (expense), net in the condensed consolidated statements of operations and comprehensive loss. As of September 30, 2024 and December 31, 2023, the fair value of the related party subscription agreement liability is estimated to be approximately $1,814,000 and $864,000, respectively, and the change in fair value of the related party subscription agreement liability for the three and nine months ended September 30, 2024 was an increase of approximately $928,000 and $950,000, respectively. The fair value was determined using a Monte-Carlo option pricing model, and as of September 30, 2024 and December 31, 2023, the Company utilized 100% and 55% probability, respectively, that the Subscription Agreement will close. The significant assumptions used in the Monte-Carlo model, which utilizes Level 3 inputs (see Note 3), are as follows as of September 30, 2024 and December 31, 2023:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"> </p> <table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
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 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%">Exercise price</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">10</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">10</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Term (years)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">0.73</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1.2</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Expected stock price volatility</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">100</td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">95</td><td style="text-align: left">%</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Risk-free rate of interest</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4.15</td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">4.64</td><td style="text-align: left">%</td></tr> </table> 500000 1 0.3 10 10 5000000 0.04 500000 13424 1814000 864000 928000 950000 1 0.55 The significant assumptions used in the Monte-Carlo model, which utilizes Level 3 inputs (see Note 3), are as follows as of September 30, 2024 and December 31, 2023:<table cellpadding="0" cellspacing="0" style="border-collapse: collapse; width: 100%; font: 10pt Times New Roman, Times, Serif"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="font-weight: bold; text-align: center; border-bottom: Black 1.5pt solid">September 30,
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As of September 30, 2024 and December 31, 2023, the Company had designated and authorized the issuance of up to 1,150,000 shares, 10,000 shares, and 2,700,000 shares of Series Seed Preferred Stock, Series A Preferred Stock, and Series B Preferred Stock, respectively (see Note 15).   Preferred Stock   Series Seed Convertible Preferred Stock   The Company has 1,150,000 shares of preferred stock designated as Series Seed Preferred Stock ("Series Seed") and there are no shares of Series Seed outstanding as of September 30, 2024 and December 31, 2023.   Series A Convertible Preferred Stock   On September 29, 2023, the Company filed a Certificate of Designations of Rights and Preferences of Series A Preferred Stock of the Company (the "Series A Certificate of Designations") with the State of Delaware to designate and authorize the issuance of up to 10,000 shares of Series A Preferred Stock.   On October 3, 2023, the Company issued 3,000 shares of Series A Convertible Preferred Stock in exchange for the settlement of $3.0 million in notes payable due to Veru, Inc. (see Notes 5 and 7).   On September 24, 2024, Veru converted all 3,000 shares of Series A Convertible Preferred Stock into 142,749 shares of the Company's common stock per the stated conversion ratio. There were 0 and 3,000 shares of Series A Convertible Stock outstanding as of September 30, 2024 and December 31, 2023, respectively.   Series B Convertible Preferred Stock   On December 15, 2023, the Company filed a Certificate of Designations of Rights and Preferences of Series B Convertible Preferred Stock of the Company (the "Series B Certificate of Designations") with the State of Delaware to designate and authorize the issuance of up to 2,700,000 shares of Series B Preferred Stock.   On December 15, 2023, in connection with the PMX Transaction, as part of the purchase consideration, the Company issued 2,696,729 shares of Series B Convertible Preferred Stock (see Note 5). The Series B Preferred Stock was initially convertible into approximately 6,741,820 shares of the Company's common stock, upon Stockholder Approval as defined in the Series B Certificate of Designation.   The Company evaluated the terms of the Series B Preferred Stock, and in accordance with the guidance of ASC 480, the Series B Preferred Stock was classified as temporary equity in the accompanying consolidated balance sheets, as the shares may be redeemable by the holders for cash, upon certain conditions that are not within the control of the Company. Additionally, the Company does not control the actions or events necessary to deliver the number of required shares upon exercise by the holders of the conversion feature. The Series B Preferred Stock was recorded at its fair value as of the issuance date (see Note 5). The Series B Preferred Stock was not previously redeemable or probable of becoming redeemable because it was subject to, among other things, Stockholder Approval as described above, and therefore the carrying amount was not accreted to its redemption value in prior periods.   On September 5, 2024, Stockholder Approval was obtained, and on September 24, 2024, the Company effected the conversion of all 2,696,729 shares of Series B Preferred Stock into 6,741,820 shares of the Company's common stock. Common Stock   As of September 30, 2024 and December 31, 2023 there were 8,326,281 and 571,033 shares of common stock issued, respectively, and 8,313,347 and 558,099 shares of common stock outstanding, respectively.   Warrant Inducements: July 2024 Inducement   On July 11, 2024, the Company entered into common stock preferred investment options exercise inducement offer letters (the "Inducement Letters") with certain holders of existing preferred investment options to purchase shares of the Company's common stock at the original exercise prices of $101.84 and $43.60 per share, issued on August 11, 2022 and August 2, 2023, respectively (collectively, the "Existing PIOs"), pursuant to which the holders agreed to exercise for cash their Existing PIOs to purchase an aggregate of 186,466 shares of the Company's common stock, at a reduced exercise price of $6.00 per share, in consideration for the Company's agreement to issue new preferred investment options (the "Inducement PIOs") to purchase up to an aggregate of 559,397 shares of the Company's common stock. Of the 559,397 PIOs issued, 186,465 have a contractual term of 5 years, while the remaining 372,932 have a contractual term of 2 years. Aside from the contractual terms, the Inducement PIOs have substantially the same terms as the Existing PIOs.   On July 11, 2024, the Company consummated the transaction contemplated by the Inducement Letters upon unanimous written consent of the Board of Directors (the "Warrant Inducement"). The Company received aggregate net proceeds of approximately $0.9 million from the Warrant Inducement, after deducting placement agent fees and other offering expenses payable by the Company.   The Company agreed to file a registration statement covering the resale of the Inducement PIO Shares issued or issuable upon the exercise of the Inducement PIOs (the "Resale Registration Statement") within 30 days after the date of the Inducement Letter and to use commercially reasonable efforts to cause such Resale Registration Statement to be declared effective by the SEC within 60 days following the date of the Inducement Letter (or within 90 days following the date of the Inducement Letter in the case of full review of the Resale Registration Statement by the SEC).   The Company engaged H.C. Wainwright & Co., LLC ("Wainwright") to act as its exclusive placement agent in connection with the transactions summarized herein and paid Wainwright a cash fee equal to 7.5% of the gross proceeds received form the exercise of the Existing PIOs as well as a management fee equal to 1.0% of the gross proceeds from the exercise of the Existing PIOs. The Company also agreed to reimburse Wainwright for its expenses in connection with the exercise of the Existing PIOs and the issuance of the Inducement PIOS, up to $50,000 for fees and expenses of legal counsel and other out-of-pocket expenses and paid Wainwright for non-accountable expenses in the amount of $35,000. The Company also issued to Wainwright or its designees warrants (the "Placement Agent Warrants"), and as such shares of common stock issuable thereunder, (the "Placement Agent Warrant Shares") to purchase (i) 13,054 shares of common stock which have the same terms as the Inducement PIOs except for an exercise price equal to $7.50 per share and a term of five (5) years following the date of stockholder approval and (ii) upon any exercise for cash of the Inducement PIOs, 7.5% of the aggregate exercise price and that number of shares of common stock equal to 7.0% of the aggregate number of such shares of common stock underlying the Inducement PIOs that have not been exercised, which will have substantially the same terms as the Placement Agent Warrants.   The Company evaluated the terms of the Inducement PIOs and the Wainwright Inducement Warrants (collectively, the "August 2023 Inducement Warrants"), and determined that they should be classified as equity instruments based upon accounting guidance provided in ASC 480 and ASC 815-40.   The Warrant Inducement, which resulted in the lowering of the exercise price of the Existing PIOs and the issuance of the Inducement PIOs, is considered a modification of the Existing PIOs under the guidance of Accounting Standards Update ("ASU") No. 2021-04, Issuer's Accounting for Certain Modifications or Exchanges of Equity Classified Written Call Options. The modification is consistent with the "Equity Issuance" classification under that guidance as the reason for the modification was to induce the holders of the Existing PIOs to cash exercise their warrants, resulting in the imminent exercise of the Existing PIOs, which raised equity capital and generated net proceeds for the Company of approximately $0.9 million. As the Existing PIOs and the Inducement PIOs were classified as equity instruments before and after the exchange, and as the exchange is directly attributable to an equity offering, the Company recognized the effect of the modification of approximately $1.9 million as an equity issuance cost. <p style="font: 10pt Times New Roman, Times, Serif; text-align:

justify; margin: 0pt 0">In addition, the change in fair value of the contingent warrant liability associated with 3,729 of the August 2022 Contingent Warrants and 7,459 of the August 2023 Contingent Warrants was decreased to $0 upon the agreement with Wainwright that all prior contingent warrants were no longer issuable or due upon the Warrant Inducement Transaction. The fair value of the contingent warrant liability of approximately $2,700 was derecognized as of the settlement date, with the corresponding amount, representing the fair value of the Wainwright Inducement Warrants, was recognized as additional paid-in capital.   The Company evaluated the terms of the 39,158 Inducement Contingent Warrants (equivalent to 7.0% of the aggregate number of such shares of common stock underlying the Inducement PIOs that have not been exercised), which are issuable upon a future inducement, and determined that they should be classified as a liability based upon accounting guidance provided in ASC 815-40. Since the Inducement Contingent Warrants are a form of compensation to Wainwright, the Company recorded the value of the liability of approximately $158,000 as a reduction of additional paid in capital, with subsequent changes in the value of the liability recorded in other income (expense) in the accompanying condensed statements of operations.   August 2023 Inducement   On July 31, 2023, the Company entered into a common stock preferred investment option exercise inducement letter (the "Inducement Letter") with a certain holder of existing preferred investment options to purchase shares of the Company's common stock at the original exercise price of $101.84 per share, issued on August 11, 2022 (the "Existing PIOs"). Pursuant to the Inducement Letter, the Holder agreed to exercise for cash its Existing PIOs to purchase an aggregate of 62,155 shares of the Company's common stock (the "Inducement PIO Shares"), at a reduced exercise price of $43.6 per share, in exchange for the Company's agreement to issue new PIOs (the "Inducement PIOs") to purchase up to 124,311 shares of the Company's common stock. The Inducement PIOs have substantially the same terms as the Existing PIOs.   On August 2, 2023, the Company consummated the transactions contemplated by the Inducement Letter (the "Warrant Inducement"). The Company received aggregate net proceeds of approximately $2.3 million from the Warrant Inducement, after deducing placement agent fees and other offering expenses payable by the Company.   Upon close of the transaction, the Company issued the Holder 39,375 of the 62,155 shares of common stock that were issuable upon exercise of the Existing PIOs. Due to the beneficial ownership limitation provisions in the Inducement Letter, the remaining 22,780 shares were initially unissued, and held in abeyance for the benefit of the Holder until notice from the Holder that the shares may be issued in compliance with such limitation is received. These shares were issued to the Holder in October 2023.   The Company agreed to file a registration statement covering the resale of the Inducement PIO Shares issued or issuable upon the exercise of the Inducement PIOs, as soon as practicable, and to use commercially reasonable efforts to have such Resale Registration Statement declared effective by the SEC within 90 days following the date of the Inducement Letter, and to keep the Resale Registration Statement effective at all times until there are no Inducement PIO Shares. The provision to register the underlying shares in the Warrant Inducement does not require payment related to the registration rights provided. As such, while the shares were not registered within 90 days of the date of the Inducement Letter, there is no accounting impact for this provision.   The Company engaged Wainwright to act as its placement agent in connection with the Warrant Inducement and paid Wainwright a cash fee equal to 7.5% of the gross proceeds received from the exercise of the Existing PIOs as well as a management fee equal to 1.0% of the gross proceeds from the exercise of the Existing PIOs. The Company also agreed to reimburse Wainwright for its expenses in connection with the exercise of the Existing PIOs and the issuance of the Inducement PIOs, up to $50,000 for fees and expenses of legal counsel and other out-of-pocket expenses and agreed to pay Wainwright for non-accountable expenses in the amount of $35,000. In addition, the exercise for cash of the Existing PIOs triggered the issuance to Wainwright or its designees, warrants to purchase 3,729 shares of common stock ("Wainwright Inducement Warrants"), which were issuable in accordance with the terms of the August Contingent Warrants, and have the same terms as the Inducement PIOs except for an exercise price equal to $54.50 per share. The Company also agreed to issue warrants to Wainwright upon any exercise for cash of the Inducement PIOs, that number of shares of common stock equal to 6.0% of the aggregate number of such shares of common stock underlying the Inducement PIOs that have been exercised, also with an exercise price of $1.3625 (the "Inducement Contingent Warrants"). The maximum number of Inducement Contingent Warrants issuable under this provision is 7,459.   The Company evaluated the terms of the Inducement PIOs and the Wainwright Inducement Warrants (collectively, the "August 2023 Inducement Warrants"), and determined that they should be classified as equity instruments based upon accounting guidance provided in ASC 480 and ASC 815-40. The Company also evaluated the unissued shares held in abeyance, which represent a prepaid forward contract, and determined that it is an equity instrument based on the guidance provided in ASC 480 and ASC 815-40. The Warrant Inducement, which resulted in the lowering of the exercise price of the Existing PIOs and the issuance of the Inducement PIOs, is considered a modification of the Existing PIOs under the guidance of Accounting Standards Update ("ASU") No. 2021-04, Issuer's Accounting for Certain Modifications or Exchanges of Equity Classified Written Call Options. The modification is consistent with the "Equity Issuance" classification under that guidance as the reason for the modification was to induce the holders of the Existing PIOs to cash exercise their warrants, resulting in the imminent exercise of the Existing PIOs, which raised equity capital and generated net proceeds for the Company of approximately $2.3 million. As the Existing PIOs and the Inducement PIOs were classified as equity instruments before and after the exchange, and as the exchange is directly attributable to an equity offering, the Company recognized the effect of the modification of approximately $2.6 million as an equity issuance cost.   In addition, the change in fair value of the contingent warrant liability associated with 3,729 of the August Contingent Warrants that were settled through issuance of the Wainwright Inducement Warrants, of approximately $122,000, was recognized in other income(expense) in the accompanying condensed statements of operations, and the fair value of the contingent warrant liability of approximately $129,000 was derecognized as of the settlement date. The corresponding amount, representing the fair value of the Wainwright Inducement Warrants, was recognized as additional paid in capital.   The Company evaluated the terms of the Inducement Contingent Warrants and determined that they should be classified as a liability based upon accounting guidance provided in ASC 815-40. Since the Inducement Contingent Warrants are a form of compensation to Wainwright, the Company recorded the value of the liability of approximately $26,000 as a reduction of additional paid in capital, with subsequent changes in the value of the liability recorded in other income (expense) in the accompanying condensed statements of operations.   Treasury Stock   On November 10, 2022, the Board approved a stock repurchase program (the "Repurchase Program") to allow the Company to repurchase up to 125,000 shares of common stock with a maximum price of $1.00 per share, with discretion to management to make purchases subject to market conditions. On November 18, 2022, the Board approved an increase to the maximum price to $2.00 per share. There was no expiration date for this program and prices are not adjusted for the reverse stock split to comply with the program.   There were no repurchases of common stock during the three and nine months ended September 30, 2024. During the three and nine months ended September 30, 2023, the Company repurchased 0 and 1,441 shares of common stock, respectively, for an aggregate of approximately $0 and $59,000, respectively, at an average price of $40.80 (adjusted on a post-reverse stock split basis). Shares that are repurchased are classified as treasury stock pending future use and reduce the number of shares outstanding used in calculating earnings per share. As of September 30, 2024, there were approximately 112,000 shares remaining for repurchase under the Repurchase Program.   On November 13, 2024, the Board terminated the Repurchase Program.   At the Market Offering Agreement   On March 29, 2023, the Company entered into an At The Market Offering Agreement (the "ATM Agreement") with H.C. Wainwright & Co., LLC, as sales agent (the "Agent"), to create an at-the-market equity program under which it may sell up to $3,900,000 of shares of the Company's common stock (the "Shares") from time to time through the Agent (the "ATM Offering"). Under the ATM Agreement, the Agent will be entitled to a commission at a fixed rate of 3.0% of the gross proceeds from each sale of Shares under the ATM Agreement. The Company has no obligation to sell, and the Agent is not obligated to buy or sell, any of the Shares under the Agreement and may at any time suspend offers under the Agreement or terminate the Agreement. The ATM Offering will terminate upon the termination of the ATM Agreement as permitted therein. Deferred offering costs associated with the ATM Agreement are reclassified to additional paid in capital on a pro-rata basis when the Company completes offerings under the ATM Agreement. Any remaining deferred costs will be expensed to the statements of operations should the planned offering be abandoned.   As of September 30, 2024, no shares have been sold under the ATM Offering, and the Company has recorded approximately $0.3 million of deferred offering costs in its

condensed consolidated balance sheets at both September 30, 2024 and December 31, 2023.   Warrants   The following summarizes the Company's outstanding warrants, excluding contingent warrants issuable upon exercise of the outstanding warrants issued in the August 2022 and August 2023 offerings, as of September 30, 2024:   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Number of</td><td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Exercise</td><td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td style="font-weight: bold; text-align: center">Expiration</td></tr> <tr style="vertical-align: bottom"> <td style="border-bottom: Black 1.5pt solid; font-weight: bold">Description</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Shares</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Price</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Date</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 66%; text-align: left">April 2022 Offering Placement Agent Warrants</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">1,771</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">338.75</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 9%; text-align: center">4/19/2026</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">August 2022 Offering Placement Agent Warrants</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,524</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">135.75</td><td style="text-align: left"> </td><td> </td> <td style="text-align: center">8/11/2027</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">August 2023 Offering Placement Agent Warrants</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,729</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">54.50</td><td style="text-align: left"> </td><td> </td> <td style="text-align: center">8/2/2027</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">July 2024 Offering Placement Warrants</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">186,465</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6.00</td><td style="text-align: left"> </td><td> </td> <td style="text-align: center">7/12/2029</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">July 2024 Offering Placement Warrants</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">372,932</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6.00</td><td style="text-align: left"> </td><td> </td> <td style="text-align: center">7/12/2026</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">July 2024 Offering Placement Agent Warrants</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">13,054</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt; text-align: right">7.50</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="text-align: center; padding-bottom: 1.5pt">7/12/2029</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt">Total warrants outstanding</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">583,475</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt; text-align: right">9.10</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="text-align: center; padding-bottom: 4pt"> </td></tr> </table>   As of September 30, 2024, the Company had outstanding warrants, which are exercisable into 583,475 shares of common stock. The shares of common stock underlying the warrants outstanding had a fair value of $5.20 per share, based on the closing trading price on September 30, 2024.   Additionally, as of September 30, 2024, the fair value of contingent warrants issuable upon exercise of the July 2024 Inducement PIOs was approximately $125,000, which is included in contingent warrant liability in the accompanying condensed consolidated balance sheets. As of December 31, 2023, the fair value of contingent warrants issuable upon exercise of the August 2022 private placement and August 2023 inducement warrants was approximately $3,000, which is included in the contingent warrant liability in the accompanying condensed consolidated balance sheets. Upon the PIO inducement in July 2024, the August 2022 and August 2023 contingent warrants were settled and replaced for no consideration. The maximum number of warrants issuable upon settlement of the contingent warrants was 39,158 and 11,188 as of September, 2024 and December 31, 2023, respectively.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">   </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"><i>Onconetix Equity Incentive Plans</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-align: justify">The Company's 2019 Equity Incentive Plan (the "2019 Plan") was adopted by its board of directors and by its stockholders on July 1, 2019. On February 23, 2022 the Company's board of directors adopted the Company's 2022 Equity Incentive Plan (the "2022 Plan"), which is the successor and continuation of the Company's 2019 Plan. Under the 2022 Plan, the Company may grant stock options, restricted stock, restricted stock units, stock appreciation rights, and other forms of awards to employees, directors, and consultants of the Company. In May 2023, the number of shares of common stock reserved for issuance under the 2022 Plan was increased to 78,750, and in September 2024, the number of shares of common stock reserved for issuance under the 2022 Plan was increased to 1,450,000. Stock-based awards granted during the nine months ended September 30, 2024 and 2023 were all granted under the 2022 Plan. As of September 30, 2024, there are 1,403,116 shares available for issuance under the 2022 Plan.</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-align: justify"><i>Stock Options</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The following summarizes activity related to the Company's stock options under the 2019 Plan and the 2022 Plan for the nine months ended September 30, 2024:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"> </p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Weighted</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Average</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Weighted</td><td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Remaining</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Average</td><td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Contractual</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Number of</td><td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Exercise</td><td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Life</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Shares</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Price</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">(in years)</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 64%">Outstanding as of December 31, 2023</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">47,619</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">65.20</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">8.4</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td>Granted</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> — </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"> — </td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">—</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Forfeited / cancelled</td>

<td> </td> <td style="text-align: left"> </td><td style="text-align: right">(33,539</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">28.35</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">—</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt">Exercised</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(406</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt; text-align: right">0.50</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt; text-align: right">—</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Outstanding as of September 30, 2024</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">13,674</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt; text-align: right">156.96</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt; text-align: right">8.1</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td>Options vested and exercisable as of September 30, 2024</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">8,633</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">194.63</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7.9</td><td style="text-align: left"> </td></tr> </table>   There were no stock options granted during the nine months ended September 30, 2024. The fair value of options granted during the nine months ended September 30, 2023 was estimated using the following assumptions: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom; "> <td style="text-align: center"> </td><td style="font-weight: bold"> </td> <td style="font-weight: bold; text-align: center">For the
 Nine Months
 Ended
 September 30,</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: center; padding-bottom: 1.5pt"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Exercise price</td><td style="width: 1%"> </td> <td style="width: 11%; text-align: center">$42.00 – 51.60</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Term (years)</td><td> </td> <td style="text-align: center">5.00 – 10.00</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Expected stock price volatility</td><td> </td> <td style="text-align: center">113.1% – 119.5%</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Risk-free rate of interest</td><td> </td> <td style="text-align: center">3.5% – 3.6%</td></tr> </table>   The weighted average grant date fair value of stock options granted during the nine months ended September 30, 2023 was $43.20. The aggregate fair value of stock options that vested during the three and nine months ended September 30, 2024 was approximately $53,000 and $220,000, respectively. The aggregate fair value of stock options that vested during the three and nine months ended September 30, 2023 was approximately $137,000 and $616,000, respectively.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p><p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"><i>Restricted Stock</i></p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">On May 9, 2023, the Board's Compensation Committee approved the issuance of restricted stock, granted under the Company's 2022 Plan, to the Company's executive officers, employees, and certain of the Company's consultants. The restricted shares granted totaled 12,188, of which 3,750, 1,875, and 3,750 were granted to the Company's former CEO, former CFO, and former CBO, respectively. All of the restricted shares granted vest as follows: 50% in January 2024, 25% in August 2024, and 25% in August 2025. In addition, on May 31, 2023, the Board's Compensation Committee approved the issuance of 636 shares of restricted stock, granted to the Company's non-executive Board members, with full vesting on May 31, 2024. On February 14, 2024, in connection with the appointment of a non-executive Board member, the Company issued 78 shares of restricted stock, which vested in full on June 14, 2024. Furthermore, on September 26, 2024, the Company issued its Board members a total of 16,590 restricted stock, with full vesting August 31, 2025.</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify"> </p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0; text-align: justify">The following summarizes activity related to the Company's restricted stock awards granted under the 2022 Plan for the nine months ended September 30, 2024:</p> <p style="font: 10pt Times New Roman, Times, Serif; margin: 0pt 0"> </p> <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td> <td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Weighted</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td> <td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Average</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Number of</td><td style="font-weight: bold"> </td> <td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Grant Date</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Shares</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Fair Value</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%">Nonvested as of December 31, 2023</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">6,414</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">41.20</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td>Granted</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">16,668</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3.38</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Vested</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(4,852</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">39.59</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt">Forfeited</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(313</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt; text-align: right">41.00</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Nonvested as of September 30, 2024</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">17,917</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="padding-bottom: 2.5pt; text-align: left">$</td><td style="padding-bottom: 2.5pt; text-align: right">6.15</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table>   Proteomedix Stock Option Plan   Proteomedix sponsors a stock option plan (the "PMX Option Plan") which provides common stock option grants to be granted to certain employees and consultants, as was determined by the board of directors of Proteomedix. In connection with the PMX Transaction, the Company assumed the PMX Option Plan (see Note 5).   Generally, options issued under the PMX Option Plan have a term of not more than 11 years and provide for a four-year vesting period. Stock options issued under the PMX Option Plan are measured at fair value using the Black-Scholes option pricing model.   On April 16, 2024, the board of directors of Proteomedix approved a two-year extension of 12,257 vested stock options that were set to expire in April 2024. The extended expiration date for these options is April 18, 2026. The Company recorded approximately $18,000 of expense associated with this modification during the nine months ended September 30, 2024.   There was no other activity under the PMX Option Plan for the three and nine months ended September 30, 2024. As of September 30, 2024, there were 58,172 stock options outstanding, with a weighted average exercise price of $3.46, and a weighted average remaining contractual life of 5.04 years. As of September 30, 2024, there were 57,997 stock options vested and exercisable at a weighted average exercise price of $3.14 and a weighted average remaining contractual life of 4.97 years. Stock-Based Compensation   Stock-based compensation expense related to stock options and restricted stock, for the three and nine months ended September 30, 2024 and 2023 was as follows: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td> </td><td>

style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">For the Three Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">For the Nine Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-align: left; text-indent: -10pt; padding-left: 10pt">Selling, general and administrative</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">45,634</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">89,832</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">142,082</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">362,191</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -10pt; padding-left: 10pt">Research and development</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right"> — </td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">15,570</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(44,573</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">201,570</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="font-weight: bold; padding-bottom: 2.5pt; text-indent: -10pt; padding-left: 10pt">Total</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">45,634</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">105,402</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">97,509</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">563,761</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table>   During the nine months ended September 30, 2024, in connection with the termination of three Company employees, outstanding stock options and restricted stock awards to these individuals were modified to allow continued vesting during the term of their respective new consulting agreements. The Company recognized a net credit of approximately $58,000 to stock-based compensation expense as a result of these modifications, primarily due to the decrease in the Company’s stock price.</p> 250000000 250000000 10000000 10000000 10000000 10000000 0.00001 0.00001 0.00001 0.00001 1150000 1150000 10000 10000 2700000 2700000 1150000 10000 3000 3000000 3000 142749 0 3000 2700000 2696729 6741820 2696729 6741820 8326281 571033 8313347 558099 101.84 43.6 186466 6 559397 559397 186465 P5Y P5Y 372932 P2Y P2Y 900000 P30D P60D P90D 0.075 0.01 50000 35000 13054 7.5 P5Y 0.075 0.07 900000 1900000 3729 7459 0 2700 39158 0.07 158000 101.84 62155 43.6 124311 2300000 39375 62155 22780 0.075 0.01 50000 35000 3729 54.5 0.06 1.3625 7459 2300000 2600000 3729 122000 129000 26000 125000 1 2 0 1441 0 59000 40.8 112000 3900000 0.03 300000 The following summarizes the Company’s outstanding warrants, excluding contingent warrants issuable upon exercise of the outstanding warrants issued in the August 2022 and August 2023 offerings, as of September 30, 2024:<table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Number of</td><td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Exercise</td><td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td style="font-weight: bold; text-align: center">Expiration</td></tr> <tr style="vertical-align: bottom"> <td style="border-bottom: Black 1.5pt solid; font-weight: bold">Description</td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Shares</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Price</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Date</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 66%; text-align: left">April 2022 Offering Placement Agent Warrants</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">1,771</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">338.75</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 9%; text-align: center">4/19/2026</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">August 2022 Offering Placement Agent Warrants</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,524</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">135.75</td><td style="text-align: left"> </td><td> </td> <td style="text-align: center">8/11/2027</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">August 2023 Offering Placement Agent Warrants</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3,729</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">54.50</td><td style="text-align: left"> </td><td> </td> <td style="text-align: center">8/2/2027</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">July 2024 Offering Placement Warrants</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">186,465</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6.00</td><td style="text-align: left"> </td><td> </td> <td style="text-align: center">7/12/2029</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">July 2024 Offering Placement Warrants</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">372,932</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">6.00</td><td style="text-align: left"> </td><td> </td> <td style="text-align: center">7/12/2026</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt">July 2024 Offering Placement Agent Warrants</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">13,054</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt; text-align: right">7.50</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="text-align: center; padding-bottom: 1.5pt">7/12/2029</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left; padding-bottom: 4pt">Total warrants outstanding</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">583,475</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt; text-align: right">9.10</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="text-align: center; padding-bottom: 4pt"> </td></tr> </table> 1771 338.75 2026-04-19 5524 135.75 2027-08-11 3729 54.5 2027-08-02 186465 6 2029-07-12 372932 6 2026-07-12 13054 7.5 2029-07-12 583475 9.1 583475 5.2 125000 3000 39158 11188 1450000 1450000 1403116 The following summarizes activity related to the Company’s stock options under the 2019 Plan and the 2022 Plan for the nine months ended September 30, 2024: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td> <td> </td> <td colspan="2" style="text-align: center"> </td><td> </td> <td> </td> <td colspan="2" style="text-align: center">Weighted</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td> <td> </td> <td colspan="2" style="text-align: center"> </td><td> </td> <td> </td> <td colspan="2" style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Average</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Weighted</td><td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Remaining</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Average</td><td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Contractual</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-

align: center"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Number of</td><td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Exercise</td> <td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Life</td> <td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Shares</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Price</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">(in years)</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 64%">Outstanding as of December 31, 2023</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">47,619</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">65.20</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">8.4</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td>Granted</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"><div style="-sec-ix-hidden: hidden-fact-372">—</div></td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right"><div style="-sec-ix-hidden: hidden-fact-373">—</div></td> <td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">—</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Forfeited / cancelled</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">(33,539</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">28.35</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">—</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt">Exercised</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(406</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt; text-align: right">0.50</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt; text-align: right">—</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Outstanding as of September 30, 2024</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">13,674</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt; text-align: right">156.96</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 2.5pt; text-align: right">8.1</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td>Options vested and exercisable as of September 30, 2024</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">8,633</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left">$</td><td style="text-align: right">194.63</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7.9</td><td style="text-align: left"> </td></tr> </table> 47619 65.2 P8Y4M24D 33539 28.35 406 0.5 13674 156.96 P8Y1M6D 8633 194.63 P7Y10M24D There were no stock options granted during the nine months ended September 30, 2024. The fair value of options granted during the nine months ended September 30, 2023 was estimated using the following assumptions:<table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom; "> <td style="text-align: center"> </td><td style="font-weight: bold"> </td> <td style="font-weight: bold; text-align: center">For the
 Nine Months
 Ended
 September 30,</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: center; padding-bottom: 1.5pt"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 88%">Exercise price</td><td style="width: 1%"> </td> <td style="width: 11%; text-align: center">$42.00 – 51.60</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Term (years)</td><td> </td> <td style="text-align: center">5.00 – 10.00</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Expected stock price volatility</td><td> </td> <td style="text-align: center">113.1% – 119.5%</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Risk-free rate of interest</td><td> </td> <td style="text-align: center">3.5% – 3.6%</td></tr> </table> 42 51.6 P5Y P10Y 1.131 1.195 0.035 0.036 43.2 53000 220000 137000 616000 12188 3750 1875 3750 0.50 0.25 0.25 636 78 16590 The following summarizes activity related to the Company's restricted stock awards granted under the 2022 Plan for the nine months ended September 30, 2024: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Weighted</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td> </td> <td colspan="2" style="text-align: center"> </td><td> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Average</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Number of</td><td style="font-weight: bold"> </td><td style="font-weight: bold"> </td> <td colspan="2" style="font-weight: bold; text-align: center">Grant Date</td><td style="font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Shares</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Fair Value</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%">Nonvested as of December 31, 2023</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">6,414</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">41.20</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td>Granted</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">16,668</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3.38</td> <td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td>Vested</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(4,852</td><td style="text-align: left">)</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">39.59</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="padding-bottom: 1.5pt">Forfeited</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(313</td><td style="padding-bottom: 1.5pt; text-align: left">)</td><td style="padding-bottom: 1.5pt"> </td> <td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt; text-align: right">41.00</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 4pt">Nonvested as of September 30, 2024</td><td style="padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; text-align: left"> </td><td style="border-bottom: Black 4pt double; text-align: right">17,917</td><td style="padding-bottom: 2.5pt; text-align: left"> </td><td style="padding-bottom: 4pt"> </td> <td style="padding-bottom: 2.5pt; text-align: left">$</td><td style="padding-bottom: 2.5pt; text-align: right">6.15</td><td style="padding-bottom: 2.5pt; text-align: left"> </td></tr> </table> 6414 41.2 16668 3.38 4852 39.59 313 41 17917 6.15 P11Y 12257 18000 58172 3.46 P5Y14D 57997 3.14 P4Y11M19D Stock-based compensation expense related to stock options and restricted stock, for the three and nine months ended September 30, 2024 and 2023 was as follows:<table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">For the Three Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">For the Nine Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 52%; text-align: left; text-indent: -10pt; padding-left: 10pt">Selling, general and administrative</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">45,634</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">89,832</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">142,082</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">362,191</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left; padding-bottom: 1.5pt; text-indent: -10pt; padding-left: 10pt">Research and development</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align:

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On April 1, 2024, the original lease was amended to add additional office and laboratory space. The lease amendment was accounted for as a separate lease, resulting in an additional right-of-use asset and lease liability of approximately $88,000. The lease, as amended, requires payments of approximately $32,000 for the remainder of 2024, and $129,000 for the year ended December 31, 2025.   The Company entered into a short-term lease in Palm Beach, Florida with an unrelated party, with a commencement date of May 1, 2022, for approximately $14,000 per month. The lease, which was personally guaranteed by the Company's former CEO, ended on April 30, 2023. During the nine months ended September 30, 2023, the Company incurred rent expense on this lease of approximately $51,000, and variable lease expense of approximately $4,000.   Litigation   From time to time, the Company may be subject to various legal proceedings and claims that arise in the ordinary course of its business activities. As of September 30, 2024, the Company is not a party to any material legal proceedings and is not aware of any pending or threatened claims. However, as discussed in Note 5, on December 21, 2023, the Company filed a notice with the Bankruptcy Court terminating the WraSer APA and the WraSer MSA, after having determined that a Material Adverse Effect had occurred. WraSer has advised the Company that it does not believe that a Material Adverse Effect occurred, and they recently filed a plan of reorganization that indicates it may seek damages from the Company due to the termination of the WraSer APA and WraSer MSA.   Registration Rights Agreements   In connection with private placements consummated in April 2022 and August 2022, the Company entered into Registration Rights Agreements with the purchasers. Upon the occurrence of any Event (as defined in each Registration Rights Agreement), which, among others, prohibits the purchasers from reselling the securities for more than ten consecutive calendar days or more than an aggregate of fifteen calendar days during any 12-month period, and should the registration statement cease to remain continuously effective, the Company would be obligated to pay to each purchaser, on each monthly anniversary of each such Event, an amount in cash, as partial liquidated damages and not as a penalty, equal to the product of 2.0% multiplied by the aggregate subscription amount paid by such purchaser in the private placements. As of September 30, 2024, and as a result of the consummation of the remaining warrants associated with the April 2022 and August 2022 private placements, the Company has no further obligations pertaining to the Registration Rights Agreements. Indemnification   In the normal course of business, the Company enters into contracts and agreements that contain a variety of representations and warranties and provide for general indemnifications. The Company's exposure under these agreements is unknown because it involves claims that may be made against the Company in the future but have not yet been made. To date, the Company has not been required to defend any action related to its indemnification obligations. However, during the third quarter of 2023, the Company received a claim from its former CEO and a former accounting employee requesting advancement of certain expenses. The Company recorded approximately $209,000 in related expenses during the year ended December 31, 2023, of which approximately $159,000 was paid through reduction of the outstanding related party receivable due from the former CEO (see Note 11). The Company recorded a related accrual of approximately $50,000, which was included in accrued expenses at December 31, 2023, and which was paid during 2024, and accordingly there is no related accrual as of September 30, 2024. The maximum potential amount of future payments the Company could be required to make under these indemnification agreements is not estimable at this time. 88000 32000 129000 14000 51000 4000 0.02 209000 159000 50000 Note 11 — Related Party Transactions   During 2022 the Company entered into a lease agreement that was personally guaranteed by the Company's former CEO. The lease expired on April 30, 2023 (see Note 9).   During the year ended December 31, 2023, the Company's Audit Committee completed a review of the Company's expenses due to certain irregularities identified with regards to the related party balance. Based on the results of the review, it was determined that the Company paid and recorded within selling, general and administrative expenses, personal expenditures of the Company's former CEO and an accounting employee who was also the former CEO's assistant, during 2022 and during the first three quarters of 2023. The Company evaluated the receivable, which was approximately $363,000, after recording a recovery of approximately $159,000, and which represented the total of the items identified as personal in nature for which the Company did not anticipate recovery from the related party. During 2023, the Company recorded a corresponding reserve for the full amount, resulting in a net related party receivable balance of $0 as of September 30, 2024 and December 31, 2023.   On December 18, 2023, the Company entered into the Subscription Agreement with the PMX Investor, a 5% stockholder of the Company as of September 30, 2024 (see Note 8). During the nine months ended September 30, 2024, the Company issued a non-convertible debenture in the principal amount of $5.0 million to the PMX Investor, in connection with the Subscription Agreement and has settled the principal and accrued interest through the issuance of shares (see Notes 7 and 8).   On February 6, 2024, the Company appointed Thomas Meier, PhD, as a member of the Company's board of directors. Dr. Meier provides consulting services to Proteomedix, through a consulting agreement that was effective January 4, 2024. The Company recorded approximately $19,000 and $54,000 in related expenses during the three and nine months ended September 30, 2024, of which approximately $19,000 is included in accounts payable in the accompanying condensed consolidated balance sheets as of September 30, 2024. 363000 159000 0 0 0.05 5000000 19000 54000 19000 Note 12 — Income Taxes   The Company's tax provision for interim periods is determined using an estimate of the annual effective tax rate, adjusted for discrete items arising in that quarter. In each quarter, management updates the estimate of the annual effective tax rate, and any changes are recorded in a cumulative adjustment in that quarter. The quarterly tax provision and quarterly estimate of the annual effective tax rate are subject to significant volatility due to several factors, including management's ability to accurately predict the portion of income (loss) before income taxes in multiple jurisdictions, and the effects of acquisitions and the integration of those acquisitions.   For the three and nine months ended September 30, 2024, the Company recorded an income tax benefit of approximately $56,000 and $127,000, respectively. This tax benefit was related to the Company's deferred foreign taxes resulting from the Proteomedix acquisition and yielded an effective tax rate of 13.0% for Proteomedix for the nine months ended September 30, 2024. There was no income tax provision or benefit recorded for the three and nine months ended September 30, 2023.   The Company has incurred net operating losses for all of the periods presented and has not reflected any benefit in the accompanying condensed consolidated financial statements for its U.S. net operating loss carryforwards and only a partial benefit for its Swiss net operating loss carryforwards due to uncertainty around utilizing these tax attributes within their respective carryforward periods. The Company has recorded a full valuation allowance against its U.S. deferred tax assets as it is not more likely than not that such assets will be realized in the

*near future. During 2023, the Company recognized a foreign deferred tax liability related to the acquisition of Proteomedix (see Note 5). A partial valuation allowance has been recognized against the Company's Swiss deferred tax assets that are not more likely than not expected to be realizable.   The Company's policy is to recognize interest expense and penalties related to income tax as income tax expense. For the three and nine months ended September 30, 2024 and 2023, the Company has not recognized any interest or penalties related to income taxes. -56000 -127000 -0.13 Note 13 — Net Loss Per Share   Basic net loss per share is computed by dividing the net income or loss applicable to common shares by the weighted average number of common shares outstanding during the period. The weighted average number of shares of common stock outstanding includes pre-funded warrants because their exercise requires only nominal consideration for delivery of shares; it does not include any potentially dilutive securities or any unvested restricted shares of common stock. Certain restricted shares, although classified as issued and outstanding at September 30, 2024, are considered contingently returnable until the restrictions lapse and will not be included in the basic net loss per share calculation until the shares are vested. Unvested shares of the Company's restricted stock do not contain non-forfeitable rights to dividends and dividend equivalents. Diluted earnings per share is computed using the weighted average number of common shares and, if dilutive, potential common shares outstanding during the period. Potential common shares consist of the Company's warrants, options, and restricted shares. Diluted net loss per share is computed by giving effect to all potential shares of common stock, including warrants, stock options, and unvested restricted shares, to the extent they are dilutive.   The two-class method is used to determine earnings per share based on participation rights of participating securities in any undistributed earnings. Each share of preferred stock that includes rights to participate in distributed earnings is considered a participating security and the Company uses the two-class method to calculate net income available to the Company's common stockholders per common share — basic and diluted.   The following securities were excluded from the computation of diluted shares outstanding due to the losses incurred in the periods presented, as they would have had an anti-dilutive impact on the Company's net loss: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Three and Nine Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left">Options to purchase shares of common stock</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">13,674</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">34,471</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td>Warrants</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">583,475</td><td style="text-align: left"> </td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">197,491</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Unvested shares of restricted stock</td> <td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">17,917</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,602</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="font-weight: bold; padding-bottom: 2.5pt; padding-left: 0.125in">Total</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left"> </td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">615,066</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left"> </td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">240,564</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> The following securities were excluded from the computation of diluted shares outstanding due to the losses incurred in the periods presented, as they would have had an anti-dilutive impact on the Company's net loss:<table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="6" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">Three and Nine Months Ended
 September 30,</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left">Options to purchase shares of common stock</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">13,674</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">34,471</td><td style="width: 1%; text-align: left"> </td> </tr> <tr style="vertical-align: bottom; "> <td>Warrants</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">583,475</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">197,491</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="padding-bottom: 1.5pt">Unvested shares of restricted stock</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">17,917</td><td style="padding-bottom: 1.5pt; text-align: left"> </td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">8,602</td><td style="padding-bottom: 1.5pt; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="font-weight: bold; padding-bottom: 2.5pt; padding-left: 0.125in">Total</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left"> </td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">615,066</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left"> </td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">240,564</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table> 13674 34471 583475 197491 17917 8602 615066 240564 Note 14 — Defined Benefit Plan   Proteomedix sponsors a defined benefit pension plan (the "Swiss Plan") covering certain eligible employees. The Swiss Plan provides retirement benefits based on years of service and compensation levels.   The following significant actuarial assumptions were used in calculating the benefit obligation and the net periodic benefit cost as of September 30, 2024 and December 31, 2023:   <table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">December 31,
 2023</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: left">Discount rate</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">1.00</td><td style="width: 1%; text-align: left">%</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left"> </td><td style="width: 9%; text-align: right">1.45</td><td style="width: 1%; text-align: left">%</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: left">Expected long-term rate of return on plan assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">1.00</td><td style="text-align: left">%</td> <td> </td> <td style="text-align: left"> </td><td style="text-align: right">1.45</td><td style="text-align: left">%</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: left">Rate of compensation increase</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3.30</td><td style="text-align: left">%</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">3.00</td><td style="text-align: left">%</td></tr> </table>   Changes in these assumptions may have a material impact on the plan's obligations and costs.   The components of net periodic benefit cost for the three and nine months ended September 30, 2024, which is included within selling, general and administrative expenses in the accompanying condensed consolidated statements of operations and comprehensive loss, are as follows: <table cellpadding="0" cellspacing="0" style="font: 10pt Times New*

Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: justify"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">For The Three Months Ended September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">For the Nine Months Ended
 September 30,
 2024</td><td style="padding-bottom: 1.5pt; font-weight: bold"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="width: 76%; text-align: justify">Service cost</td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">24,912</td><td style="width: 1%; text-align: left"> </td><td style="width: 1%"> </td> <td style="width: 1%; text-align: left">$</td><td style="width: 9%; text-align: right">73,356</td><td style="width: 1%; text-align: left"> </td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: justify">Interest cost</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">7,638</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">22,489</td><td style="text-align: left"> </td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: justify">Expected return on plan assets</td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">5,606</td><td style="text-align: left"> </td><td> </td> <td style="text-align: left"> </td><td style="text-align: right">(17,480</td><td style="text-align: left">)</td></tr> <tr style="vertical-align: bottom; "> <td style="text-align: justify; padding-bottom: 1.5pt">Amortization of net (gain)</td><td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">3,686</td><td style="padding-bottom: 1.5pt; text-align: left"> </td> <td style="padding-bottom: 1.5pt"> </td> <td style="border-bottom: Black 1.5pt solid; text-align: left"> </td><td style="border-bottom: Black 1.5pt solid; text-align: right">(11,491</td><td style="padding-bottom: 1.5pt; text-align: left">)</td></tr> <tr style="vertical-align: bottom; background-color: rgb(204,238,255)"> <td style="text-align: justify; padding-bottom: 4pt">Total</td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">41,842</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td><td style="font-weight: bold; padding-bottom: 4pt"> </td> <td style="border-bottom: Black 4pt double; font-weight: bold; text-align: left">$</td><td style="border-bottom: Black 4pt double; font-weight: bold; text-align: right">66,874</td><td style="padding-bottom: 2.5pt; font-weight: bold; text-align: left"> </td></tr> </table>   During the three and nine months ended September 30, 2024, the Company made pension contributions of approximately $23,000 and $66,000, respectively.</p> The following significant actuarial assumptions were used in calculating the benefit obligation and the net periodic benefit cost as of September 30, 2024 and December 31, 2023:<table cellpadding="0" cellspacing="0" style="font: 10pt Times New Roman, Times, Serif; border-collapse: collapse; width: 100%"> <tr style="vertical-align: bottom"> <td style="text-align: center"> </td><td style="font-weight: bold; padding-bottom: 1.5pt"> </td> <td colspan="2" style="border-bottom: Black 1.5pt solid; font-weight: bold; text-align: center">September 30,
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At any time after the initial issuance date of Series C convertible Preferred Stock, each Preferred Share shall be convertible into validly issued, fully paid and non-assessable shares of Common Stock. The holders of Series C Preferred Stock are entitled to dividends, on an as-if converted basis, equal to and in the same form as dividends actually paid on shares of Common Stock, when and if actually paid. In addition, from and after the occurrence and during the continuance of any Triggering Event, dividends (“Default Dividends”) will accrue on the Stated Value of each Preferred Share at a rate of fifteen percent (15.0%) (the “Default Rate”) per annum. Each holder is entitled to convert any portion of the outstanding Preferred Shares held by such holder into validly issued, fully paid and non-assessable Conversion shares at the Conversion Rate, which can be determined by dividing (x) the Conversion Amount of such Preferred Share by (y) the Conversion Price, $4.5056, subject to adjustment as provided in the Certificate of Designations. After the Stockholder Approval Date, if a Triggering Event occurs and is continuing at any time after the earlier of the holders’ receipt of a Triggering Event Notice and such holder becoming aware of such Triggering Event (such earlier date, the “Alternate Conversion Right Commencement Date”) and ending on the twentieth (20th) Trading Day after the later of (x) the date of such Triggering Event is cured and (y) such holder’s receipt of a Triggering Event Notice (such ending date, the “Alternate Conversion Right Expiration Date”), and each such period, an “Alternate Conversion Right Period”), such holder may, at such holder’s option, by delivery of a Conversion Notice to the Company (the date of any such Conversion Notice, each an “Alternate Conversion Date”), convert all, or any number of Preferred Shares held by such holder into shares of Common Stock at the Alternate Conversion Price (each, an “Alternate Conversion”). Alternate Conversion Price means, with respect to any Alternate Conversion that price will be the lowest of (i) the applicable Conversion Price as in effect on the applicable Conversion Date of the applicable Alternate Conversion, and (ii) the greater of (x) the Floor Price and (y) 80% of the lowest VWAP of the Common Stock during the five (5) consecutive Trading Day period ending and including the Trading Day immediately preceding the delivery or deemed delivery of the applicable Conversion Notice (such period, the “Alternate Conversion Measuring Period”).   At any time, the Company has the right to redeem in cash all, but not less than all, of the Preferred Shares then outstanding at a price (the “Company Optional Redemption Price”) equal to 125% of the greater of (i) the Conversion Amount being redeemed and (ii) the product of (1) the Conversion Rate with respect to the Conversion Amount being redeemed multiplied by (2) the greatest closing sale price of the Company’s Common Stock on any Trading Day during the period commencing on the date immediately preceding the date the Company notifies the holders of its elections to redeem and the date the Company makes the entire payment required. Upon the occurrence of a Bankruptcy Triggering Event, the Company will immediately redeem, in cash, each of the Preferred Shares then outstanding at a redemption price equal to the greater of (i) the product of (A) the Conversion

Amount to be redeemed multiplied by (B) 125% and (ii) the product of (X) the Conversion Rate with respect to the Conversion Amount in effect immediately following the date of initial public announcement of such Bankruptcy Triggering Event multiplied by (y) the product of (1) 125% multiplied by (2) the greatest closing sale price of the Common Stock on any Trading Day during the period commencing on the date immediately preceding such Bankruptcy Triggering Event and ending on the date the Company pays the entire payment required.   In no event may any Preferred Shares be converted (or Warrants be exercised) and shares of Common Stock be issued to any holder if after giving effect to the issuance of shares of Common Stock upon such conversion of the Preferred Shares (or exercise of the Warrants), the holder (together with its affiliates, if any) would beneficially own more than 4.99% of the outstanding shares of Common Stock, which we refer to herein as the "PIPE Blocker". The PIPE Blocker may be raised or lowered to any percentage not in excess of 9.99% at the option of the applicable holder of the Preferred Shares (or Warrants), except that any raise will only be effective upon 61-days' prior notice to the Company.   Private Placement   On October 2, 2024, the Company entered into, and sold, to six institutional investors (collectively, the "PIPE Investors"), pursuant to the securities purchase agreement an aggregate of 3,499 shares of Series C convertible preferred stock, par value $0.00001 per share, which includes an issuance of 840 shares of Series C Preferred Stock to the lead investor in consideration for the PIPE Investors' irrevocable commitment to purchase shares of the Series C Preferred Stock, and warrants to purchase 591,856 shares of Common Stock, (together, the "PIPE Securities") for aggregate net cash proceeds to the Company of $1.9 million. The exercise price of the warrants is $4.38, and the warrants are exercisable six months after the issuance date and expire on the third anniversary of the initial exercisability date. ELOC   On October 2, 2024, the Company entered into a Common Stock ELOC Purchase Agreement relating to a Committed Equity Facility with an institutional investor (the "ELOC Purchaser"), whereby the Company may offer and sell, from time to time at its sole discretion, and whereby the ELOC Purchaser has committed to purchase, up to $25.0 million of the Company's newly issued Common Stock, subject to certain limitations. Concurrently with entering into the ELOC Purchase Agreement, the Company also entered into a registration rights agreement with the ELOC Purchaser, pursuant to which it agreed to provide the ELOC Purchaser with certain registration rights related to the shares issued under the ELOC Purchase Agreement (the "ELOC Registration Rights Agreement"). In no event will the Company issue to the Purchaser under the ELOC Purchase Agreement more than 1,658,525 shares of Common Stock, representing 19.99% of the total number of shares of Common Stock outstanding immediately prior to the execution of the Common Stock Purchase Agreement (the "Exchange Cap"), unless (i) the Company obtains the approval of the issuance of such shares by its stockholders in accordance with the applicable stock exchange rules or (ii) sales of Common Stock are made at a price equal to or in excess of the lower of (A) the closing price immediately preceding the delivery of the applicable notice to the Purchaser and (B) the average of the closing prices of the Common Stock for the five business days immediately preceding the delivery of such notice, such that the sales of such Common Stock to the Purchaser would not count toward the Exchange Cap because they are "at market" under applicable stock exchange rules.   The Company may not issue or sell any shares of Common Stock to the ELOC Purchaser under the Common Stock Purchase Agreement, if it would result in the ELOC Purchaser beneficially owning more than 4.99% of the outstanding shares of Common Stock (the "ELOC Blocker"). The ELOC Blocker may be raised or lowered to any other percentage not in excess of 9.99% at the option of the ELOC Purchaser, except that any raise will only be effective upon 61 days' prior notice to the Company.   November Amended and Restated Forbearance Agreement with Veru   On November 26, 2024, the Company entered into another Amended and Restated Forbearance Agreement with Veru (the "November Amended and Restated Forbearance Agreement" or "November A&R Forbearance Agreement"), which amends and restates certain terms of the Amended and Restated Forbearance Agreement. Pursuant to the November A&R Forbearance Agreement, Veru agreed to waive the due date for payment of applicable Cash Receipt Payments (as such term is defined in the A&R Forbearance Agreement) generated in October 2024 until the Company receives funds of at least $97,000 pursuant to its equity line of credit facility with Keystone Capital Partners LLC. In exchange, the Company agreed to increase its payments to be made to Veru out of future financing and strategic transactions through June 30, 2025, from 20% to 25% of net proceeds generated from such transactions. All other terms of the A&R Forbearance Agreement with Veru remain the same. 10000 0.00001 0.15 4.5056 0.80 the Company has the right to redeem in cash all, but not less than all, of the Preferred Shares then outstanding at a price (the "Company Optional Redemption Price") equal to 125% of the greater of (i) the Conversion Amount being redeemed and (ii) the product of (1) the Conversion Rate with respect to the Conversion Amount being redeemed multiplied by (2) the greatest closing sale price of the Company's Common Stock on any Trading Day during the period commencing on the date immediately preceding the date the Company notifies the holders of its elections to redeem and the date the Company makes the entire payment required. Upon the occurrence of a Bankruptcy Triggering Event, the Company will immediately redeem, in cash, each of the Preferred Shares then outstanding at a redemption price equal to the greater of (i) the product of (A) the Conversion Amount to be redeemed multiplied by (B) 125% and (ii) the product of (X) the Conversion Rate with respect to the Conversion Amount in effect immediately following the date of initial public announcement of such Bankruptcy Triggering Event multiplied by (y) the product of (1) 125% multiplied by (2) the greatest closing sale price of the Common Stock on any Trading Day during the period commencing on the date immediately preceding such Bankruptcy Triggering Event and ending on the date the Company pays the entire payment required. 0.0499 0.0999 3499 0.00001 840 591856 1900000 4.38 25000000 1658525 0.1999 0.0499 0.0999 97000 0.20 0.25 false false false P4Y false --12-31Q30001782107

*[19K;8F]EZJ0C1=9,!^N'B@Q *--!4,ZU-MHBPHE+!-(C?@ZUU9/-[3ZNF*/@2")>'+[^\3 M\N(Y9U.'NKB<1!(Z(ZWGCWY?W>WI'#P? WVP:^UH^5^Y+#NHH6R?:/G8#A*]Y#)Z)+?PA:XP1YL& # M)7[?628?,/QU:<32):UAQ(RW_F/$&6P-;*3)"[SZ;1HL]Q@68%IE)L(_526 MV_YX6"%>WK'^AM70_LDM+X54;-9N8'[8$Z+++:.*P"?OPIS">#E5*I7\W59 M?92X->O=?<45JU=_X2;5E .E]\:@SJKFZ0O715 W=K<@3M96+@P_U_W5W; M;MPX$OT5/NZ# LSL'}A./,C!9-[(G& 7^R1WJVWMR&I#4COQ?OVJBE>)%U'J M[F)(@$$FL<42JTB1K O/0?P*,'9)\ 7? X)AH?)+'$X^9LF'*U$5((6L\IK4G MC6F>$OC/>WN=&+8UC#[P-P)O]1K\A Q_DI&F+G+8;(H*X/Q%T$YCEK7@9E>< M115P42<89 U!; SNUB(<,!#$G^QGOKJCD,>\AWZ$D+'ZWQQ]GS.BGX^]*HEG&SB;GMTXV3"=-0Y]PXA|__M*V/6R? 6/NFC:I_)%ER5=O]WEH60U%"V5VS)O^J.3:F[@S&2,M[\P#LZ IJZY M,=M0A'%@PSN8@@0V'*+TU5M6OT-^SRCZ=0SGG*"S4XD5\ZBZD%HN1F0"!KF(M;L40Q4DV12-C._"A;#*XI'1P,\;7Q?H6;[1WZW)'%"J?RY__]$TN(8K# M>TAA[< F$EQ<(P5 IF4"'@L*6?- @NX9L1B0])?G4-W3@')&-,O@+0MFS$# M1,=HB9?G4ID3:8N5JE'/=>GTK""V/UWF=ZKYGM-MQ1".X?K0M5V_*?9;G+W^7 4)C)?:-:>;OT-^WC'@.%]XS4I37< (PX?=/O> ^) MK 7+H- *9%I"LYB=*/>MX/L,HA.N"W+\/>;5^J,I'G&S\.OSGLBZ?#\\RD?H1 MH/B?\[+>%@W4\;6;O/IWD?LO66G)3(O.(,KWP/,("YRS+5!"Y.0*D%9- YJF!'M;*BHN1HK %EK%UQ6G/2&-6$9XM,>F^3 M4#T1T0'V'R]K8G!XYFF^("K@M!UUKFB$UXQ9*TT9/1O$FM=$&'3>%U'}Z6E M,T.4;QZRI?% [T1S;J[NK\-C@4TP]EF[Q&W;76NYL@_U5MPVK!]77?'<3G%^_M"0%,24!G5656$@X;.372]*"(/*D1?%*UK)F0EJF%ELN,&UIZUSUG<&)938DJ_$H MFK)HOQ;%=LAJ$S[H\58,FHW)?Y([QF&-[']-" -0K![\CW,RB;H&9K[>^F2GL M>QX&?C'07BSD42Y2(I J4 M\9F-YPF/B'IP >&PQT6<;=V:QIQK0S8B+ (N]/=1;08K.MV>7#X(/,?E4T@K& M07^M#<^A#3&%%O\"!;8WYFG\61#ANXF'Q768Q!/G(H3U)O@_YAXG4!%?Z]8A@[+G;3(Q#LRR5'QL<*4E\!\ [WR:@,$ MU% &XX1_AU %HIPI]24%^CPD?>.][!O.0OUF/AQ^QH-"2&=J3%K9A=2AA7.: M-^((?8;A) 6!597XGYY?JOU;4? 2^WFL)+%G.5Z['2Q_]W]8[7SG-=035(OC' M7(N;_I@SN8OQNG;A^\-+,I')#[*").4%,;D-G0>,$N&I>,RKVR* WPX/ M,'@B]1]CNNH:D9$>A!84@=%U Y3:XA_&E6$(F-;=OGF3]QQ^]6-W\'RP*KT-MHIC\]^#^M1*GKIZD'I;9^@>BRW.-2#C,F]YKO0,@/.0%XC=8[O?74)[YLN_M^_7.ZR$H ;"+ (PH@YV,25XEXG:.4TS^3M%HJ5ENG-S'/5,_EKGP\\G84-]_%_M@+'/Y7I\5_[-"0?MI'1R2=32M+ R?.F31SHYK:]!/K X,%O0O/W$2V9G'LX MQ]I5S4^HZ:EI>7\@^3H.MORMEJ*AV6F7&]>0)Z%L5T<]P9@PG^Q225#\$1/> M:EIW-:QPV/N,,18=J.3MOGDH\@;*XR-KTHT6%U20[M? #3E%,J$R8^_E6E_T' MC(49'P^-"K=RZ,H_BQ_X*R^])[86I2R,MQ>+K>2]Z$7PWR<+!,Q0TQJH.=:A MW<6AA,/N&)[L;N ,V+08- ^)_[X"#5N>0OX1C/CIWD$5!923<2 M]8G/_=8QKEN'F]J8E]5X<]"SP7!BH*B=;*""*PQ>:)$)=IEL#,F;8#2]JKA& M:D)ONBWMJKM_*C[GS5\ 0;LK8- +$7K?]D&Z MV6RL7^7([]U-:F9M8;&&H/R MZKCGF^:S!7X.6_. G.BJWO)*NNMA&=T*T!WK8@/'8;B'=/?Y7XCPF&]"3)S^_ME5;NF[(38[(GUG>$B? +$ZW%IXJIFNC<,NL.&_4E8M4AD<;O^D72HAY-X">@: MODJX5PM!UIPB",^4X9Y$X*CQV2S:71)[46AP' AI7O6IJI\7[4'1FT^^"<_R\ MK>=R=IWH4$P[@;LBD5!5T.5<$+MM+'R.ZI&.M,7#Z5YJX=-)AV%13.X,$X&0 M*&2U;L.+##QQ >N)[JBU>(QU(+N++&[+B+@#U'D775<5/#,*=] [[M:S_NWS, M=[U3_EX>,X%X14OBYTHI2]Y*2DF_,E-M:[P6F8TP6*TR;T85.!PCO]7[A[9H M7B$(BU7A4+S<;U16I43!,,D*$?:Q"!<4ZFQLQLPZ>T2*,- _.*^^Q MR-MX/Z*9FG22&:\]R*3'(OO!_B%[DA@P[^R6=BWH1,-+F;"]+>NR*[.8U5W M_90J%?QJ_WGUVTW-$PB;- _2#*M3GM[RL0Q"+7*@H8M%B13U+QH1D)D4S0S8# MX38F8Y(Y=HQMG//G>&-31E TF$Y_JG[,NV*"_DL#"(GG$P870PK8QX"0HG0G M*@>,_GIGP!I$$(F[. ?@&&!(\?**4X_,#'6M$9MM*M+,S5VSWQ3%M@4-(QU^_MZD_IK_WB3"A+N=TQ(8ITG*',"U=Z^ <^Q#&M'17^/=_ M5<-]:KAK5FS5R7,4((Q25,#X!,6I;T#^L6E*]-U4("*\9IHA8!$5AN!O_UK& MW\OT$=\._(J78U%P[\@;KS<".A;G(OF'?D:[6@O#V<=P,!^7!'_M5WY#.]3 M!\EVO0L"WB^+$"]_#]V.=X+>1H2:E6RC:+5%+H\15?G6Z,,''6!'!7AFS7GT= +1=[<'Q#SB^O/E@&3&8@K2(Q.&3.#T]3FR\ MB0AC;\- $KJ[:P9B+_ZP]R*X/BI^P8=IA"NKD/EE/&N$XOC##QY+'*05/8@=@_M%QY=%KZ$+'I_;$\CSBRFPZY< V$XPCK.YC'TAU7CILFCK/*$88F1NK,VZ?; MCZN;50VKX#:,D X/9PP>9^+Y.1YZ$DA.EPJNU2:@*S6(0_E:;HMZVP(F7?_[MLO9>3E&/9@C<]Z&L/A#CB:&D[/Z[#.Y5DZK81$)P7X$^JH+M;(V_L/60 6NQ"$^_Y-M\4X27< M@K:&)M8JGA[?6FOB7%B"6A.>XD])$1FFL+\^#ZOGB.7^G1-Z\D=<,^9< T7Y MK?/WBAMR4YC.,GFM;@ZZT)M3(/RZE""_6$#;2ZN0C">FFZJ((R46G%$1>8D% MD:>QNC,P2#G@M/Z>L9K=Q.$9(\[MC058G 0XR>]\:_1*M(:>EPKM;JO-LA[MV/#M#;[#1^ $XK=HU*&.6K9EHGG85G]3.-3"1)B%,H:LSO,&-QC_AB5+A1C,E M:](XD4BQ? 4AZIV9"+]NMB3($P<&Z;3HCC':SK[<(W\<)A+]V>8?K;UQV3+66 MU,FJ_07A*"Q1V!R^Y08C=)-^V^^W/\]JTH!:4"+X)UR$"7#-RU89,R#'H"$2 MD4/.TV253](.AA5S+8(QIB"M_@I4>?9.==.5_\/3CP#2!#[6^Z>F",44_<6T M'(]ST_' L9*=(?ZLZTP@+C);9_E%\A\,/-9D%0GS"TMAD0+H#^ MP%;-6ZQ1]$D)1?!_1O0&9A$,4Y5MA/<0"I_,6C'"=D<#!4IOK*P8L[/*L86 ME/<+9(N_U>CY*4 M*\N^[0"S&YF*_1MXB\=J\5CB:,^@R^Z-U]*)-*

*L9S;)SP=M_LBK([\,+O?GJ4 M?)4[^TWZV'"QT4$\T1E=7'2U_AV&D8\;HW,$ET\P;0AA[\#;,?#/^\V\+;<% M[S'>&M1A)\1_]"5!4)")(,\&HI@A2^-F)HW!S5;=VIT7&H_8MW!D5HT^KW=_M]+\#?-9??_E%W`X#6/S>2^HE5\"Y*G;' 0QT? ;F1+8^%DR0M\HNAGDBH))K'"WG\]'MD).K]9#2IF+@TMUW%W]9^M$:>%CY%]RSK L; O1D3+6=QM0.15P&]^1+R5]# M^:S[_&>:!Q<2!Y#DD^OYK)=.GB8W>^U)BMN*D0;_@=D&8IX0E_B<=P_3_.:\ M'-[\"$&#\P=@OM,B8;(-$*ZDK1#RZ..M$@GH3SNUA-6O,$%A5O)XQ2%[&.S4& M4ZH3GRUE<@7)H'!4 !O;F-O+3(P,C0P.3,P7W!R M92YX;6SMO6MSY#;2)OK]_16]/E_.B0U/7VR/IR<\9Z-TZ\&,I*JWI';,L['A MH$A4%6P66>:E6M6_?@%>JG@!2%P2!*E6Q+XI;4E$)IY,)!*)1.0/_^MIZ[.: MHRC&8?"\;]['Y!5&VU?_,[+]_UY]^V]3)+N_OW!]^?/G MO[CD:V(71R@.T\A%,?W!]V^_)0.60YY'B[X]UO/F[S]\ M]_>WW[WZ^'#^ZMV;=]_GG_S73SX._GAT8O2*\!W$__BF0NGI,?+_$D;KU^_> MO/GN=?F'W^1_^?_N7 MI[C!)L?MU:N?HM!'2[1ZE7'^]^2P0__X)L,;G4\9RGZVB=#J']^$1)K?4@3? MO/_N#1WB_Z$_^2WZ[3P,XM#"'L7^S/'I5,XW"""7?O*)#?UQ>UR;QZ*?H,_G3M;.^X+@YR,;ZF?_F:.]!K\\S^MG B%"0;E\6,PWIOC&IK*-?G1%MTGY-]; M0DZ+_>98.(H;C\,\7)X8$,\BZ,OI-FN6.HC&-PC,^=>'/EMAY^UP#T.0G@TQB&D,O/&A.)_']V=_'_)K)T3D+43XSA<+8B9)]2RGTJS+S D MX#+\$)(MCB#FHHA2NW4'9YTMG'A!S(\^'WCP2GW?;K=.M$A7-WC=8!71*Y! M,G/=,_T2PI*",("+D?P$!(>E\P"91M7<7]#$P0H:SQH#4$=F+C%0,::J)\]; M]6-08UR1SSI"N9+)BYLY"IR6WH4)BA?.P7FDGT@R5_L8%+OT,78CO*-2.4Y; M8:FP1@'=OHA+GN!'.HY'AJ2[96XKW0LX_CJMD([D" 1BSW"Q^< M)P5J]\"F@:4W(1QO$!1Y@S*6X?&]U_^S05:$4+>&3GBKG!"MVU\UAA#@&V8 MU.J@/U.BW9=[-9/?' !.I&U'X>R0_4O>)G4,.;0/\4#-H2E/JA@<<<*4SO"'%M&?!'@EIK5>](D4G&$*!KK;7#*ZL#?RS(74EU,U>K*P='/#N&&_!.3HZV+'?\ZB).HS1RM6^3$*1$X M.;,OD9M&$3%QV='])03L-MA=HO71TFI,5)TFZ#GP MR,]Y&B?$QXVRT$V01%F@B5YF%(S]SE=L?#-SNPZHGQ=& /K9&LK$ B.[Q\[! MWN73#@4QHF>X.=&+Z)RL;D)\%L/?F9]MS4B9H0 M',S<.$R;]/L(5HLH3!#9QSS\E+GT\UT"X0U($#&S15[&="Y2)^3(2=S$F&P1 M@(Z>(D$€(JY>&-)XOC@D\UVQ9/(PZG87H0VQ$GB/Z%)VR/2H&H$!H)^NLU5 M[6-,E(}>E]Z& 3$?3N2'MZ&'_$_&&=U\3(A(OJ#XAGAN_G?7P2[5W\#U:5$_*7^DBH$+-A", :=:&LEX5\UE0M^T!1TM|E>@:&U|DE(B=[[''9%Y$C_E,D8#|IK,/ SARQ<;]^(L8)TB04&-[0K M,(EUR8B%]POLIQ1%&A&+*TM5?Q,0)F)FZ=1B\TGJ1)@%VNYXD)=6IM" X+>#LC\'>Q^M$9T3!"\LP'!NU%!(}_N M#D)T3!!\;P. "[R$AX.8(JAHQ@2$![2\O9U"5^[[QX%R&2C:A*K.,(< THYU6 MHP]\I_0?V2RR&;@AML09M1EM?9OOYH9NE>Y U1K>27T82C#E8F]M9QSS\E+GT\UT"X0U($

*:!6X_#/TTNL73Z<[AK6DOK4K*MLC[@\V=DJRA!G>2',RF-MYCH@VDVTI+>HAXJ.E8.?B(-CJ)PC8[C5]9.M3&/UQ'9#=B;@!QI16)V+7E9467 ,A&^7&6CQ=X0#'Q!Y] M"$//F-3J1"8FM09"-ALI5WDW:,JG)]$,C5NU-MO%Y=]LS1@%=0ISHKB.;42M)FG-49RAK[44'F.HC3R"'^HIE9G(:WZ3HH"+.Z M@-I0@?K0JJ);(O#2M=61IR^P'""X,[])SKHC/25!T_"O4K.S1+:?6M[:#!GH2:D,!5KE?03__MSQX>G"=Z%^$BO!=^?LQ_>M*KAX6&>AP? I%A)QG]]5F:JJW<0FO".U06?>O-5-MT-GHFMCP#O!$EZ\4IH78_ZI[4!LR3)LXP1H331I*,;+KA\4Z-MQ#S.RGM%WXF%4V5AA-VB;- NKEE_HC4K$XAC;ZPK